

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 07, 2023

Vince Holding Corp.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-36212
(Commission File Number)

75-3264870
(IRS Employer
Identification No.)

**500 5th Avenue
20th Floor
New York, New York**
(Address of Principal Executive Offices)

10110
(Zip Code)

Registrant's Telephone Number, Including Area Code: 323 421-5980

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value per share	VNCE	The New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure.

The Company intends to use the Investor Presentation, attached hereto as Exhibit 99.1, in whole or in part, in one or more meetings with existing and/or potential investors.

The information, including Exhibit 99.1 hereto, which the registrant furnished in this report is not deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. Registration statements or other documents filed with the Securities and Exchange Commission shall not incorporate this information by reference, except as otherwise expressly stated in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description of Exhibit
99.1	Investor Presentation of the Company, dated December 7, 2023.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 7, 2023

By: /s/ Jonathan Schwefel
Jonathan Schwefel
Chief Executive Officer

VINCE.

INVESTOR PRESENTATION
DECEMBER 2023

Disclaimer

This Management Presentation (this "Presentation") is the property of Vince Holding Corp. and its subsidiaries (collectively, "Vince" or the "Company"). By accepting this Presentation, the recipient acknowledges that it has read, understood and accepted the terms of this disclaimer. This Presentation is not a formal offer to sell or solicitation of an offer to buy the Company's securities. Information contained in this Presentation should not be relied upon as advice to buy or sell or hold such securities or as an offer to sell such securities. No representation or warranty, express or implied, is or will be given by the Company or its affiliates, directors, officers, partners, employees, agents or advisers or any other person as to the accuracy, completeness, reasonableness or fairness of any information contained in this Presentation and no responsibility or liability whatsoever is accepted for the accuracy or sufficiency thereof or for any errors, omissions or misstatements relating thereto. By acceptance of this Presentation, each recipient agrees not to copy, reproduce or distribute to others the Presentation, in whole or in part, without the prior written consent of the Company, and will promptly return this Presentation to the Company upon request.

This Presentation may contain forward-looking statements under the Private Securities Litigation Reform Act of 1995. All statements other than statements of historical fact or relating to present facts or current conditions included in this presentation are forward-looking statements. Forward-looking statements give our current expectations and projections relating to our financial condition, results of operations, plans, objectives, future performance and business. You can identify forward-looking statements by the fact that they do not relate strictly to historical or current facts. These statements may include words such as "anticipate," "estimate," "expect," "project," "target," "plan," "intend," "believe," "may," "should," "can have," "likely" and other words and terms of similar meaning in connection with any discussion of the timing or nature of future operating or financial performance or other events. These forward-looking statements are not guarantees of actual results, and our actual results may differ materially from those suggested in the forward-looking statements. These forward-looking statements involve a number of risks and uncertainties, some of which are beyond our control, including those as set forth from time to time in our Securities and Exchange Commission (the "SEC") filings, including those described in our Annual Report on Form 10-K under "Item 1A – Risk Factors" filed with the SEC on April 28, 2023. Any forward-looking statement made by the Company in this Presentation speaks only as of the date on which it is made. Except as may be required by law, the Company undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future developments or otherwise.

Market data and industry information used in this presentation are based on independent industry surveys and publications and other publicly available information prepared by third party sources. Although the Company believes that these sources are reliable as of their respective dates, it has not verified the accuracy or completeness of this information from independent sources.



KEY INVESTMENT HIGHLIGHTS

- 01 Global Retailer/Wholesaler Operating a Leading Premium Contemporary Fashion Brand
 - 02 Attractive Demographics with Strong Customer Loyalty
 - 03 Strategically Positioned with Long Runway for Profitable Growth
 - 04 Strengthened Balance Sheet through Strategic Partnership with Authentic Brands Group
 - 05 Enhanced Focus on Actionable Growth Initiatives
-

BRAND OVERVIEW

Vince crafts understated luxury with a California-inspired ease, embodying the aspirational, laid-back lifestyle and optimism of the west coast. We sell in over 800 locations Wholesale around the world as well as our own DTC channels.

In 2002, our design atelier was established in L.A. The effortless and timeless appeal of each piece attracted an affinity for our women's collections.

So in 2007 we introduced men's, reflecting the same quiet sophistication and enduring quality.

