

# FORM 4

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

OMB APPROVAL

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>HEYER ANDREW R</b>  <small>(Last) (First) (Middle)</small> <b>C/O THE LOVESAC COMPANY, TWO LANDMARK SQUARE, SUITE 300</b>  <small>(Street)</small> <b>STAMFORD, CT 06901</b>  <small>(City) (State) (Zip)</small>	2. Issuer Name and Ticker or Trading Symbol <b>Lovesac Co [LOVE]</b>  3. Date of Earliest Transaction (Month/Day/Year) <b>11/17/2021</b>  4. If Amendment, Date Original Filed(Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**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, \$0.00001 par value	11/17/2021		S		650	D	\$ 85.49 <a href="#">(3)</a>	307,360	I	See footnotes <a href="#">(1)</a> <a href="#">(4)</a>
Common stock, \$0.00001 par value	11/17/2021		S		584	D	\$ 85.49 <a href="#">(3)</a>	306,776	I	See footnotes <a href="#">(2)</a> <a href="#">(4)</a>
Common stock, \$0.00001 par value	11/18/2021		S		6,329	D	\$ 85.1 <a href="#">(3)</a>	300,447	I	See footnotes <a href="#">(1)</a> <a href="#">(4)</a>
Common stock, \$0.00001 par value	11/18/2021		S		5,684	D	\$ 85.1 <a href="#">(3)</a>	294,763	I	See footnotes <a href="#">(2)</a> <a href="#">(4)</a>
Common stock, \$0.00001 par value	11/19/2021		S		13,981	D	\$ 85.35 <a href="#">(3)</a>	280,782	I	See footnotes <a href="#">(1)</a> <a href="#">(4)</a>
Common stock, \$0.00001 par value	11/19/2021		S		12,558	D	\$ 85.35 <a href="#">(3)</a>	268,224	I	See footnotes <a href="#">(2)</a> <a href="#">(4)</a>
Common stock, \$0.00001 par value	11/19/2021		S		1,544	D	\$ 86.57 <a href="#">(3)</a>	266,680	I	See footnotes <a href="#">(1)</a> <a href="#">(4)</a>
Common stock, \$0.00001 par value	11/19/2021		S		1,387	D	\$ 86.57 <a href="#">(3)</a>	265,293	I	See footnotes <a href="#">(2)</a> <a href="#">(4)</a>
Common stock, \$0.00001 par value	11/19/2021		S		102	D	\$ 87.09 <a href="#">(3)</a>	265,191	I	See footnotes <a href="#">(1)</a> <a href="#">(4)</a>
Common stock, \$0.00001 par value	11/19/2021		S		91	D	\$ 87.09 <a href="#">(3)</a>	265,100	I	See footnotes <a href="#">(2)</a> <a href="#">(4)</a>
Common stock, \$0.00001 par value								161,725	D <a href="#">(5)</a>	
Common stock, \$0.00001 par value								38,287	I	See footnote <a href="#">(6)</a>

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

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**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)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HEYER ANDREW R C/O THE LOVESAC COMPANY TWO LANDMARK SQUARE, SUITE 300 STAMFORD, CT 06901	X			

## Signatures

/s/ Andrew R. Heyer	11/19/2021
<small>**Signature of Reporting Person</small>	<small>Date</small>

## 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) Represents shares sold by Mistral Equity Partners, LP ("MEP, LP"). The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 plan adopted by MEP, LP and Mistral Equity Partners QP, LP ("Mistral QP") on July 15, 2021.

(2) Represents shares sold by Mistral QP. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 plan adopted by MEP, LP and Mistral QP on July 15, 2021.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from (a) with respect to the weighted average price of \$85.49: \$85.25 to \$85.57, (b) with respect to the weighted average price of \$85.10: \$85.00 to \$85.31, (c) with respect to the weighted average price of \$85.35: \$85.10

(3) to \$85.90, (d) with respect to the weighted average price of \$86.57: \$86.11 to \$86.99, and (e) with respect to the weighted average price of \$87.09: \$87.01 to \$87.18. The reporting persons undertake to provide to The Lovesac Company, any security holder of The Lovesac Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (3).

By reason of the provisions of Rule 16a-1 of the Exchange Act, Mr. Heyer may be deemed to have beneficial ownership of certain of the securities that are beneficially owned by MEP, LP, Mistral QP and MEP Co-Invest, LLC, (together, the "Mistral Funds"). Each of the Mistral Funds is controlled by Mr. Heyer. Mr. Heyer disclaims beneficial ownership of the securities owned by the Mistral Funds, except to the extent of Mr. Heyer's pecuniary interest therein.

(5) These shares are owned directly by Andrew R. Heyer.

(6) These shares are held by Heyer Investment Management, LLC and Andrew R. Heyer 2007 Associates, L.P., each of which Mr. Heyer controls.

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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