LIFEVANTAGE CORPORATION

COMPENSATION COMMITTEE CHARTER

Amended and Restated on November 5, 2026

CHARTER

This charter governs the operations of the Compensation Committee (the "Committee") of the Board of Directors (the "Board") of LifeVantage Corporation (the "Company"). The Committee shall review the adequacy of this charter at least annually and recommend any proposed changes to the Board for its approval, although the Board shall have sole authority to amend this charter. The Company shall make this charter available on its website at www.lifevantage.com.

PURPOSE OF THE COMMITTEE

The purpose of the Committee is to assist the Board with its oversight of the forms and amount of compensation for the Company's executive officers, to administer the Company's equity incentive plans and employee stock purchase plans for employees and other service providers, whether adopted prior to or after the date of adoption of this charter (the "Stock Plans"), and to oversee certain other matters related to the Company's compensation programs.

MEMBERSHIP OF COMMITTEE

The Committee shall be composed of at least three members of the Board, with the exact number to be determined by the Board, except as otherwise permitted under the applicable rules of the Nasdaq Stock Market LLC or the listing standards of such other national securities or inter-dealer quotation system on which the Company's common stock is then listed (as such may be amended from time to time, the "Applicable Listing Standards"). Such members will be appointed by and serve at the discretion of the Board. Each Committee member will serve on the Committee during his or her respective term as a Board member, subject to earlier removal by a majority vote of the Board.

Unless a chair is elected by the Board, the members of the Committee may designate a chair by majority vote of the Committee. The Committee may form and delegate any of its responsibility to subcommittees as it deems necessary or appropriate in its sole discretion. The chair shall set the agenda for meetings of the Committee and conduct the proceedings of meetings of the Committee.

As long as the Company's common stock remains listed on a national securities exchange, each member of the Committee shall (1) qualify as an "independent director" as defined under the Applicable Listing Standards, (2) qualify as "independent" (with respect to serving on a compensation committee) as defined under the Applicable Listing Standards and applicable rules and regulations of the Securities and Exchange Commission, except as may otherwise be permitted by or otherwise satisfy the requirements of such Applicable Listing Standards, (3) satisfy any additional more stringent requirements applicable to members of the Committee under the Applicable Listing Standards, and (4) qualify as a "Non-Employee Director" as defined in the rules promulgated under Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). These terms are more fully described in Exhibit A attached hereto.

MEETINGS AND PROCEDURES

Meetings of the Committee may be held at such time and such place as the Committee determines from time to time; provided that the Committee shall meet at least annually with an expectation that the Committee will meet more than once annually as the Committee deems appropriate or as circumstances require in the discharge of its responsibilities hereunder. The Committee shall keep regular minutes of its meetings.

The Committee may act by written consent (which includes electronic consent) in lieu of a meeting in accordance with the Company's bylaws, which shall constitute a valid action of the Committee if it has been executed by each member of the Committee and shows the date of execution. Any written consent shall be effective on the date of the last signature and shall be filed with the minutes of the meetings of the Board.

Consistent with this charter, the Committee shall report regularly to the Board with respect to the Committee's activities and recommendations. The report to the Board may take the form of an oral report by the chairperson or any other member of the Committee designated by the Committee to make such report.

RESPONSIBILITIES AND DUTIES

The principal responsibilities and duties of the Committee in serving the purposes outlined in "Purpose of the Committee" above are set forth below. These duties are set forth as a guide with the understanding that the Committee will carry them out in a manner that is appropriate given the Company's needs and circumstances. The Board or Committee may supplement them as appropriate and may establish policies and procedures from time to time that it deems necessary or advisable in fulfilling its responsibilities.

As a general matter, the Committee will exercise the powers of the Board and perform such duties and responsibilities as may be assigned to a "committee," this Committee or the Board under the terms of any incentive compensation, equity-based compensation, deferred compensation if any, or other plan or program in the Company's executive compensation and other benefit programs. For the avoidance of doubt, to the extent permitted by law or regulation, any action that may or is to be taken by the Committee may be taken directly by the Board in lieu of Committee action.

