

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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STATEMENT OF CHANGES IN 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

Common Stock S/27/2022 S(1) 861 D \$7.95 (2) 21784 D																		
Check all applicable Check applicable	1. Name and Address of Reporting Person *					2. 1	2. Issuer Name and Ticker or Trading Symbol							Relationsh	5. Relationship of Reporting Person(s) to Issuer			
C/O VINCE HOLDING CORP., 500 S/27/2022 See Remarks		1	Ü											(Check all ap	plicable)			
Substitution Color	Meiner Lee					VI	NC	Е НО	LDING	C	ORP.	[VNC	E]					
C/O VINCE HOLDING CORP., 500 See Remarks See Remarks	(Last)	(First)) (Mi	iddle)		3. I	3. Date of Earliest Transaction (MM/DD/YYYY)								Director10% Owner			
STH AVENUE, 20TH FLOOR (Street) A. If Amendment, Date Original Filed (MM/DD/YYYY) 4. If Amendment, Date Original Filed (MM/DD/YYYY) 5. Individual or Joint/Group Filing (Check Applicable Ling X Form filed by One Reporting Person Form filed by More than One Reporting Person Form filed by More than One Reporting Person Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 3) 2. Trans. Date Execution Date, if any Date Strip Code V Amount (D) Frice Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Beneficially Owned (Instr. 3) Table II - Derivative Securities Beneficially Owned (Instr. 3) Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Beneficially Owned (Instr. 3, 4 and 5) Date Security (Instr. 3 and 4) Table II - Derivative Securities Beneficially Owned (Instr. 3, 4 and 5) Date Security (Instr. 3 and 4) Date Security (Instr. 3) Date Security (Instr. 3) Date Ownership of Indire Securities Instruction Date, if any Derivative Securities Acquired (A) or Disposed of (Instr. 3) Date Security (Instr. 3 and 4) Date Security (Instr. 3 and 4) Date Security (Instr. 3 and 4) Date Security (Instr. 3) Date Ownership of Indire Cherivative Securities Indirection Date, if any Derivative Security (Instr. 4) Date Security (Instr. 3) Date Ownership of Indirect (Instr. 4) Date Security (Instr. 3) Date Ownership of Indirect (Instr. 3) Date Ownership of Indirect (Instr. 3) Date Ownership of Indirect (Instr. 4) Date Ownership of Indirect (Instr. 3) Date Ownership of Indirect (Instr. 3) Date Ownership of Indirect (Instr. 3) Date Ownership of Indirect (Instr. 4) Date Ownership of Indirect (Instr. 3) Date Ownership of Indirect (Instr. 4) Date Ownership of Indire	(Eust)	(1 1150)	(112	idaie)			, , , , , , , , , , , , , , , , , , ,							"				
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Explanation of Responses:

- (1) These shares of common stock of Vince Holding Corp. (the "Company") were sold pursuant to a Rule 10b5-1 trading plan to satisfy tax witholding obligations in connection with the vesting of restricted stock units previously granted to the Reporting Person.
- (2) The trade was entered into on May 27, 2022. The sale price represents the weighted average sale price for multiple transactions reported on this line. The prices of the transactions ranged from \$7.85 to \$8.00. Upon request of the staff of the Securities and Exchange Commission, the Company or a stockholder of the Company, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- (3) The trade was entered into on May 31, 2022. The sale price represents the weighted average sale price for multiple transactions reported on this line. The prices of the transactions ranged from \$7.75 to \$8.00. Upon request of the staff of the Securities and Exchange Commission, the Company or a stockholder of the Company, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

Remarks:

Senior Vice President, Chief Human Resources Officer

Reporting Owners

Paparting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Meiner Lee								
C/O VINCE HOLDING CORP.			See Remarks					
500 5TH AVENUE, 20TH FLOOR		See Remai						
NEW YORK, NY 10110								

Signatures

/s/ Akiko Okuma, by Power of Attorney

6/1/2022

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 4(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.

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