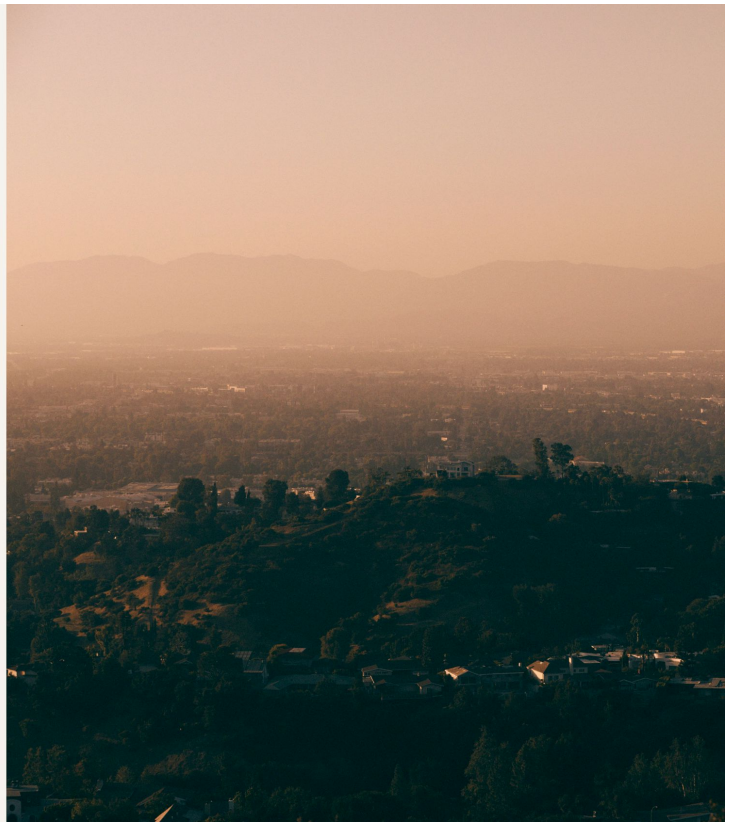
TODAY, WE'VE EXPANDED INTO...

- . 66 stores across the U.S.
- . One store in London
- . One showroom in Paris

OUR COLLECTIONS HAVE GROWN, TOO. WOMEN'S AND MEN'S READY-TO-WEAR ARE COMPLEMENTED BY:

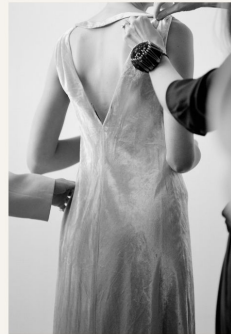
- . Shoes
- . Accessories
- . Home goods

Over 20 years later, our pieces continue to move through seasons, occasions, and phases of one's life with ease, and most importantly, help them feel their most comfortable and confident — the truest luxury.

