

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

FORM 1-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934  
and Regulation S-K of the Securities Exchange Act of 1934

Vince Holding Corp.  
a corporation

Richard  
J. ...  
100 ...  
New York, New York 10017

001-2022  
Registration No. 333-155-288  
Vince Holding Corp.  
100 ...  
New York, New York 10017

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Check the appropriate box below if the Form 1-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instruction A.2 below):  
☐ 12-13: Small business issuer as defined in Regulation S-K (17 CFR 229.101-101.1)  
☐ 12-14: Issuer of a common stock that is not listed on a national securities exchange (17 CFR 229.101-101.2)  
☐ 12-15: Issuer of a common stock that is listed on a national securities exchange (17 CFR 229.101-101.3)  
☐ 12-16: Issuer of a common stock that is listed on a national securities exchange and is a foreign issuer (17 CFR 229.101-101.4)

**Item 1.01 Results of Operations and Financial Condition**

On March 30, 2016, Yahoo! Inc. ("Yahoo") issued a press release reporting financial results of the third and fourth quarters ended January 30, 2016. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

The information contained herein is not intended to constitute an offer, or the solicitation of an offer, in any jurisdiction. The information contained herein is not intended to constitute an offer, or the solicitation of an offer, in any jurisdiction. The information contained herein is not intended to constitute an offer, or the solicitation of an offer, in any jurisdiction.

**Item 1.01 Financial Statements and Exhibits**

EXHIBIT  
99.1 Press Release of the Company dated March 30, 2016

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NOTES

Present to the members of the Executive Committee of the Board of Directors of the Corporation on the 15th day of August, 1950.

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Wm. W. W. W.  
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Wm. W. W. W.

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## NON-CONSOLIDATED BALANCE SHEET

## Vince Holding Corp. Reports Fourth Quarter and Fiscal Year 2018 Results

NEW YORK, Nov. 29, 2018 – Vince Holding Corp. (NYSE: VINCE), a leading contemporary fashion brand (“Vince” or the “Company”), today reported consolidated results for the fourth quarter and fiscal year 2018 ended January 30, 2019.

## For the fourth quarter ended January 30, 2019:

- Net sales decreased 11.7% to \$48.3 million from \$54.7 million in the fourth quarter of fiscal 2018. Wholesale segment sales decreased 10.2% to \$48.1 million and direct-to-consumer segment sales increased 30.1% to \$10.7 million over the fourth quarter of fiscal 2018. Components that make up net sales include:
  - Wholesale segment sales of \$48.1 million, a 10.2% decrease from \$53.2 million in the fourth quarter of fiscal 2018, as inventory write-downs taken in the second quarter. Excluding this benefit, gross profit was \$18.8 million, or 47.9% of net sales. The current quarter ended \$1.6 million higher than the fourth quarter of fiscal 2018.
  - Retailing segment sales of \$10.7 million, a 30.1% increase from \$8.2 million in the fourth quarter of fiscal 2018. Excluding this benefit, gross profit was \$3.8 million, or 47.9% of net sales. The increase in retailing sales is mainly due to an increase in organic retailing sales, which were up 30.1% from \$7.5 million in the fourth quarter of fiscal 2018 to \$10.7 million in the fourth quarter of fiscal 2019. Excluding this benefit, the retailing segment reported a gross profit margin of 47.9% compared to 47.9% in the fourth quarter of fiscal 2018.
- Operating income was \$1.6 million, or 3.3% of net sales, in the fourth quarter of fiscal 2019. Operating income for the fourth quarter of fiscal 2018 was \$1.2 million.
- Net income was \$1.3 million, or 2.7% of net sales, in the fourth quarter of fiscal 2019. Net income for the fourth quarter of fiscal 2018 was \$1.2 million.
- During the fourth quarter of 2019, the Company reported a revenue boost, ending the quarter with 80 company-operated stores.

