

FORM 4

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

OMB APPROVAL	
OMB Number:	3235-0287
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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Fox Mary		2. Issuer Name and Ticker or Trading Symbol Lovesac Co [LOVE]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and COO	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/25/2022		
C/O THE LOVESAC COMPANY, TWO LANDMARK SQUARE, SUITE 300					
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)		
STAMFORD, CT 06901					
(City)			(State)		
(Zip)					

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	02/25/2022		M		1,168 (1)	A	\$ 0	5,294	D	
Common Stock, \$0.00001 par value	02/25/2022		F		621 (2)	D	\$ 0	4,673	D	

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)		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)		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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(3)	02/25/2022		M		3,245	(4)	(4)	Common Stock	3,245.00	\$ 0	0	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fox Mary C/O THE LOVESAC COMPANY TWO LANDMARK SQUARE, SUITE 300 STAMFORD, CT 06901			President and COO	

Signatures

/s/ Megan C. Preneta, Attorney-in-Fact	03/01/2022
<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).

- The reported shares were acquired upon the vesting of time-vesting restricted stock units ("RSUs") granted to the Reporting Person on February 25, 2020 in connection with her appointment to the Issuer's Board of Directors. In connection with the Reporting Person's resignation from the Board and appointment to the role of President and COO of the Issuer on
- (1) November 15, 2021, the Board of Directors of the Issuer determined the Reporting Person would retain a pro-rated number of the reported RSUs and the remainder of the RSUs would be forfeited for no consideration.
 - (2) The reported shares were withheld to satisfy the Reporting Person's tax liability in connection with the settlement of the second tranche of RSUs granted on February 25, 2020 that vested on February 25, 2022. No shares were sold.
 - (3) Each restricted stock unit ("RSU") represents the contingent right to receive, upon vesting of the RSU, one share of the Issuer's common stock.
- The Reporting Person received a grant of 3,245 RSUs, of which 50% vested on February 25, 2021 and 50% were subject to vest on February 25, 2022. In connection with the Reporting
- (4) Person's resignation from the Board and appointment to the role of President and COO of the Issuer on November 15, 2021, the Board of Directors of the Issuer determined the Reporting Person would retain a pro-rated number of the reported RSUs and the remainder of the RSUs would be forfeited for no consideration.

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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