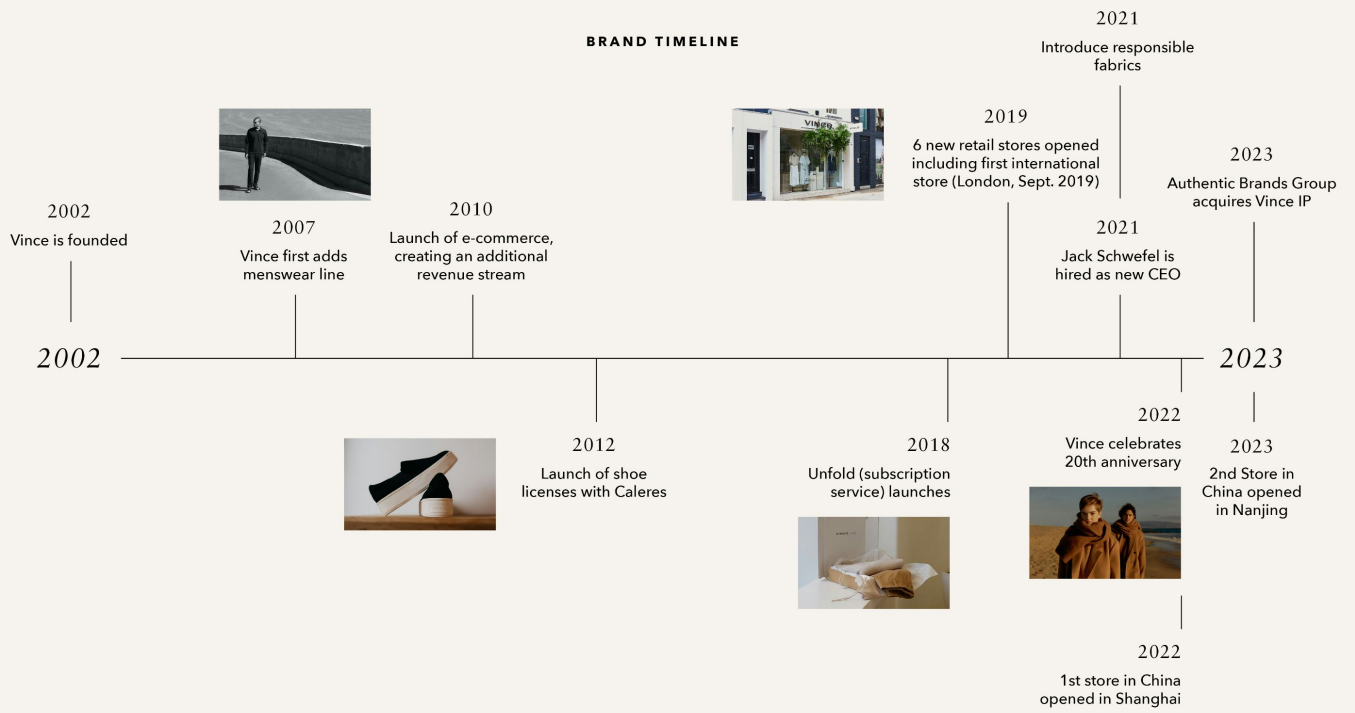


BRAND PRINCIPLES

- 01 EFFORTLESS
Evoke effortless and maintain authenticity. Design comfortable yet refined pieces; approach dressing with a sense of ease.
- 02 UNDERSTATED
Find strength in the quiet and understated; find beauty in subtlety. Unexpected details make each style feel distinct.
- 03 SEASONLESS
Establish a seasonless approach to dressing that fits into the customer's global lifestyle. True investment pieces, the designs are uncomplicated and can be styled interchangeably between collections.
- 04 CALIFORNIA WARMTH
Instill a relaxed West Coast vibe that recalls warmth, softness and optimism.
- 05 QUALITY
Focus on quality through luxurious fabrics and simple silhouettes. The craftsmanship and approachable luxury are what establish customer loyalty and trust.



BRAND TIMELINE





Product Categories



CURRENT PRODUCT CATEGORIES:

WOMEN'S APPAREL

Dresses
Sweaters
Shirts & Tops
T-Shirts
Pants & Shorts

Skirts
Jackets & Outerwear
Swim
Extended Sizing

MEN'S APPAREL

T-Shirts & Polos
Shirts
Sweaters

Sweatshirts & Hoodies
Pants & Shorts
Jackets & Outerwear

ACCESSORIES

Footwear
Scarves
Hats

Home
Baby





Key Brand Facts, Customer Research, Demographics,
Positioning & Social

Key Brand Attributes that our Customers resonate with



Our Customer

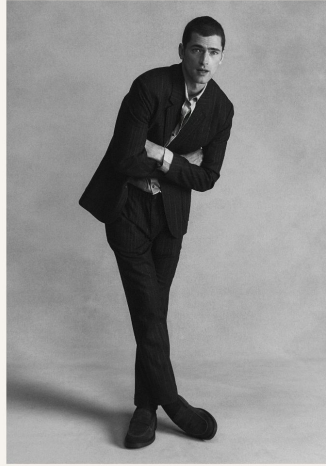


THE VINCE WOMAN

The Vince woman appreciates subtlety, optimism and warmth. She embraces unexpected feminine details. Sophistication and ease are of equal importance. Travel and a global lifestyle influence her style choices.

The Vince women's collections are clean, effortless and feminine. They feature a variety of proportions, fabrics and textures. They embody a relaxed vibe that is at the same time polished and simple.

- . Ages 30 – 50
- . 80% Female



THE VINCE MAN

The Vince man appreciates quality and simple, uncomplicated design. He looks for clothing that is versatile, comfortable and unpretentious.

The collections are informed by fashion but remain timeless. With a casual spirit, the refined designs represent California at its most classic and elevated form.

