

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0104 Estimated average burden hours per response... 0.5

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *  Turner Kelli		of Event Re ent (MM/DE 4/28/202	)/YYY	Y)	3. Issuer Name and Ticker or Trading Symbol  VINCE HOLDING CORP. [VNCE]				
Turner Kem						. ,			
(Last) (First) (Middle)	4. Relat	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
C/O VINCE HOLDING CORP., 5				10% Owner					
FIFTH AVENUE, 20TH FLOOR	Off	icer (give title b	below)	Other (specify be	Other (specify below)				
(Street)		5. If Amendment, Date 6. Individual or Joint/Group Filing(Check Applicable Line)							
NEW YORK, NY 10110		l Filed(MM/E	DD/YYY	/	V. Francisch des Ore Broading Broad				
					_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State) (Zip)									
	ı			I					
	Tabl	e I - Non-D	erivat	ive Securities Benefic	ially Owned				
1.Title of Security	2. /	Amoun	at of Securities	es 3. Ownership 4. Nature of Indirect Beneficial Ownership					
(Instr. 4)		I .		lly Owned	Form: Direct	()			
		(In	str. 4)		(D) or Indirect	or Indirect			
				(I) (Instr. 5)					
					(Ilisti. 3)				
Table II - Derivativ	Securities	Beneficially	y Own	ed (e.g., puts, calls, w	arrants, options	, convertible secu	urities)		
Title of Derivate Security	2. Date Exe	Date Exercisable 3.		le and Amount of	4. Conversion	n 5. Ownership	6. Nature of Indirect		
(Instr. 4)	and Expirat			rities Underlying	or Exercise	Form of	Beneficial Ownership		
	(MM/DD/YYY			vative Security	Price of	Derivative	(Instr. 5)		
				(. 4)	Derivative	Security:			
	Date	Expiration	Title	Amount or Number of	Security	Direct (D) or Indirect (I)			
	Exercisable	•		Shares		(Instr. 5)			

## **Explanation of Responses:**

## Remarks:

Exhibit 24 - Power of Attorney

No securities are beneficially owned.

No securities are beneficially owned.

## **Reporting Owners**

Departing Overnor Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Turner Kelli C/O VINCE HOLDING CORP. 500 FIFTH AVENUE, 20TH FLOOR NEW YORK, NY 10110	X					

#### **Signatures**

/s/ Akiko Okuma, by Power of Attorney

\*\*Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

#### Power of Attorney

KNOW ALL BY THESE PRESENTS, that the undersigned hereby constitutes and appoints each of Chief Executive Officer, Chief Financial Officer, and General Counsel of Vince Holding Corp., a Delaware corporation (the "Company"), signing singly, the undersigned's true and lawful attorneys-in-fact to: (i) execute for and on behalf the undersigned, in the undersigned's capacity as an officer and/or director and/or owner of greater than 10% of the outstanding Common Stock of the Company, Forms 3, 4 and 5 (including any amendments, supplements or exhibits thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder; (ii) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5 (including any amendments, supplements or exhibits thereto) and timely file such forms with the United States Securities and Exchange Commission and any stock exchange or similar authority, including the New York Stock Exchange; and (iii) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file reports or schedules under Section 16 of the Securities Exchange Act of 1934 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of date first written above.

/s/ Kelli Turner Print Name: Kelli Turner Title: Director