

| OMB APPROVAL | |
|--|-----------|
| OMB Number: | 3235-0287 |
| Estimated average burden hours per response: | 0.5 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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* <u>Cunningham Kristen</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>Lifavantage Corp [LFN]</u> | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Chief Sales Officer | | |
| (Last) (First) (Middle) <u>3300 TRIUMPH BLVD, SUITE 700</u> | | | 3. Date of Earliest Transaction (Month/Day/Year) <u>04/01/2024</u> | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| (Street) <u>LEHI UT 84043</u> | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (City) (State) (Zip) | | | 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|--------|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 04/01/2024 | | M | | 3,001 ⁽¹⁾ | A | \$0 | 94,480 ⁽²⁾ | D | |
| Common Stock | 04/01/2024 | | F | | 1,829 ⁽³⁾ | D | \$6.39 | 92,651 | 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 | | | | | | Title |
| Performance Restricted Stock Units | (4) | 04/01/2024 | | M | | 3,001 | | (1) | (1) | Common Stock | 3,001 | \$0 | 15,003 | D | |

Explanation of Responses:

- 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 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; 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.
- Includes 538 total shares purchased under the Issuer's 2019 Employee Stock Purchase Plan on February 29, 2024.
- 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.
- Performance Restricted Stock Units ("PSUs") convert into common stock on a one-for-one basis.

Remarks:

Alissa Neufeld, Power of Attorney for Kristen Cunningham

04/03/2024

** 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.