## For the fiscal year ended January 30, 2019:

- Net sales decreased 11.7% to \$183.3 million from \$208.6 million during fiscal year 2018. The wholesale segment decreased 10.2% to \$183.1 million and the direct-to-consumer segment increased 30.1% to \$48.3 million over fiscal year 2018. Components that make up net sales include:
  - Wholesale segment sales of \$183.1 million, a 10.2% decrease from \$203.2 million over the fiscal year 2018, as inventory write-downs taken in the second quarter. Excluding this benefit, gross profit was \$78.8 million, or 47.9% of net sales. Components that make up net sales include:
    - Wholesale segment sales of \$183.1 million, a 10.2% decrease from \$203.2 million over the fiscal year 2018, as inventory write-downs taken in the second quarter. Excluding this benefit, gross profit was \$78.8 million, or 47.9% of net sales. The current quarter ended \$1.6 million higher than the fourth quarter of fiscal 2018.
    - Retailing segment sales of \$10.7 million, a 30.1% increase from \$8.2 million in the fourth quarter of fiscal 2018. Excluding this benefit, gross profit was \$3.8 million, or 47.9% of net sales. The increase in retailing sales is mainly due to an increase in organic retailing sales, which were up 30.1% from \$7.5 million in the fourth quarter of fiscal 2018 to \$10.7 million in the fourth quarter of fiscal 2019. Excluding this benefit, the retailing segment reported a gross profit margin of 47.9% compared to 47.9% in the fourth quarter of fiscal 2018.
  - Operating income was \$1.6 million, or 3.3% of net sales, in the fourth quarter of fiscal 2019. Operating income for the fourth quarter of fiscal 2018 was \$1.2 million.
  - Net income was \$1.3 million, or 2.7% of net sales, in the fourth quarter of fiscal 2019. Net income for the fourth quarter of fiscal 2018 was \$1.2 million.
  - During the fiscal year of 2019, the Company reported a revenue boost, ending the quarter with 80 company-operated stores.

payments to net income of \$13.1 million, or 8% per diluted share, in fiscal 2014, including the impact of Nonrecurring Offsetting items. Adjusted net income was \$12.4 million, or 8.0% per diluted share based on 17.7 million weighted average share equivalents, in fiscal 2013, compared to adjusted net income of \$11.4 million, or 7% per diluted share, in fiscal 2012.

Recurring Offsetting Charges/Recurring Offsets represented 70% of the total net income for the business, as such, recurring expenses (excluding amortization) are the primary driver of earnings. The first quarter was particularly strong as we realized significant gains on the sale of our intellectual property. The total operating expense for the first quarter of fiscal 2014 was \$18.3 million, or 10.6% per diluted share, compared to \$17.5 million, or 10.1% per diluted share, in the first quarter of fiscal 2013. The increase in operating expense was primarily due to the impact of amortization expense on the sale of our intellectual property. The total operating expense for the first quarter of fiscal 2014 was \$18.3 million, or 10.6% per diluted share, compared to \$17.5 million, or 10.1% per diluted share, in the first quarter of fiscal 2013. The increase in operating expense was primarily due to the impact of amortization expense on the sale of our intellectual property. The total operating expense for the first quarter of fiscal 2014 was \$18.3 million, or 10.6% per diluted share, compared to \$17.5 million, or 10.1% per diluted share, in the first quarter of fiscal 2013. The increase in operating expense was primarily due to the impact of amortization expense on the sale of our intellectual property.

#### Outlook

Adjusted net income for the first quarter of fiscal 2014 was \$12.4 million compared to \$11.4 million in the first quarter of fiscal 2013. The year-over increase in adjusted net income was primarily driven by the impact of amortization expense on the sale of our intellectual property. The total operating expense for the first quarter of fiscal 2014 was \$18.3 million, or 10.6% per diluted share, compared to \$17.5 million, or 10.1% per diluted share, in the first quarter of fiscal 2013. The increase in operating expense was primarily due to the impact of amortization expense on the sale of our intellectual property.