- . Ages 30 – 50
- . 20% Male

Vince is clearly positioned as a luxury brand with its customer base affluent and loyal

OUR CUSTOMER'S FAVORITE
SWEATER BRANDS:

- 01 **VINCE.**
- 02 **Theory**
- 03 **JCREW**
- 04 **EILEEN FISHER**
- 05 **rag & bone**
NEW YORK
- 06 **jenni kayne**
- 07 **RALPH LAUREN**

OUR CUSTOMER'S FAVORITE
LEATHER BRANDS:

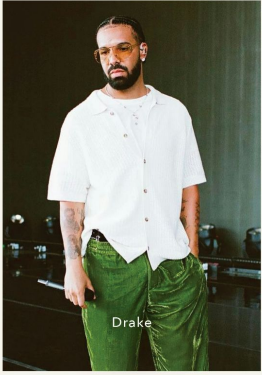
- 01 **VINCE.**
- 02 **GUCCI**
- 03 **LOUIS VUITTON**
- 04 **CHANEL**
- 05 **STUART WEITZMAN**
- 06 **CELINE**
- 07 **PRADA**
- 08 **COACH**
- 09 **TORY BURCH**
- 10 **COLE HAAN**
- 11 **rag & bone**
NEW YORK
- 12 **BOTTEGA VENETA**
- 13 **HERMES**
PARIS
- 14 **FERRAGAMO**

82% say Vince is their
favorite sweater brand

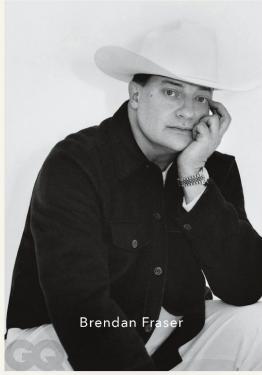
*2022 Vince market research

Our Collections Are Widely
Appreciated By Key Opinion
Formers Across The World





Drake



Brendan Fraser



Martha Stewart



Anne Hathaway



Keri Russell



Stacey Abrams



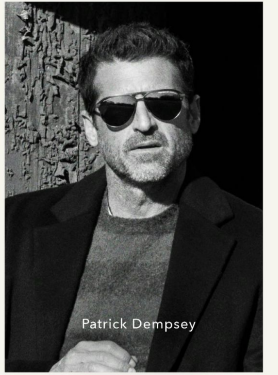
Jennifer Lawrence



Greta Gerwig

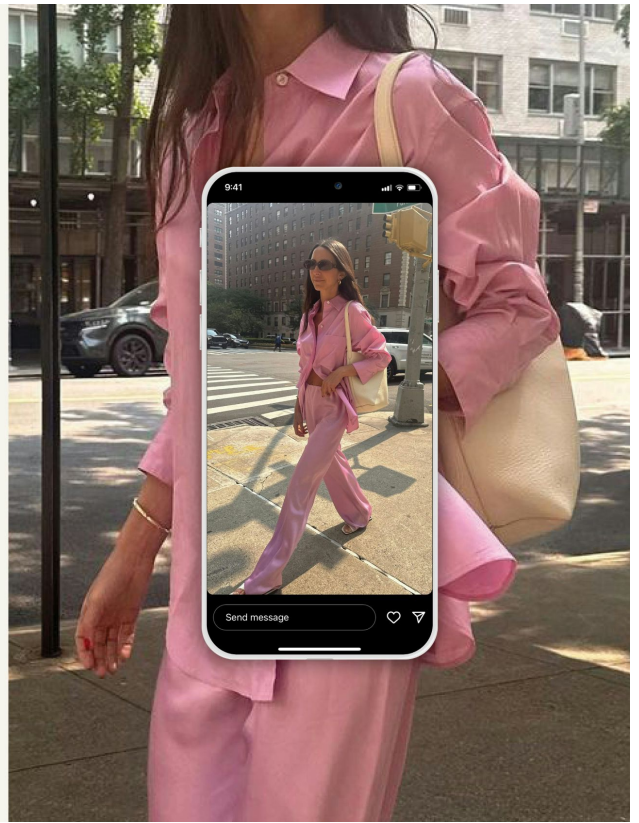


Angelina Jolie



Patrick Dempsey


Social Plays A Key Part In Our
Communication Strategy
With Over 1 Million Followers



Social Stats

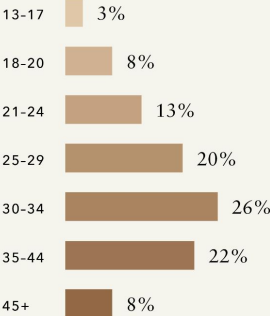
TOTAL SOCIAL FOLLOWING

1.1M+

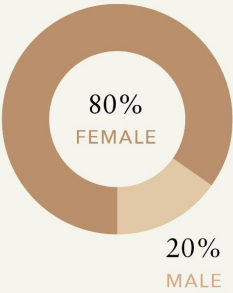
-  412K FOLLOWERS
-  248K FOLLOWERS
-  17.8K FOLLOWERS
-  569 FOLLOWERS
-  422K SUBSCRIBERS

