

Robinson Douglas C.
Form 4
March 17, 2011

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, 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 *
Robinson Douglas C.

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 CT., SUITE 301
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/15/2011

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

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

(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 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.

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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 Acquired (A) or | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--|--|--|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--|--|--|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | | Disposed of (D) | | Date Exercisable | Expiration Date | Title | Amount Number Shares |
|--------------------------------------|------------------------------------|------------------|------------|---|-----------------|--------|---------------------|--------------------|-----------------|----------------------------|
| | | | Code | V | (A) | (D) | | | | |
| Stock Option (Right to Buy) | \$ 0.75 | 03/15/2011 | A | | 610,000 | | <u>(1)</u> | 03/14/2021 | Common Stock | 610,000 |
| Stock Option (Right to Buy) | \$ 1.2 | 03/15/2011 | A | | 500,000 | | <u>(2)</u> | 03/14/2021 | Common Stock | 500,000 |
| Stock Option (Right to Buy) | \$ 1.75 | 03/15/2011 | A | | 500,000 | | <u>(3)</u> | 03/14/2021 | Common Stock | 500,000 |
| Stock Option (Right to Buy) | \$ 0.8 | 03/15/2011 | D | | | 80,000 | <u>(4)</u> | 01/20/2021 | Common Stock | 80,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Robinson Douglas C. 11545 W. BERNARDO CT. SUITE 301 SAN DIEGO, CA 92127 | X | | President & CEO | |

Signatures

/s/ Doug
Robinson

03/15/2011

**Signature of
Reporting Person

Date

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) This option vests on the date of grant with respect to 110,000 shares of common stock and becomes exercisable with respect to 500,000 shares of common stock as of June 30, 2012, only if Mr. Robinson has continuously rendered service to the Company through the applicable vesting date.
- (2) This option fully vests and becomes exercisable as of June 30, 2013 only if Mr. Robinson has continuously rendered service to the Company through the applicable vesting date.
- (3)

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This option fully vests and becomes exercisable as of June 30, 2014 only if Mr. Robinson has continuously rendered service to the Company through the applicable vesting date.

In connection with the commencement of his employment as the Company's President and Chief Executive Officer on 3/15/2011, Mr.

- (4) Robinson agreed to the cancellation and forfeiture of 80,000 unvested shares of common stock underlying the option to purchase 120,000 shares of common stock which was granted to him on 1/20/2011 in his capacity as a non-employee director of the Company.

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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