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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>Fox Mary</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) Director _____ 10% Owner Officer (give title below) _____ Other (specify below) _____ <b>President and COO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/11/2024</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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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					
Restricted Stock Units	\$0 <sup>(1)</sup>	06/11/2024		A		28,847		(2)	(2)	Common Stock	\$0	28,847	D	
Restricted Stock Units (Performance-based Vesting)	(1)	06/11/2024		A		28,847		(3)	(3)	Common Stock	\$0	28,847	D	
Restricted Stock Units (Performance-based Vesting)	(1)	06/11/2024		A		59,616		(4)	(4)	Common Stock	\$0	59,616	D	
Restricted Stock Units (Performance-based Vesting)	(1)	06/11/2024		A		37,981		(4)	(4)	Common Stock	\$0	37,981	D	

**Explanation of Responses:**

- Each restricted stock unit ("RSU") represents the contingent right to receive, upon vesting and settlement of the RSU, one share of the Issuer's common stock.
- The Reporting Person received a grant of RSUs which vest in three equal installments on the first, second and third anniversaries of the grant date.
- The Reporting Person received a grant of RSUs which vest in three tranches on the first, second and third anniversaries of the grant date based on Issuer's achievements of certain financial performance targets for the applicable performance period.
- The Reporting Person received a grant of RSUs which vest in a single tranche based on the Issuer's achievements of certain stretch financial performance targets for the performance period.

**Remarks:**

/s/ Megan C. Preneta, as Attorney-in-Fact for Mary Fox 06/13/2024

\*\* 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.