AGE BREAKDOWN

TOP AUDIENCE:
Female 30-45



GENDER BREAKDOWN



FOLLOWING BY REGION

- TOP COUNTRY:
USA
- US/CAN:
51%
- EMEA:
4%
- APAC:
4%

Vince is frequently reviewed and appears in prestige publications throughout the world

WWD

VOGUE

VANITY FAIR

BAZAAR

GRAZIA

AD

Esquire

WSJ

ELLE

NEW YORK

BOF

Robb Report

InStyle

GLAMOUR

INSIDEHOOK

L'OFFICIEL

GQ

W

Precious.jp

WHO WHAT WEAR

THE  TIMES
THE SUNDAY TIMES

TOWN&COUNTRY

MENS JOURNAL

marie claire

moderne
FIGARO•jp

FASHIONUNITED

Real Daily



Wholesale

Our collections can be found across the world through our premier global partnerships.



PREMIER WHOLESALE PARTNERS

NORDSTROM

Neiman Marcus

BERGDORF
GOODMAN

MITCHELLS

Lane Crawford

SELFRIDGES & CO

PRINTEMPS

RINASCENTE

NETAN

DAVID JONES

Harrods

El Corte Inglés

shopbop

HYUNDAI
DEPARTMENT STORE

HARVEY NICHOLS

MYTHERESA

bloomingdales

*Galerias
Lafayette*

Saks Fifth Avenue

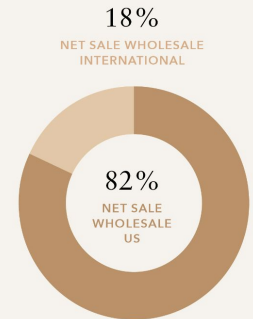
Wholesale



A view of our activation inside Nordstrom's New York flagship store.

- Includes sales to major department stores and specialty stores globally
- Strong relationships with high-quality partners such as Nordstrom and Nieman Marcus, which includes their high traffic online sites
- Third party ecommerce represents another important distribution avenue for the brand
- Focused on continued market share gains within U.S. and international wholesale doors
- Selectively adding premier partnerships that are complementary to the Vince DNA

GLOBAL WHOLESale BREAKOUT
(\$ in millions)



VINCE.

Vince Stores

VINCE

8538



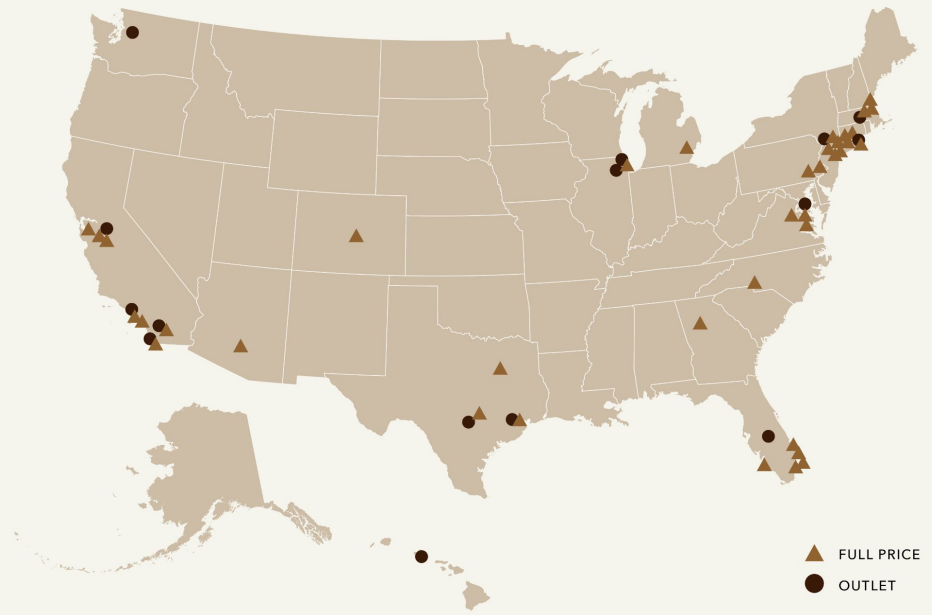
SALES AND DISTRIBUTION

Our stores are located in major cities coast to coast, in distinguished neighborhoods and prominent shopping malls.