For fiscal 2014, the Company continues to expect:

- Total net sales between \$20 million and \$25 million, including revenues from our new retail stores and comparable value growth initiatives of approximately \$5 million in the first half and single digit range. The Company expects sales to increase in the mid to high single digit range for the first half of the year and to increase in the low to mid single digit range in the second half of the year as compared to the same prior year periods.
- Total net income between \$12 million and \$15 million.
- Total operating expense between 10% and 11%.
- Total cash flow between \$10 million and \$12 million.
- Total capital expenditures between \$10 million and \$12 million.

**Our LCAF Forward Statement**

In addition to reporting financial results as accordance with GAAP, the Company has provided, with respect to financial results relating to the fourth quarter and full year work product of fiscal 2015, additional information that management believes is important to understanding the Company's performance. This information is provided for informational purposes only and should not be construed as an offer of securities or a recommendation to buy or sell securities. The information is provided for informational purposes only and should not be construed as an offer of securities or a recommendation to buy or sell securities. The information is provided for informational purposes only and should not be construed as an offer of securities or a recommendation to buy or sell securities.

**2015 Fourth Quarter Financial Performance**

A conference call to discuss the fourth quarter results will be held today, March 29, 2016, at 4:00 pm, U.S. Eastern Time by Video Conferencing (Call) and Webcast (Web). The conference call will be moderated by the Chief Financial Officer, Brandon Hillman, and the Chief Executive Officer, David Hickey. During the conference call, the Company will discuss the fourth quarter and full year financial results, the Company's outlook for 2016, and other matters discussed during the earnings call. Any financial information that has not been previously disclosed will be disclosed on a timely basis.

**ADVERTISING**

Our advertising expenditures for the quarter ended March 31, 2016, totaled approximately \$1.1 million, or 1.1% of net sales. Our advertising expenditures for the quarter ended March 31, 2015, totaled approximately \$1.0 million, or 1.1% of net sales. Our advertising expenditures for the quarter ended March 31, 2014, totaled approximately \$1.0 million, or 1.1% of net sales. Our advertising expenditures for the quarter ended March 31, 2013, totaled approximately \$1.0 million, or 1.1% of net sales. Our advertising expenditures for the quarter ended March 31, 2012, totaled approximately \$1.0 million, or 1.1% of net sales. Our advertising expenditures for the quarter ended March 31, 2011, totaled approximately \$1.0 million, or 1.1% of net sales. Our advertising expenditures for the quarter ended March 31, 2010, totaled approximately \$1.0 million, or 1.1% of net sales.

This document and any information contained in it is intended solely for informational purposes and does not constitute an offer of securities or a recommendation to buy or sell securities. The information is provided for informational purposes only and should not be construed as an offer of securities or a recommendation to buy or sell securities. The information is provided for informational purposes only and should not be construed as an offer of securities or a recommendation to buy or sell securities.





	2019/2020		2018/2019	
	Revenue	Profit	Revenue	Profit
Revenue	100,000	10,000	100,000	10,000
Cost of sales	(70,000)	(7,000)	(70,000)	(7,000)
Gross profit	30,000	3,000	30,000	3,000
Operating expenses	(15,000)	(1,500)	(15,000)	(1,500)
Operating profit	15,000	1,500	15,000	1,500
Finance income	1,000	100	1,000	100
Finance expense	(500)	(50)	(500)	(50)
Profit before tax	15,500	1,550	15,500	1,550
Income tax expense	(3,100)	(310)	(3,100)	(310)
Profit after tax	12,400	1,240	12,400	1,240
Dividends paid	(2,480)	(248)	(2,480)	(248)
Retained profit	9,920	992	9,920	992