The Committee shall have the following authority and responsibilities:

(a) To review periodically the Company's compensation philosophy and strategy, including, but not limited to, through retaining Advisors (as defined herein) pursuant to the section entitled "Advisors" below.

(b) Review periodically the succession planning for the Chief Executive Officer and other executive officers, report the findings and recommendations to the Board, and work with the Board in evaluating potential successors to these positions.

(c) To review annually and recommend to the independent directors of the Board for approval the form and amount of the Chief Executive Officer's compensation, including salary, bonus, incentive and equity compensation. The Chief Executive Officer shall not be present during any meeting of the Committee or the Board, as applicable, during which the Committee or Board, as applicable, will vote upon or deliberate upon the compensation of the Chief Executive Officer.

(d) To establish annually corporate goals and objectives relevant to compensation for the Chief Executive Officer.

(e) To evaluate annually the Chief Executive Officer's performance against any corporate goals and objectives relevant to the Chief Executive Officer's compensation.

(f) In consultation with the Chief Executive Officer, to initially, and thereafter annually, review and determine and approve the form and amount of compensation, including salary, bonus, incentive and equity compensation ("Non-CEO Executive Compensation"), for all executive "officers," as defined in the rules promulgated under Section 16 of the Exchange Act, of the Company other than the Chief Executive Officer. In lieu of the Committee's approval, the Board may initially, and thereafter annually, review and determine and approve, or approve upon the recommendation to the Board by the Committee, the form and amount of Non-CEO Executive Compensation.

(g) To establish annually corporate goals and objectives relevant to compensation, in consultation with the Chief Executive Officer, for other executive officers other than the Chief Executive Officer.

(h) To evaluate annually, in consultation with the Chief Executive Officer, other executive officer performance against any corporate goals and objectives to such officers' compensation.

(i) To conduct a periodic review of compensation paid to Non-Employee Directors. To recommend to the Board, for approval by the Board, the form and amount of cash and equity-based and other compensation to be paid to Non-Employee Directors.

(j) To provide general oversight of management's decisions concerning the performance and compensation of other Company officers, employees, consultants and advisors. It is expected that the Committee may delegate its authority on these matters with regard to non-officer employees and consultants of the Company to officers and other appropriate Company supervisory personnel.

(k) If and to the extent that the Company is required to include a Compensation Discussion and Analysis ("CD&A") section in the Company's annual proxy statement, to: (i) review and discuss with management the CD&A and other required compensation disclosures, (ii) based on that review and discussion, recommend to the Board whether such CD&A be included in that proxy statement, and (iii) review and approve the disclosure required by Item 407(e)(5) of Regulation S-K.

(l) To oversee on an annual basis management's recommendations for the salary range of non-officer employees by pay grade, percent merit increases and bonus pools.

(m) To review the Company's Stock Plans and approve, or recommend to the Board for its approval, adoption of or changes in such plans, as needed; provided the adoption or amendment of a plan that results in reservation of additional shares of Company stock for issuance thereunder shall be approved by the Board. The Committee shall have and shall exercise all the authority of the Board with respect to the administration of such plans.

(n) Except with respect to the responsibilities set forth in paragraphs (e) and (f) above, the

Committee may delegate its authority granted under this charter to a subcommittee of the Committee (consisting either of a subset of members of the Committee or, after giving due consideration to whether the eligibility criteria described above with respect to Committee members and whether such other Board members satisfy such criteria, any members of the Board).

(o) To review and assess the adequacy of this charter annually and submit any recommended changes to the charter to the Board for approval.

(p) To oversee the Company's compliance with applicable laws, rules and regulations associated with compensation of its executive officers, other employees, and Non-Employee Directors.

(q) To oversee and, as needed from time to time, review and approve other Company compensation and benefits plans, including non-routine employment agreements, severance arrangements and change in control agreements and provisions when, and if, appropriate, as well as any special supplemental benefits.

