

Lu C. Mike  
 Form 4  
 February 08, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Lu C. Mike

2. Issuer Name and Ticker or Trading Symbol  
 Lifevantage Corp [LFVN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 11545 W. BERNARDO COURT, SUITE 301

3. Date of Earliest Transaction (Month/Day/Year)  
 02/04/2010

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)  
 SAN DIEGO, CA 92127

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

**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 control number.**

SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8) Code V	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title
				(A)	(D)			
8% Convertible Debenture	\$ 0.2	02/04/2010	J <sup>(1)</sup>	\$ 499,500		02/04/2010	<sup>(2)</sup>	Common Stock
Warrant (Right to Buy)	\$ 0.5	02/04/2010	J <sup>(1)</sup>	1,250,000		02/04/2010	02/04/2015 <sup>(3)</sup>	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lu C. Mike 11545 W. BERNARDO COURT SUITE 301 SAN DIEGO, CA 92127	X			

## Signatures

/s/ Mike Lu                                  02/08/2010

\*\*Signature of                                  Date  
Reporting Person

## 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) Received in exchange for cancellation of promissory note in principal amount of \$500,000.
- (2) The 8% Convertible Debenture is convertible at any time by the holder into shares of common stock at a conversion price equal to \$0.20 per share, subject to adjustment, and expires upon repayment and has a maturity date of February 4, 2012.
- (3) The expiration date is the earlier of February 4, 2015 or (a) a merger or consolidation where the issuer is not the surviving corporation or a reverse triangular merger where the issuer's capital stock is converted into other property by virtue of the merger or (b) a sale of all or substantially all of the assets of the issuer, where the stockholders of the issuer immediately prior to such event do not retain at least 50% of the voting power of the acquiring or surviving entity immediately after the acquisition or sale.

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.