

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

144: Filer Information

Filer CIK0001674661

Filer CCCXXXXXXXX

Is this a LIVE or TEST Filing?

☒ LIVE☐ TEST

Submission Contact Information

Name

Phone

E-Mail Address

144: Issuer Information

Name of IssuerVictoria's Secret & Co.

SEC File Number001-40515

Address of Issuer4 LIMITED PARKWAY EAST
REYNOLDSBURG
OHIO
43068

Phone614-577-7000

Name of Person for Whose Account the Securities are To Be SoldWaters Martin P

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer

Former officer

144: Securities Information

Title of the Class of Securities To Be Sold	Name and Address of the Broker	Number of Shares or Other Units To Be Sold	Aggregate Market Value	Number of Shares or Other Units Outstanding	Approximate Date of Sale	Name the Securities Exchange
common	Merrill 8890 Lyra Dr 5th Flr Columbus OH 43240	100000	2251001.00	78299234	08/30/2024	nyse

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

144: Securities To Be Sold

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired	Is this a Gift?	Date Donor Acquired	Amount of Securities Acquired	Date of Payment	Nature of Payment *
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common	09/02/2016 RSU vest	Victoria's Secret & Co	☐	15	09/02/2016 na
Common	06/17/2016 RSU Vest	Victoria's Secret & Co	☐	17	06/17/2016 na
common	12/02/2016 RSU vest	Victoria's Secret & Co	☐	16	12/02/2016 na
common	03/03/2017 RSU vest	Victoria's Secret & Co	☐	22	03/03/2017 na
common	06/16/2017 RSU vest	Victoria's Secret & Co	☐	23	06/16/2017 na
common	12/08/2017 RSU vest	Victoria's Secret & Co	☐	20	12/08/2017 na
common	05/19/2021 RSU vest	Victoria's Secret & Co	☐	5570	05/19/2021 NA
Common	06/18/2021 RSU vest	Victoria's Secret & Co	☐	15	06/18/2021 na
common	06/23/2021 RSU vest	Victoria's Secret & Co	☐	13	06/23/2021 na
Common	07/08/2021 RSU Vest	Victoria's Secret & Co	☐	5796	07/08/2021 na
common	03/07/2022 RSU vest	Victoria's Secret & Co	☐	782	03/07/2022 na
common	03/21/2022 RSU vest	Victoria's Secret & Co	☐	4211	03/21/2022 na
Common	03/28/2022 RSU vest	Victoria's Secret & Co	☐	47467	03/28/2022 NA
Common	03/31/2022 RSU vest	Victoria's Secret & Co	☐	10036	03/31/2022 na
Common	04/25/2022 RSU vest	Victoria's Secret & Co	☐	6243	04/25/2022 na
Common	03/16/2023 RSU vest	Victoria's Secret & Co	☐	8619	03/16/2023 na
Common	03/21/2023 RSU vest	Victoria's Secret & Co	☐	4485	03/31/2023 na
Common	04/25/2023 RSU vest	Victoria's Secret & Co	☐	6650	04/25/2023 na

* If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

Nothing to Report ☒

144: Remarks and Signature

Remarks

Date of Notice08/30/2024

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading

instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

Martin Waters

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)