	2019		2018	
	9	9	9	9
<b>ASSETS</b>				
Current assets				
Cash and cash equivalents	\$	4,238	\$	122
Accounts receivable		7,493		36,767
Prepaid expenses		3,478		1,471
Inventory		34,574		37,491
Other current assets		2,222		2,462
Total current assets		47,505		78,313
Non-current assets				
Property, plant and equipment, net		37,744		36,334
Intangible assets, net		1,912		1,912
Goodwill		3,361		3,361
Other non-current assets		2,122		2,122
Total non-current assets		45,139		43,729
<b>Total assets</b>		<b>92,644</b>		<b>122,042</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>				
Current liabilities				
Accounts payable	\$	11,711	\$	11,711
Accrued salaries and employee benefits		7,191		7,191
Accounts receivable		22,222		22,222
Other current liabilities		11,222		11,222
Total current liabilities		52,346		52,346
Non-current liabilities				
Long-term debt		17,411		17,411
Other non-current liabilities		1,111		1,111
Total non-current liabilities		18,522		18,522
<b>Total liabilities</b>		<b>70,868</b>		<b>70,868</b>
Stockholders' equity				
Preferred stock		1,111		1,111
Common stock		1,111		1,111
Retained earnings		20,654		48,952
Total stockholders' equity		21,876		51,174
<b>Total liabilities and stockholders' equity</b>		<b>92,744</b>		<b>122,042</b>

These tables are not audited.  
 Management has prepared the EBITDA data in "adjusted net income".  
 Financial results in thousands except percentages, share and per share data.

Table 20

	For the three months ended January 31, 2022			
	2022	2021	2020	2019
Net sales	8,752	8,752	8,752	8,752
Cost of sales	(6,200)	(6,200)	(6,200)	(6,200)
Gross profit	2,552	2,552	2,552	2,552
Operating expenses	(1,800)	(1,800)	(1,800)	(1,800)
Operating income	752	752	752	752
Other income	(100)	(100)	(100)	(100)
Income before taxes	652	652	652	652
Income tax expense	(150)	(150)	(150)	(150)
Net income	502	502	502	502
Other comprehensive income	(100)	(100)	(100)	(100)
Comprehensive income	402	402	402	402
Basic earnings per share	0.50	0.50	0.50	0.50
Diluted earnings per share	0.48	0.48	0.48	0.48
Weighted average shares outstanding	10,000	10,000	10,000	10,000
Other data	10,000	10,000	10,000	10,000

(1) The EBITDA data is prepared in accordance with the EBITDA definition used in the company's financial statements.  
 (2) The EBITDA data is prepared in accordance with the EBITDA definition used in the company's financial statements.  
 (3) The EBITDA data is prepared in accordance with the EBITDA definition used in the company's financial statements.  
 (4) The EBITDA data is prepared in accordance with the EBITDA definition used in the company's financial statements.



Three Months Ended September 30, 2014  
 Reported and Adjusted for 2014 Tax in "Adjusted net income"  
 Financial amounts in thousands except percentages, share and per share data

	For the three months ended September 30, 2014			
	2014		2013	
	Reported	Adjusted	Reported	Adjusted
Net sales	\$ 100,000	\$ 100,000	\$ 100,000	\$ 100,000
Cost of products sold	(60,000)	(60,000)	(60,000)	(60,000)
Gross profit	40,000	40,000	40,000	40,000
Operating expenses	(20,000)	(20,000)	(20,000)	(20,000)
Operating income	20,000	20,000	20,000	20,000
Other income (expense)	(5,000)	(5,000)	(5,000)	(5,000)
Income before taxes	15,000	15,000	15,000	15,000
Income tax expense	(3,000)	(3,000)	(3,000)	(3,000)
Net income	\$ 12,000	\$ 12,000	\$ 12,000	\$ 12,000
Weighted average shares outstanding	10,000,000	10,000,000	10,000,000	10,000,000
Basic earnings per share	\$ 1.20	\$ 1.20	\$ 1.20	\$ 1.20
Diluted earnings per share	\$ 1.15	\$ 1.15	\$ 1.15	\$ 1.15

Adjusted net income and adjusted earnings per share are based on the unaudited financial statements of the Company. Adjusted net income and adjusted earnings per share are based on the unaudited financial statements of the Company. Adjusted net income and adjusted earnings per share are based on the unaudited financial statements of the Company.