

**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

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Aure Carl</u> _____ (Last) (First) (Middle) 3300 N. TRIUMPH BLVD SUITE 700 _____ (Street) LEHI UT 84043 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Lifvantage Corp [ LFVN ]</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 Financial Officer
	3. Date of Earliest Transaction (Month/Day/Year) 08/26/2024	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 <sup>(1)</sup>	08/26/2024		A		12,591	A	\$0	140,649	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 <sup>(2)</sup>	(3)	08/26/2024		A	V	18,886		(3)	(3)	Common Stock	18,886	\$0	18,886	D	

**Explanation of Responses:**

- This reflects a stock unit award, in which each stock unit represents a right to receive one share of issuer common stock, which award will vest, subject to the reporting person's continued service with the issuer, as follows: (i) 1/3 of the total number of units will vest on August 31, 2025 and (ii) the remaining units will vest in equal installments as of the first day of each of the eight calendar quarters thereafter.
- Each Performance Restricted Stock Unit ("PRSU") represents a right to receive one share of issuer common stock, with the total number of units reflecting the number that are eligible to be earned at target-level performance achievement. Upon achievement of the maximum level of the applicable performance criteria, the reporting person may become eligible to earn 200% of the target number of units.
- The PRSUs will 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) 50% of the earned award will vest on August 31, 2025 (ii) 30% of the earned award will vest on August 31, 2026 and (iii) 20% of the earned award will vest on August 31, 2027.

**Remarks:**

Alissa Neufeld, Power of Attorney for Carl Aure

08/28/2024

\*\* 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.