SEC Form 4	
------------	--

П

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287

0.5

Estimated average burden

hours per response

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

## 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 Ac McMurray	ldress of Reporting <u>Kevin</u>	Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol Lifevantage Corp [ LFVN ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Cofficer (give title Other (specify						
(Last) 9785 S. MOI	(First) NROE STREET,	(Middle) SUITE 400	3. Date of Earliest Transaction (Month/Day/Year) 04/01/2020	X Onicer (give fue onicer (specify below) General Counsel						
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)						
SANDY	UT	84070		X Form filed by One Reporting Person						
(City)	(State)	(Zip)	—	Form filed by More than One Reporting 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)	3. Transa Code ( 8)		4. Securities Disposed Of 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)		
Common Stock	04/01/2020		М		981(1)	A	\$0 <sup>(2)</sup>	49,788 <sup>(3)</sup>	D	
Common Stock	04/01/2020		F		672 <sup>(4)</sup>	D	\$10.25	49,116	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. Transa Code ( 8)		of Expiration Date A Derivative (Month/Day/Year) S Securities L Acquired E		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				
Performance Stock Units	(2)	04/01/2020		М			981	(1)	(1)	Common Stock	981	\$0	4,918 <sup>(1)</sup>	D	

## Explanation of Responses:

1. On November 15, 2018 the reporting person was granted PSUs which vest only to the extent the specified financial performance criteria are achieved and subject to the reporting person's continued service with the issuer, as follows: (i) 5/12 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 162% of the target number of number of number of 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 162% of the target number of units.

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

3. Includes 2,071 shares purchased under the Employee Stock Purchase Plan on February 28, 2020.

4. These shares were withheld to satisfy tax withholding obligations in connection with the vesting of a PSU award and stock unit award granted to the reporting person on November 15, 2018.

/s/ Kevin McMurray

<u>04/03/2020</u> Date

\*\* Signature of Reporting Person

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

 $\star$  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.