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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Grafer John Richard</u> _____ (Last) (First) (Middle) <u>C/O THE LOVESAC COMPANY</u> <u>TWO LANDMARK SQUARE, SUITE 300</u> _____ (Street) <u>STAMFORD CT 06901</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Lovesac Co [ LOVE ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <u>Affiliate of reporting person</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/01/2024</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)				Price
Common Stock, \$0.00001 par value	06/01/2024		M		4,996 <sup>(1)</sup>	A	(1)	625,890	I	See Footnote <sup>(2)(3)</sup>

**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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(4)	06/01/2024		M			4,996	(1)	(1)	Common Stock	4,996	\$0.00	0	I	See Footnote <sup>(5)</sup>

1. Name and Address of Reporting Person * <u>Grafer John Richard</u> _____ (Last) (First) (Middle) <u>C/O THE LOVESAC COMPANY</u> <u>TWO LANDMARK SQUARE, SUITE 300</u> _____ (Street) <u>STAMFORD CT 06901</u> _____ (City) (State) (Zip)
1. Name and Address of Reporting Person * <u>Satori Capital, LLC</u> _____ (Last) (First) (Middle) <u>2501 N. HARWOOD ST., 20TH FLOOR</u> _____ (Street) <u>DALLAS TX 75201</u> _____ (City) (State) (Zip)

1. Name and Address of Reporting Person \*

[SCGPM, LLC](#)

(Last) (First) (Middle)

2501 N. HARWOOD ST., 20TH FLOOR

(Street)

DALLAS TX 75201

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Satori Capital Strategic Opportunities GP, LLC](#)

(Last) (First) (Middle)

2501 N. HARWOOD ST., 20TH FLOOR

(Street)

DALLAS TX 75201

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Satori Capital III GP, LLC](#)

(Last) (First) (Middle)

2501 N. HARWOOD ST., 20TH FLOOR

(Street)

DALLAS TX 75201

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Satori Capital Strategic Opportunities, LP](#)

(Last) (First) (Middle)

2501 N. HARWOOD STREET 20TH FLOOR

(Street)

DALLAS TX 75201

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Satori Capital III, LP](#)

(Last) (First) (Middle)

2501 N. HARWOOD STREET  
20TH FLOOR

(Street)

DALLAS TX 75201

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Satori Co-Investment Partners, LP](#)

(Last) (First) (Middle)

2501 N. HARWOOD STREET 20TH FLOOR

(Street)

DALLAS TX 75201

(City) (State) (Zip)

1. Name and Address of Reporting Person *		
<u>VANDERBECK SUNNY</u>		
(Last)	(First)	(Middle)
2501 N. HARWOOD ST., 20TH FLOOR		
(Street)		
DALLAS	TX	75201
(City)	(State)	(Zip)
1. Name and Address of Reporting Person *		
<u>Eisenman Randy</u>		
(Last)	(First)	(Middle)
2501 N. HARWOOD ST., 20TH FLOOR		
(Street)		
DALLAS	TX	75201
(City)	(State)	(Zip)

**Explanation of Responses:**

- The reported shares were acquired upon the vesting of restricted stock units ("RSUs") granted on June 1, 2023.
- Satori Capital Strategic Opportunities GP, LLC ("Satori CSOGP") is the general partner of Satori Capital Strategic Opportunities, LP ("Satori CSO"), Satori Capital III GP, LLC ("SCHIIGP") is the general partner of Satori Capital III, LP ("SCHI") and Satori Co-Investment Partners GP, LLC ("COIPGP") is the general partner of Satori Co-Investment Partners LP ("Satori COIP"). SCGPM, LLC ("SCGPM") is the manager of Satori CSOGP, SCHIIGP and COIPGP and may be deemed to share voting and dispositive power with respect to the shares held by Satori CSO, SCHI and Satori COIP. SCGPM is wholly owned and controlled by Satori Capital, LLC ("Satori Capital"), which is indirectly owned and controlled by Sunny Vanderbeck and Randy Eisenman through entities that Sunny Vanderbeck or Randy Eisenman own or control.
- By reason of the provisions of Rule 16a-1 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), Mr. Grafer may be deemed to have beneficial ownership of certain of the securities that are beneficially owned by Satori CSO, SCHI and Satori COIP. Mr. Grafer disclaims beneficial ownership of the securities owned by Satori CSO, SCHI and Satori COIP, and the filing of this Form 4 shall not be deemed an admission that Mr. Grafer is the beneficial owner of the securities for purposes of Section 16 of the Exchange Act or for any other purpose.
- Each RSU represents the contingent right to receive, upon vesting of the RSU, one share of the Issuer's common stock.
- The RSUs were granted to Mr. Grafer, a partner at Satori Capital, LLC ("Satori Capital"), in connection with his service as a member of the board of directors of the Issuer. Pursuant to the policies of Satori Capital, Mr. Grafer holds these RSUs as a nominee on behalf, and for the sole benefit, of Satori Capital. Mr. Grafer disclaims beneficial ownership of the RSUs, and the filing of this Form 4 shall not be deemed an admission that Mr. Grafer is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose. Satori Capital is indirectly owned and controlled by Sunny Vanderbeck and Randy Eisenman through entities that Sunny Vanderbeck or Randy Eisenman own or control.

<u>John Richard Grafer</u>	<u>06/04/2024</u>
<u>SCGPM, LLC By: Sunny Vanderbeck Title: President</u>	<u>06/04/2024</u>
<u>Satori Capital Strategic Opportunities GP, LLC By: SCGPM, LLC, its Manager, By: Sunny Vanderbeck Title: President</u>	<u>06/04/2024</u>
<u>Satori Capital III GP, LLC By: SCGPM, LLC, its Manager, By: Sunny Vanderbeck Title: President</u>	<u>06/04/2024</u>
<u>Satori Capital Strategic Capital Strategic Opportunities GP, LLC, its General Partner, By: SCGPM, LLC, its Manager, By: Sunny Vanderbeck Title: President</u>	<u>06/04/2024</u>
<u>Satori Capital III, LP By: Satori Capital III GP, LLC, its General Partner, By: SCGPM, LLC, its Manager, By: Sunny Vanderbeck Title: President</u>	<u>06/04/2024</u>
<u>Satori Co-Investment Partners LP By: Satori Co-Investment Partners GP, LLC, its General Partner, By: SCGPM, LLC, its Manager, By: Sunny Vanderbeck Title: President</u>	<u>06/04/2024</u>
<u>Sunny Vanderbeck</u>	<u>06/04/2024</u>
<u>Randy Eisenman</u>	<u>06/04/2024</u>
** Signature of Reporting Person	Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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