

# 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

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

(Print or Type Responses)

1. Name and Address of Reporting Person* Nelson Shawn David			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) Chief Executive Officer		
(Last) (First) (Middle) C/O THE LOVESAC COMPANY, TWO LANDMARK SQUARE, SUITE 300			3. Date of Earliest Transaction (Month/Day/Year) 06/05/2021					
(Street) STAMFORD, CT 06901			4. If Amendment, Date Original Filed(Month/Day/Year)			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		
(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	06/05/2021		F		1,209 (1)	D	\$ 83.16	136,832	D	
Common Stock, \$0.00001 par value	06/05/2021		F		3,237 (2)	D	\$ 83.16	133,595	D	
Common Stock, \$0.00001 par value	06/05/2021		A		2,668 (3)	A	\$ 0	136,263	D	
Common Stock, \$0.00001 par value	06/05/2021		F		1,209 (4)	D	\$ 83.16	135,054	D	
Common Stock, \$0.00001 par value	06/05/2021		A		7,144 (5)	A	\$ 0	142,198	D	
Common Stock, \$0.00001 par value	06/05/2021		F		3,237 (6)	D	\$ 83.16	138,961	D	
Common Stock, \$0.00001 par value								94,145	I	The LDPV Holding Trust (7)

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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(8)	06/05/2021		M		2,668		(3)	(3)	Common Stock	2,668	\$ 0	2,669	D	
Restricted Stock Units	(8)	06/05/2021		M		7,144		(5)	(5)	Common Stock	7,144	\$ 0	14,290	D	
Restricted Stock Units	(8)	06/07/2021		A		4,372		(9)	(9)	Common Stock	4,372	\$ 0	4,372	D	
Restricted Stock Units (Performance-based Vesting)	(8)	06/07/2021		A		4,373		(9)	(9)	Common Stock	4,373	\$ 0	8,745	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nelson Shawn David C/O THE LOVESAC COMPANY TWO LANDMARK SQUARE, SUITE 300 STAMFORD, CT 06901	X		Chief Executive Officer	

## Signatures

/s/ Megan C. Preneta, Attorney-in-Fact		06/08/2021
<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) The reported shares were withheld to satisfy the Reporting Person's tax liability in connection with the settlement of the second tranche of performance based restricted stock units ("RSUs") granted on June 5, 2019 that vested on April 19, 2021. No shares were sold.
  - (2) The reported shares were shares withheld to satisfy the Reporting Person's tax liability in connection with the settlement of the first tranche of performance based RSUs granted on June 5, 2020 that vested on April 19, 2021. No shares were sold.
  - (3) The reported shares were acquired upon the vesting of the second tranche of time-based RSUs granted on June 5, 2019.
  - (4) The reported shares were withheld to satisfy the Reporting Person's tax liability in connection with the vesting of the second tranche of time-based RSUs granted on June 5, 2019. No shares were sold.
  - (5) The reported shares were acquired upon the vesting of the first tranche of time-based RSUs granted on June 5, 2020.
  - (6) The reported shares were withheld to satisfy the Reporting Person's tax liability in connection with the vesting of the first tranche of time-based RSUs granted on June 5, 2020. No shares were sold.
  - (7) The reported shares are held by The LDPV Holding Trust, dated October 1, 2018, of which the Reporting Person's spouse is trustee and the Reporting Person has sole authority over the disposition of the shares of the Issuer held by the trust.
  - (8) Each RSU represents the contingent right to receive one share of the Issuer's Common Stock.
  - (9) On June 7, 2021, the Reporting Person received a grant of 8,745 RSUs, of which (a) 50% vest in three equal installments on the first, second and third anniversaries of the grant date, and (b) 50% vest in three tranches with each tranche eligible to vest based on the Issuer's achievements of certain financial performance targets for the applicable performance period.

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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