

# 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 * HEYER ANDREW R  (Last) (First) (Middle) TWO LANDMARK SQUARE, SUITE 300  (Street) STAMFORD, CT 06901  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Lovesac Co [LOVE]  3. Date of Earliest Transaction (Month/Day/Year) 10/16/2020  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 checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)  6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>		

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	10/16/2020		S		43,559	D	\$ 34.6037 <a href="#">(4)</a>	2,283,159	I <a href="#">(8)</a>	See footnotes <a href="#">(1)</a> <a href="#">(5)</a>
Common stock, \$0.00001 par value	10/16/2020		S		2,904	D	\$ 34.6037 <a href="#">(4)</a>	2,280,255	I	See footnotes <a href="#">(2)</a> <a href="#">(5)</a>
Common stock, \$0.00001 par value	10/16/2020		S		11,616	D	\$ 34.6037 <a href="#">(4)</a>	2,268,639	I	See footnotes <a href="#">(3)</a> <a href="#">(5)</a>
Common stock, \$0.00001 par value	10/16/2020		S		58,164	D	\$ 35.8734 <a href="#">(4)</a>	2,210,475	I <a href="#">(8)</a>	See footnotes <a href="#">(1)</a> <a href="#">(5)</a>
Common stock, \$0.00001 par value	10/16/2020		S		3,878	D	\$ 35.8734 <a href="#">(4)</a>	2,206,597	I	See footnotes <a href="#">(2)</a> <a href="#">(5)</a>
Common stock, \$0.00001 par value	10/16/2020		S		15,510	D	\$ 35.8734 <a href="#">(4)</a>	2,191,087	I	See footnotes <a href="#">(3)</a> <a href="#">(5)</a>
Common stock, \$0.00001 par value	10/16/2020		S		10,324	D	\$ 36.8363 <a href="#">(4)</a>	2,180,763	I <a href="#">(8)</a>	See footnotes <a href="#">(1)</a> <a href="#">(5)</a>
Common stock, \$0.00001 par value	10/16/2020		S		688	D	\$ 36.8363 <a href="#">(4)</a>	2,180,075	I	See footnotes <a href="#">(2)</a> <a href="#">(5)</a>
Common stock, \$0.00001 par value	10/16/2020		S		2,753	D	\$ 36.8363 <a href="#">(4)</a>	2,177,322	I	See footnotes <a href="#">(3)</a> <a href="#">(5)</a>
Common stock, \$0.00001 par value	10/19/2020		S		18,113	D	\$ 34.8325 <a href="#">(4)</a>	2,159,209	I <a href="#">(8)</a>	See footnotes <a href="#">(1)</a> <a href="#">(5)</a>
Common stock, \$0.00001 par value	10/19/2020		S		1,208	D	\$ 34.8325 <a href="#">(4)</a>	2,158,001	I	See footnotes <a href="#">(2)</a> <a href="#">(5)</a>
Common stock, \$0.00001 par value	10/19/2020		S		4,830	D	\$ 34.8325 <a href="#">(4)</a>	2,153,171	I	See footnotes <a href="#">(3)</a> <a href="#">(5)</a>
Common stock, \$0.00001 par value								128,687	D <a href="#">(6)</a>	
Common stock, \$0.00001 par value								33,515	I	See footnote <a href="#">(7)</a>
Common stock, \$0.00001 par value								1,555,395	D <a href="#">(8)</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 TWO LANDMARK SQUARE, SUITE 300 STAMFORD, CT 06901	X	X		
Mistral Equity Partners, LP 650 FIFTH AVENUE, 10TH FLOOR NEW YORK,, NY 10019		X		

## Signatures

/s/ Andrew S. Heyer		10/20/2020
--Signature of Reporting Person		Date
/s/ Andrew S. Heyer, Chief Executive Officer of Mistral Equity GP, LLC, the general partner of Mistral Equity Partners, LP.		10/20/2020
--Signature of Reporting Person		Date

## 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"), a 10% owner of the issuer.

(2) Represents shares sold by MEP Co-Invest, LLC ("MEP Co-Invest").

(3) Represents shares sold by Mistral Equity Partners QP, LP ("Mistral QP" and together with MEP, LP and MEP Co-Invest, the "Mistral Funds").

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 \$34.6037: \$34.50 to \$35.46; (b) with respect to the weighted average price of \$35.8734: \$35.50 to \$36.49; (c) with respect to the weighted average price \$36.8363:

(4) \$36.51 to \$37.50; and (d) with respect to the weighted average price \$34.8325: \$34.50 to \$35.29. 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 (4).

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 the Mistral Funds, Mistral Sac Holdings 3, LLP ("MSH3") and Mistral Sac Holdings 4, LLP ("MSH4"). Each of the Mistral Funds is controlled by Mr. Heyer. Mr. Heyer disclaims beneficial ownership of the securities owned by MSH3, MSH4 and the Mistral Funds, except to the extent of Mr. Heyer's pecuniary interest therein.

(6) These shares are owned directly by Andrew S. Heyer.

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

(8) These shares are owned directly by MEP, LP.

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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