(r) To report regularly to the Board with respect to significant actions and determinations made by the Committee. The Committee will also receive regular reports from any subcommittee or individual to whom it delegates any authority.

(s) To annually review and evaluate its own performance and report on its conclusions in this regard to the Board.

(t) To periodically review, as and when required by applicable laws, rules or regulations, the Company's risk management processes and policies related to its compensation programs including to determine whether any such program encourages undue or inappropriate risk-taking by Company personnel that is reasonably likely to have a material adverse effect on the Company.

(u) To oversee, as and when required by applicable laws, rules and regulations, the Company's submission to, and consider the results of, stockholder votes on matters relating to compensation, including stockholder proposals or advisory votes on executive compensation and the frequency of such votes, incentive, and other compensation plans, and amendments to such plans.

(v) Administer the Company Policy for the Recovery of Erroneously Awarded Compensation ("Clawback Policy"), including interpreting and construing the Clawback Policy and making all determinations, and taking all actions, necessary, appropriate or advisable for the administration of the Clawback Policy, and amending, modifying, supplementing, rescinding or replacing the Clawback Policy in accordance with its terms.

(w) To review and evaluate the performance of the Committee on an annual basis.

(x) To perform any other activities consistent with this charter, the Company's certificate of incorporation and bylaws, Applicable Listing Standards and any other applicable law, as the Committee or the Board deems appropriate.

ADVISORS

(a) Subject to paragraph (b) below, the Committee may, in its sole discretion, select, retain, obtain the advice of, engage, compensate and terminate such compensation consultants, outside counsel and other advisors (collectively, "Advisors") as it deems necessary or advisable to assist the Committee in carrying out its responsibilities and functions as set forth herein, subject to compliance, to the extent applicable, with (i) Section 10C(b) of the Exchange Act (or any successor statute thereto) and the applicable rules and regulations promulgated thereunder including without limitation Rule 10C-1 promulgated under the Exchange Act and (ii) Applicable Listing Standards. The Committee may invite such Advisors to attend meetings of the Committee or to meet with any members of the Committee. The Committee shall be directly responsible for the appointment, compensation and oversight of the work of any Advisors retained by the Committee. The Company must provide for appropriate funding, as determined by the Committee, for payment of reasonable compensation to any Advisor retained by the Committee and related expenses approved by the Committee. The Company will also provide for the payment of any administrative expenses of the Committee that are necessary or appropriate in carrying out its activities.

(b) To the extent required by Applicable Listing Standards, before selecting or receiving advice from an Advisor, the Committee shall conduct an independence assessment of such Advisor, taking into consideration all relevant factors to that person's independence from management, including the following:

i. The provision of other services to the Company by the person that employs the Advisor;

ii. The amount of fees received from the Company by the person that employs the Advisor, as a percentage of the total revenue of the person that employs the Advisor;

iii. The policies and procedures of the person that employs the Advisor that are designed to prevent conflicts of interest;

iv. Any business or personal relationship of the Advisor with a member of the Committee;

v. Any stock of the Company owned by the Advisor; and

vi. Any business or personal relationship of the Advisor or the person employing the Advisor with an executive officer of the Company.

The Committee is not required to conduct the independence assessment outlined above with respect to: (A) in-house legal counsel or (B) any Advisor whose role is limited to the following activities for which no disclosure would be required under Item 407(e)(3)(iii) of Regulation S-K: (1) consulting on any broad-based plan that does not discriminate in scope, terms, or operation, in favor of executive officers or directors of the Company, and that is available generally to all salaried employees; or (2) providing information that either is not customized for a particular company or that is customized based on parameters that are not developed by the Advisor, and about which the Advisor does not provide advice.

For the avoidance of doubt, nothing herein requires an Advisor to be independent, only that the Committee consider the independence factors set forth in paragraphs (b)(i) through (b)(vi) above before selecting or receiving advice from an Advisor. The Committee may select or receive advice from any Advisor it prefers including ones that are not independent, after considering the

independence factors set forth in paragraphs (b)(i) through (b)(vi) above.