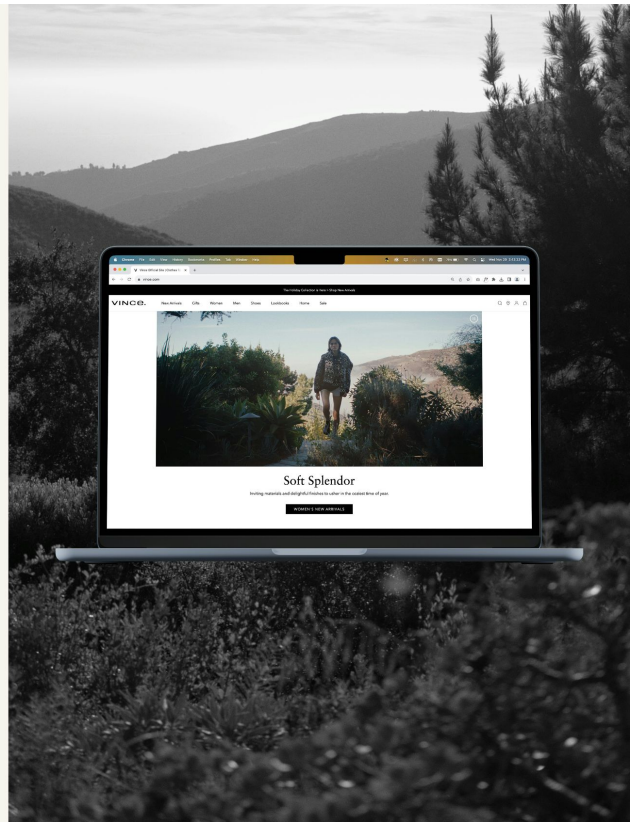
UNITED STATES:
47 Full Price
15 Outlet

UNITED KINGDOM:
1 Full Price

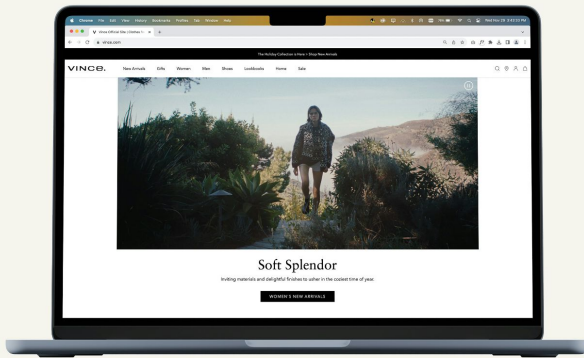
CHINA:
2 Full Price



E-commerce



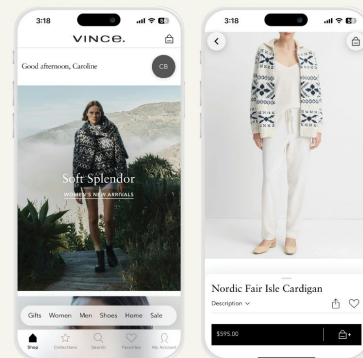
WEBSITE



Ecommerce replatform launched September 2022.
Upgrading digital experience to meet the expectations
of modern consumers.

Significant improvements made to site speed,
mobile experience, and user journey.

MOBILE APP



Mobile application for iOS and Android creates
a rich and engaging shopping experience

A close-up photograph of a brown wool coat, showing the texture of the fabric and two light-colored buttons. The coat is draped, creating soft folds and shadows. The text is centered over the middle of the image.

Strategic Partnership with Authentic Brands Group
& Transformation Program

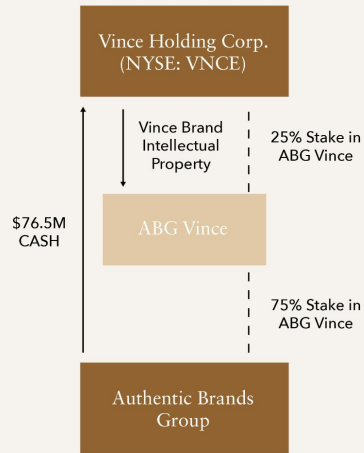
**STRATEGIC PARTNERSHIP WITH
AUTHENTIC BRANDS GROUP**

On May 25, 2023 Vince Holding Corp. and Authentic Brands Group entered into a licensing arrangement whereby VNCE contributes its intellectual property to a newly formed “ABG Vince” entity for a total consideration of \$76.5 million in cash from Authentic and a 25% membership interest in ABG Vince.

