

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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>Nelson Shawn David</u> (Last) (First) (Middle) <u>C/O THE LOVESAC COMPANY</u> <u>421 ATLANTIC STREET, SUITE 200</u> (Street) <u>STAMFORD</u> <u>CT</u> <u>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) <u>Chief Executive Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/11/2025</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			
Common Stock, \$0.00001 par value	06/11/2025		A		9,615 ⁽¹⁾	A	\$0	175,795	D	
Common Stock, \$0.00001 par value	06/11/2025		F		4,356 ⁽²⁾	D	\$20.5	171,439	D	
Common Stock, \$0.00001 par value	06/11/2025		A		4,884 ⁽³⁾	A	\$0	176,323	D	
Common Stock, \$0.00001 par value	06/11/2025		F		2,213 ⁽⁴⁾	D	\$20.5	174,110	D	
Common Stock, \$0.00001 par value								52,094	I	The LPDV Holding Trust ⁽⁵⁾

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	Amount or Number of Shares				
Restricted Stock Units	(6)	06/11/2025		M			9,615	(1)	(1)	Common Stock	9,615	\$0	19,232	D	
Restricted Stock Units (Performance-based Vesting)	(6)	06/11/2025		M			4,884	(3)	(3)	Common Stock	4,884	\$0	23,962	D	
Restricted Stock Units (Performance-based Vesting)	(6)	06/11/2025		D			4,731	(7)	(7)	Common Stock	4,731	\$0	19,231	D	

Explanation of Responses:

1. Reflects the vesting of the first tranche of time-based RSU granted to the Reporting Person on June 11, 2024.
2. 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 11, 2024. No shares were sold.
3. Reflects the vesting of a portion of the first tranche of performance-based RSUs granted to the Reporting Person on June 11, 2024.
4. The reported shares were withheld to satisfy the Reporting Person's tax liability in connection with the vesting of a portion of the first tranche of performance-based RSUs granted on June 11, 2024. No shares were sold.
5. 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.
6. Each restricted stock unit ("RSU") represents the contingent right to receive, upon vesting of the RSU, one share of the Issuer's common stock.
7. Reflects the unearned portion of the first tranche of performance-based RSUs granted to the Reporting Person on June 11, 2024 which were forfeited.

Remarks:

/s/ Megan C. Preneta, as Attorney-in-Fact for Shawn Nelson 06/12/2025

** 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.

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