SEC Form 4

(Street) SANDY

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5	STATE	MENT OF CHANGES IN BENEFICIAL C	OMB Number: 3235-028 Estimated average burden				
obligations may continue. See Instruction 1(b).		Filed pursuant to Section 16(a) of the Securities Exchange Act of or Section 30(h) of the Investment Company Act of 1940			hours per res	ponse:	0.5
1. Name and Address of Reporting Pers Rose Justin	son [*]	2. Issuer Name and Ticker or Trading Symbol Lifevantage Corp [LFVN]		ck all applicat Director	ble)	ting Person(s) to Issuer 10% Owner	
(Last) (First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	C Officer (g		Other (specify below)	y

9785 SOUTH MONROE STREET, SUITE 300		REET, SUITE 300			Chief Sales Officer			
(Street)	TIT	0.4070	 4. If Amendment, Date of Original Filed (Month/Day/Year) 	6. Indiv Line)	idual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person			
(City)	UT (State)	(Zip)	-		Form filed by One Reporting Ferson Person			

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) 8) 3. Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1130.4)

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. Transa Code (8)		of		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	Amount or Number of Shares				
Stock Option (Right to Buy)	\$4.44	02/02/2018		Α		39,500		(1)	02/01/2028	Common Stock	39,500	\$0	39,500	D	
Phantom Shares	(2)	02/02/2018		Α		19,750		(3)	(3)	Common Stock	19,750	\$ <mark>0</mark>	19,750	D	

Explanation of Responses:

1. This stock option will vest as follows: (i) 1/3 of the option vests on January 1, 2019 and (ii) an additional 1/12 of the option vests each quarter for each of the 24 months following January 1, 2019, subject to continued service with the company.

2. Each Phantom Share represents the right to be paid in cash an amount equal to any increase in value of a single share of LFVN common stock, measured from December 31, 2017 to December 31, 2018.

3. Phantom Shares will be settled following certification of achievement of the price-based condition, which will occur no later than March 15, 2019.

Remarks:

/s/ Justin Rose

** Signature of Reporting Person

02/06/2018

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.