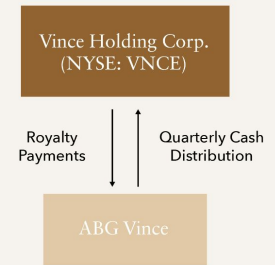
In connection with the Transaction, VNCE entered into an exclusive, long-term license agreement to use the contributed intellectual property for VNCE’s existing business in a manner consistent with the Company’s current wholesale, retail and e-commerce operations. The License Agreement contains an initial ten-year term and eight ten-year renewal options allowing VNCE to renew the agreement.

The transaction strengthened VNCE’s balance sheet allowing for greater flexibility to accelerate strategic growth initiatives.

Illustrative Transaction Structure



Illustrative Go-Forward Structure





TRANSFORMATION PROGRAM

- **Expected to Generate \$30M+ in Cost Savings** Over Next 3 Years to Offset ABG Royalty Expenses
- The transformation program is focused on improving the company's gross margin profile and driving cost efficiencies through, among other things:
 - Streamlining manufacturing and production operations
 - Reducing promotional activity and optimizing breadth and depth of markdowns
 - Enhancing efficiencies within store operations, corporate overhead and third-party spend.



Strategic Growth Initiatives





VINCE HOLDING CORP. (NYSE: VNCE)

- Drive Brand engagement fueled by e-commerce strategy and the Customer Journey across channels
- Expand international presence
- Grow Men's business to larger percentage of total sales mix
- Enhance and selectively expand retail doors in U.S. market

ABG VINCE

- Leverage Authentic Brand Group's expertise and platform to expand Vince brand into adjacent product categories and territories



BRAND & DTC FORWARD INITIATIVES

During 2022/23 Vince invested in significant digital capabilities:

- New eCommerce platform
- New Consumer Data platform

We now have greater insights into who our customer is and how they like to shop with us.

This has allowed us to be more targeted with our Marketing spend and more effective.

LOOKING AHEAD

We will implement a Loyalty program which will build on the existing Customer data we already receive but enable us to:

- Increase Long Term Value of our Customer
- Extend the lifecycle of our average customer
- Encourage a wider selection of Vince products

On eCommerce Marketing we will expand the use of:

- Lookalike audiences for targeted marketing
- Initiatives to drive increased conversion
- Target more multiple purchasing across the collection

In addition we plan to compliment our international aspirations with both Brand and Tactical Digital initiatives.



A view of our Shanghai store.

**INTERNATIONAL EXPANSION STRATEGY:
CHINA**

- Opened first store in Shanghai in September 2022
- Opened Nanjing store in December 2023; Plans to open Beijing store in 2024
- Successful and growing wholesale business through Lane Crawford
- Strong demand for fashion luxury and affinity for the Vince brand
- Company currently operates a Hong Kong distribution center through a 3PL



A view of our London store in Chelsea/South Kensington.

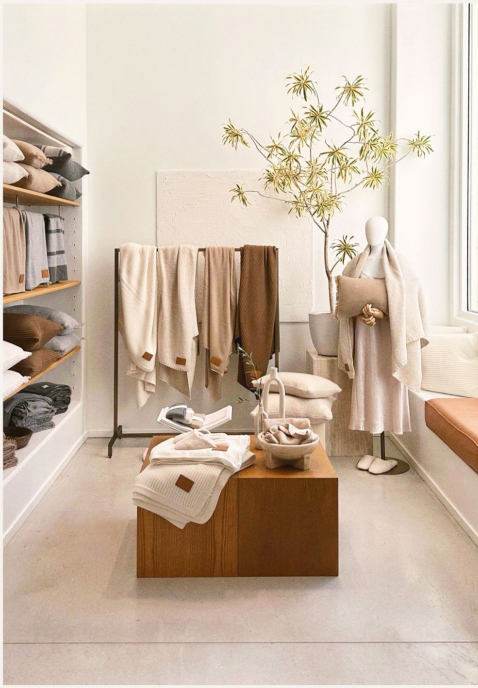
**INTERNATIONAL EXPANSION STRATEGY:
EUROPE**

- Full time Paris showroom and office serving international accounts
- Opened first company-operated store outside the U.S. in Chelsea/South Kensington area of London in September 2019
- Social media/Influencer program launched in London and Paris to further build brand awareness
- Continue to gain market share at wholesale partners with shops launched at Galeries Lafayette, Printemps, Harrods, Harvey Nichols, Selfridges, Unger, Alsterhaus, El Corte Ingles
- Company currently operates a European distribution center through a 3PL



