

Jensen Darren Jay  
 Form 4  
 January 10, 2019

**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 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Jensen Darren Jay

(Last) (First) (Middle)  
 9785 SOUTH MONROE STREET,  
 SUITE 400  
 (Street)

SANDY, UT 84070

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 Lifevantage Corp [LFVN]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 01/08/2019

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 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. 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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock <u>(1)</u>	01/08/2019		A	35,053	A \$ 0 235,088	D	
Common Stock <u>(2)</u>	01/08/2019		A	128,000	A \$ 0 363,088	D	
Common Stock <u>(3)</u>	01/08/2019		A	14,126	A \$ 0 377,214	D	

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

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number.

**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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Stock Units <sup>(4)</sup>	<u>(5)</u>	01/08/2019		A	V 35,053	<u>(5)</u>	<u>(5)</u>	Common Stock	35,053

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jensen Darren Jay 9785 SOUTH MONROE STREET, SUITE 400 SANDY, UT 84070	X		Chief Executive Officer	

## Signatures

/s/ Darren Jay  
Jensen

01/10/2019

         Date

         \*\*Signature of Reporting Person

## Explanation of Responses:

- \* 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).
- (1) 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) 1/2 of the total number of units will vest on the first anniversary of the grant date and (ii) an additional 1/12 of the total number of units will vest as of the first day of each calendar quarter thereafter.
- (2) 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 the first anniversary of the grant date and (ii) an additional 1/12 of the total number of units will vest as of the first day of each calendar quarter thereafter.
- (3) This reflects a stock unit award that the reporting person elected to receive in lieu of cash in satisfaction of a phantom award granted on February 2, 2018. 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, on the one-year anniversary of the grant date.
- (4)

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Each performance unit award 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 performance units 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) 1/2 of the earned award will vest on the first anniversary of the grant date and (ii) an additional 1/12 of the earned award will vest as of the first day of each calendar quarter thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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