SEC Form 4

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FORM 4

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

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

1. Name and Address of Reporting Person*				2. Issuer Name and Ticker or Trading Symbol <u>Lifevantage Corp</u> [LFVN]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Neufeld Alissa</u>					antage Corp	LLLV				ľ	Director	r	10% C	wner		
,	(Fire)	t) (N	(iddlo)		3. Date of Earliest Transaction (Month/Day/Year) 10/01/2023							Officer (below)	(give title	Other below)	(specify	
(Last) (First) (Middle)					10/01/	2023						General	Counsel			
3300 TRIUMPH BLVD, SUITE 700				4. If Am	endment, Date of	Original	Filed	(Month/Day/		6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)													ed by One	Reporting Pers	on	
LEHI	UT	8	4043								Form filed by More than One Reporting Person					
(City)	(Stat	Rule	Rule 10b5-1(c) Transaction Indication													
				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	e I - Non	-Deriv	ative S	ecurities Acq	uired,	Dis	oosed of,	or Ben	eficially	/ Owned				
1. Title of S	ecurity (Instr.			2. Transa Date		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)	action	4. Securities Disposed O	s Acquired	(A) or	5. Amoun Securities Beneficial Owned Fo	s Illy ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
1. Title of S	ecurity (Instr.			2. Transa Date	action	2A. Deemed Execution Date, if any	3. Transa Code (action	4. Securities Disposed O	s Acquired	(A) or	5. Amoun Securities Beneficial	s Ily ollowing on(s)	Form: Direct (D) or Indirect	Indirect Beneficial	
1. Title of S				2. Transa Date (Month/E	action	2A. Deemed Execution Date, if any	3. Transa Code (8)	action Instr.	4. Securities Disposed O 5)	s Acquired f (D) (Instr.	(A) or 3, 4 and	5. Amoun Securities Beneficial Owned Fo Reported Transactio	s Illy ollowing on(s) Ind 4)	Form: Direct (D) or Indirect	Indirect Beneficial Ownership	
	Stock			2. Transa Date (Month/E 10/01	action Day/Year)	2A. Deemed Execution Date, if any	3. Transa Code (8) Code	action Instr.	4. Securities Disposed O 5) Amount	s Acquired f (D) (Instr. (A) or (D)	(A) or 3, 4 and Price	5. Amoun Securities Beneficial Owned Fo Reported Transactie (Instr. 3 au 87,5	s Ily ollowing on(s) nd 4) 965	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership	
Common	Stock	3)	able II - I	2. Transa Date (Month/E 10/01 10/01 Deriva	action Day/Year) /2023 /2023 tive Sec	2A. Deemed Execution Date, if any	3. Transa Code (8) Code M F	v Dispo	4. Securitie: Disposed O 5) Amount 2,667 ⁽¹⁾ 1,621 ⁽²⁾ osed of, c	s Acquired f (D) (Instr. (A) or (D) A D or Benef	(A) or 3, 4 and Price \$0 \$6.45	5. Amoun Securities Beneficial Owned Fe Reported Transactii (Instr. 3 at 87,5 86,5	s Ily ollowing on(s) nd 4) 965	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership	

Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	if any (Month/Day/Year)	Code (Instr. Derivative 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			urities uired or oosed D) tr. 3, 4	(Month/Day/`	(ear)	Securities Underlying Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Restricted Stock Units	(3)	10/01/2023		М			2,667	(1)	(1)	Common Stock	2,667	\$0	18,671	D	

Explanation of Responses:

1. On August 18, 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 follows: (i) 1/3 of the earned award vested on the first anniversary of the grant date and (ii) an additional 1/12 of the earned award will vest on the first day of each calendar quarter thereafter. The reporting person is eligible to earn 133.13% of the target number of shares that were eligible to be earned at target-level performance achievement. The performance criteria were achieved at a level above target; accordingly, the reporting person is eligible to earn 133.13% of the target number of units. The actual number of shares that vested on the reported transaction date was 133.13% of the at-target number of shares subject to vesting on that date and the number of PSUs beneficially owned following the reported transaction has been updated to reflect the new target number of units.

2. These shares were withheld to satisfy tax withholding obligations in connection with the vesting of stock unit awards granted to the reporting person on August 12, 2021 and PSU awards and stock unit awards granted to the reporting person on August 18, 2022.

3. Performance Restricted Stock Units ("PSUs") convert into common stock on a one-for-one basis.

Remarks:

/s/ Alissa Neufeld

** Signature of Reporting Person

<u>10/03/2023</u> Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast 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.