MEN'S GROWTH STRATEGY

- Plan to increase men's business to 30% of total revenue within 3 years; FY2022 penetration was 20%
 - Test Men's only retail stores
 - Opened men's store in Roosevelt Field Mall in April 2023
 - Enhanced design team with new Vice President of Men's Design, Kris Haig previously with Marks & Spencer, Alexander McQueen, Ralph Lauren, Abercrombie, Gap and LVMH
-



DTC STORE STRATEGIES

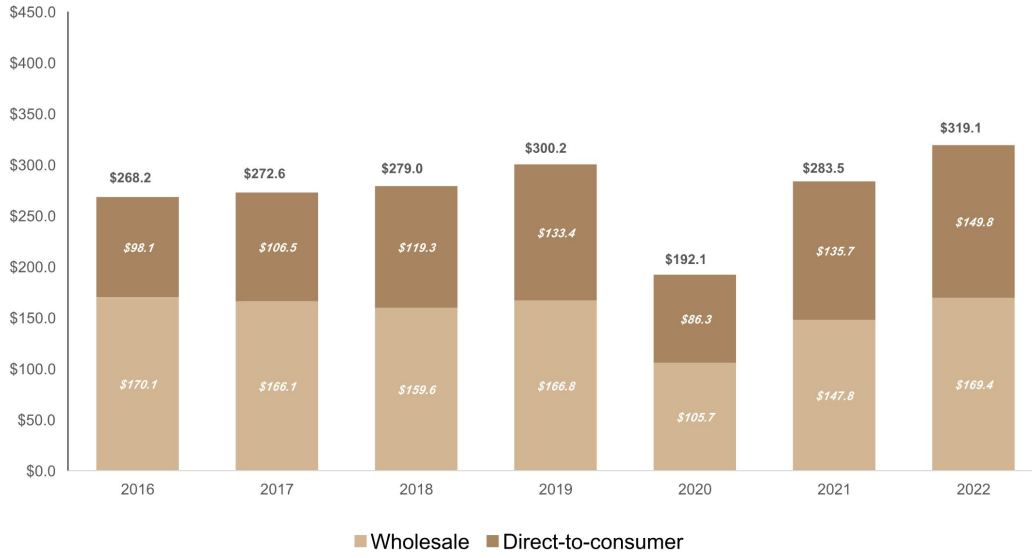
- Ongoing assessment of lease renewals to optimize rent expense, and where appropriate, secure key locations
- Focus expansion onto the top 25 Retail Trade Areas
- Selectively optimize retail doors in U.S. focused on locations luxury tenant adjacencies and areas near department stores to capture expanded business
 - Target a 2-year payback period with minimal capital investment and favorable lease terms
- Negotiate favorable tenant allowance for landlords to cover costs of relocations
- Leverage ABG's Retail Portfolio for rent negotiation



Financial Overview

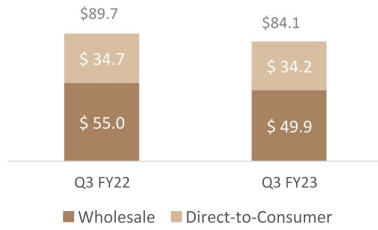
Annual Vince Brand Net Sales

NET SALES BY SEGMENT
(\$ in millions)



Q3 Fiscal 2023 Vince Brand Results

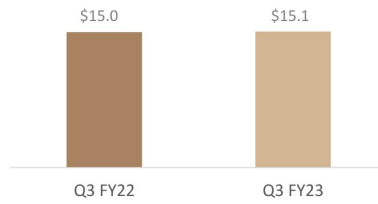
Q3 NET SALES (\$ in millions)



Q3 Vince Total Net Sales Declined 6.2% vs. LY
Driven By:

- Strategic Decision to Pullback Off-price Wholesale Business Given Improved Inventory Position
- Ongoing challenging macro environment

Q3 OPERATIONS INCOME (\$ in millions)



Q3 Vince Income from Operations Approx. Flat vs. LY Despite Lower Sales and Approx. \$4M Royalty Expenses Not Incurred in Prior Year

Q3 Vince Income from Operations Margin Expanded 120 Bps vs. LY

Driven by:

- Lower Freight Expenses
 - Lower Promotional Activity
 - Partially Offset by Royalty Expenses
-



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