(c) With regard to any compensation consultant identified in response to Item 407(e)(3)(iii) of Regulation S-K, the Committee shall assess whether the work of such compensation consultant has raised any conflict of interest, taking into consideration all relevant factors, including the factors listed in Rule 10C 1(b)(4)(i) through (vi) under the Exchange Act.

(d) To the extent required by paragraph (b) and paragraph (c) above, as applicable, the assessments described in paragraph (b) and paragraph (c) above shall be conducted at least annually.

(e) Nothing in this charter shall be construed: (A) to require the Committee to implement or act consistently with the advice or recommendations of an Advisor; or (B) to affect the ability or obligation of the Committee to exercise its own judgment in fulfillment of the duties of the Committee.

Exhibit A

1. Independent Director.
Nasdaq Rules

A director is "independent" under the Nasdaq rules if he or she is not an executive officer or employee of the Company or of any of its subsidiaries and he or she does not have any relationship which, in the opinion of the Board, would interfere with the exercise of independent judgment in carrying out the responsibilities of a director. In addition, in affirmatively determining the independence of any director who will serve on the Committee, the Board must consider all factors specifically relevant to determining whether a director has a relationship to the Company that is material to that director's ability to be independent from management in connection with the duties of a Committee member, including, but not limited to the source of compensation of such director, including any consulting, advisory or other compensatory fee paid by the Company to such director; and whether such director is affiliated with the Company, a subsidiary of the Company or an affiliate of a subsidiary of the Company.

Under the Nasdaq rules, if any of the following relationships exist with respect to a particular director, that director may **not** be considered independent:

- A director who is, or during the past three years was, employed by the Company.

- A director who accepted or who has a Family Member who accepted any compensation from the Company in excess of $120,000 during any period of twelve consecutive months within the three years preceding the determination of independence, other than (i) compensation for board or board committee service; (ii) compensation paid to a Family Member who is an employee (other than an executive officer) of the Company; or (iii) benefits under a tax-qualified retirement plan or non-discretionary compensation.

- A director who is a Family Member of an individual who is, or at any time during the past three years was, employed by the Company as an executive officer.

- A director is, or has a Family Member who is, a partner in, or a controlling shareholder or an executive officer of, any organization to which the Company made, or from which the Company received, payments for property or services in the current or any of the past three fiscal years that exceed 5% of the recipient's consolidated gross revenues for that year, or $200,000, whichever is more, other than (i) payments arising solely from investments in the Company's securities; or (ii) payments under non-discretionary charitable contribution matching programs.

- A director who is, or has a Family Member who is, employed as an executive officer of another entity where at any time during the past three years any of the executive officers of the Company serve on the compensation committee of such other entity.

- A director who is, or has a Family Member who is, a current partner of the Company's outside auditor, or was a partner or employee of the Company's outside auditor who worked on the Company's audit at any time during any of the past three years.

For purposes of Nasdaq rules, "Family Member" means a person's spouse, parents, children and

siblings, whether by blood, marriage or adoption, or anyone residing in such person's home.

2. Non-Employee Director.

Rule 16b-3(b)(3)(i) of the Exchange Act defines a "Non-Employee Director" as a director who:

(a) Is not currently an officer (as defined in Rule 16a-1(f)) of the Company or a parent or subsidiary of the Company, or otherwise currently employed by the Company or a parent or subsidiary of the Company;

(b) Does not receive compensation, either directly or indirectly, from the Company or a parent or subsidiary of the Company, for services rendered as a consultant or in any capacity other than a director, except for an amount that does not exceed the dollar amount for which disclosure would be required pursuant to Rule 404(a) of Regulation S-K, which is currently $120,000;[1] and

(c) Does not possess an interest in any "related party" transaction.

[1] In the case of a smaller reporting company, Rule 404(d) of Regulation S-K requires that such amount must not exceed the lesser of $120,000 or one percent of the average of the smaller reporting company's total assets at year-end for the last two completed fiscal years.