## FORM 4

(Print or Type Responses)

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

OMB APPROVAL
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hours per response... 0.5

5. Relationship of Reporting Person(s) to Issuer

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

1. Name and Address of Reporting Person\*

#### 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

2. Issuer Name and Ticker or Trading Symbol

HEYER ANDREW R			Lovesac Co [LOVE]						(Check all applicable) _X_ Director 10% Owner				
TWO LANDMARK SQUARE, SUITE 300			3. Date of Earliest Transaction (Month/Day/Year) 12/23/2020						Office	r (give title belo	ow)	Other (specify	below)
(Street)			4. If Amendment,	Filed(Month	/Day/Yea	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person							
STAMFORD, CT 0	(State)	(Zip)	_							•			
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transacti Code (Instr. 8)		ion 4. Securities A (A) or Dispose (Instr. 3, 4 and		equired	5. Amount of Securities Beneficially Owned Follow Reported Transaction(s) (Instr. 3 and 4)		es Following	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership
			(1.1511.11.151.15)	Code	v	Amount	(A) or (D)	Price		· ,		` /	(Instr. 4)
Common stock, \$0.0 value	00001 par	12/23/2020		S		8,593	D	\$ 45.08 (3)	1,694,5	78		I	See footnotes (1) (4)
Common stock, \$0.00001 par value 12/23/2020			S		2,284	D	\$ 45.08 (3)	1,692,294			I	See footnotes (2) (4)	
Common stock, \$0.0 value	00001 par	12/24/2020		S		5,300	D	\$ 45.17 (3)	1,686,99	94		I	See footnotes (1) (4)
Common stock, \$0.0 value	00001 par	12/24/2020		S		1,325	D	\$ 45.17 (3)	1,685,60	69		I	See footnotes (2) (4)
Common stock, \$0.0 value	00001 par	12/28/2020		S		237	D	\$ 44.13 (3)	1,685,43	32		I	See footnotes (1) (4)
Common stock, \$0.00001 par value		12/28/2020		S		63	D	\$ 44.13 (3)	1,685,369			I	See footnotes (2) (4)
Common stock, \$0.00001 par value									130,850			D (5)	
Common stock, \$0.0 value	00001 par								33,515			I	See footnote (6)
Reminder: Report on a se	eparate line fo	or each class of secu	rities beneficially o		Per con	sons whatained in	o resp	form are	e not requ	ction of inf ired to res OMB cont	spond unl	ess	C 1474 (9-02)
			Derivative Securit (e.g., puts, calls, wa										
Derivative Conversion	3. Transactio Date (Month/Day/	n 3A. Deemed Execution Day any	4. Transaction Code Year) (Instr. 8)	5.	6. Date Exercisable and Expiration Date (Month/Day/Year)  ative tites red sed 3,		7. T Am Und Sec	ritle and ount of derlying urities tr. 3 and	8. Price of Derivative Security (Instr. 5)		Owner Form of Deriva Securit Direct or Indi	Beneficial Ownership (Instr. 4)	

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares					
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#### **Reporting Owners**

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

#### **Signatures**

/s/ Andrew R. Heyer	12/28/2020
**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").
- (2) Represents shares sold by Mistral Equity Partners QP, LP ("Mistral QP" and together with MEP, LP, 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 \$45.08: \$45.08: \$45.05 to \$45.26; (b) with respect to the weighted average price of \$45.17: \$45.06 to \$45.33; and (c) with respect to the weighted average price of \$44.13: \$44.01 to \$44.23. The reporting person undertakes to provide to The Lovesac Company, any security holder of The Lovesac Company, or the staff of the Securities and
  - <sup>57</sup> \$44.01 to \$44.23. The reporting person undertakes 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 (4) 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.
- (5) These shares are owned directly by Mr. 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.