

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person <u>Fife Steven R</u>  (Last) (First) (Middle) 3300 NORTH TRIUMPH BLVD #700  (Street) LEHI UT 84043  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Lifvantage Corp [ LFN ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  President and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 01/01/2024	
4. If Amendment, Date of Original Filed (Month/Day/Year)		
Rule 10b5-1(c) Transaction Indication  <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/01/2024		M		17,001 <sup>(1)</sup>	A	\$0	648,160	D	
Common Stock	01/01/2024		M		3,233 <sup>(2)</sup>	A	\$0	651,393	D	
Common Stock	01/01/2024		F		16,550 <sup>(3)</sup>	D	\$6	634,843	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Amount or Number of Shares
Performance Stock Units	(4)	01/01/2024		M		17,001		(1)	(1)	Common Stock	17,001	\$0	34,003	D	
Performance Stock Units	(4)	01/01/2024		M		3,233		(2)	(2)	Common Stock	3,233	\$0	9,699	D	

**Explanation of Responses:**

- On August 18, 2022, the reporting person was granted Performance Restricted Stock Units ("PSUs") which vest only to the extent specified financial performance criteria are achieved and subject to the reporting person's continued service with the issuer, as provided in the Form 4 filed by the reporting person on August 22, 2022. The reporting person initially reported the number of shares that were eligible to be earned at target-level performance achievement. The performance criteria were achieved at a level above target. The actual number of shares that vested was 133.13% of the at-target number of shares subject to vesting on that date. The number of PSUs beneficially owned following the reported transaction has been updated to reflect the number of earned units as well as the number of earned units remaining following the cancellation of 68,006 earned units, as reported on the Form 4 filed on November 8, 2023.
- On November 10, 2022, the reporting person was granted PSUs which vest only to the extent specified financial performance criteria are achieved and subject to the reporting person's continued service with the issuer, as provided in the Form 4 filed by the reporting person on November 15, 2022. The reporting person initially reported the number of shares that were eligible to be earned at target-level performance achievement. The performance criteria were achieved at a level above target. The actual number of shares that vested was 133.13% of the at-target number of shares subject to vesting on that date. The number of PSUs beneficially owned following the reported transaction has been updated to reflect the number of earned units as well as the number of earned units remaining following the cancellation of 9,700 earned units, as reported on the Form 4 filed on November 8, 2023.
- These shares were withheld to satisfy tax withholding obligations in connection with the vesting of a stock unit award granted to the reporting person on August 12, 2021, a PSU award and stock unit award granted to the reporting person on August 22, 2022, and a PSU award and stock unit award granted to the reporting person on November 10, 2022.
- PSUs convert into common stock on a one-for-one basis.

**Remarks:**

Alissa Neufeld, Power of Attorney for Steven R. Fife 01/03/2024  
 \*\* Signature of Reporting Person Date

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.