





Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

In conjunction with the fiscal 2019 annual meeting of stockholders held on November 15, 2018 (the “Annual Meeting”) of LifeVantage Corporation (the “Company”), the Company’s stockholders approved an amendment to the 2017 Long-Term Incentive Plan (the “Plan”) to (i) increase the number of shares of the Company’s common stock available for issuance under the Plan by 715,000 shares, and (ii) make certain other changes, as described in the Company’s proxy statement for the Annual Meeting and other soliciting materials filed with the Securities and Exchange Commission, (the “Amended Plan”).

Additionally, in conjunction with the Annual Meeting, the Company’s stockholders approved the adoption of the 2019 Employee Stock Purchase Plan (the “ESPP”), which provides the Company’s employees with an opportunity through payroll deductions to purchase shares of the Company’s common stock. The stockholders approved the reserve of 400,000 shares of common stock for issuance under the ESPP.

The foregoing summaries of the Amended Plan and ESPP are not complete and are qualified in their entirety by reference to the full text of the Amended Plan and ESPP, copies of which are filed as Exhibit 10.1 and Exhibit 10.2, respectively, to this report and incorporated herein by reference.

Item 5.07. Submission of Matters to a Vote of Security Holders.

The Company held the Annual Meeting on November 15, 2018. Of the 14,106,290 shares of the Company’s common stock outstanding as of the record date, 11,565,312 shares, 81.98% were represented at the Annual Meeting either in person or by proxy. The following proposals were submitted to a vote of the Company’s stockholders at the Annual Meeting:

1. To elect the following six director nominees to the Company’s board of directors to hold office until the Company’s fiscal 2020 annual meeting of shareholders or until their respective successors are elected and qualified:  
 Mr. Darren Jensen                      Mr. Vinayak R. Hegde  
 Mr. Michael A. Beindorff      Mr. Darwin K. Lewis  
 Mr. Raymond B. Greer              Mr. Garry Mauro
2. To approve, on an advisory basis, a resolution approving the compensation of the Company’s named executive officers;
3. To approve, on an advisory basis, a resolution approving the frequency of future stockholder advisory votes on the compensation of the Company’s named executive officers;
4. To approve the Company’s 2019 Employee Stock Purchase Plan;
5. To approve an amendment to the 2017 Long-Term Incentive Plan; and
6. To ratify the selection of WSRP, LLC as the Company’s independent registered public accounting firm for the Company’s fiscal year ending June 30, 2019.

The proposals submitted to a vote of the Company’s stockholders at the Annual Meeting are more fully described in the Company’s definitive proxy statement filed with the Securities and Exchange Commission (the “SEC”) on September 28, 2018.

The final voting results of each proposal were as follows:

Proposal 1 - Election of Directors: The Company’s stockholders elected each of the six director nominees listed above to the Company’s board of directors to serve until the Company’s fiscal 2020 annual meeting of stockholders or until their respective successors are elected and qualified. Votes cast were as follows:

	For	Withhold	Broker Non-Votes
Mr. Darren Jensen	4,791,938	14,415	6,758,959
Mr. Michael A. Beindorff	4,786,752	19,601	6,758,959
Mr. Raymond B. Greer	4,727,467	78,886	6,758,959
Mr. Vinayak R. Hegde	4,723,620	82,733	6,758,959
Mr. Darwin K. Lewis	4,724,908	81,445	6,758,959
Mr. Garry Mauro	4,566,098	240,255	6,758,959



Proposal 2 - Approval of Compensation of the Company's Named Executive Officers. The Company's stockholders approved, on an advisory and non-binding basis, the compensation of the Company's named executive officers. Votes cast were as follows:

For	Against	Abstain	Broker Non-Votes
4,650,176	123,489	32,688	6,758,959

Proposal 3 - Approval of Frequency of Future Stockholder Advisory Votes on the Compensation of the Company's Named Executive Officers. The Company's stockholders approved, on an advisory and non-binding basis, a frequency of one year for future advisory votes for the compensation of the Company's named executive officers. Votes cast were as follows:

1 Year	2 Year	3 Year	Abstain
2,797,089	86,034	1,907,499	15,731

Proposal 4 - Approval of 2019 Employee Stock Purchase Plan: The Company's stockholders approved the adoption of the Company's 2019 Employee Stock Purchase Plan. Votes cast were as follows:

For	Against	Abstain	Broker Non-Votes
4,687,536	104,302	14,515	6,758,959

Proposal 5 - Amendment to the 2017 Long-Term Incentive Plan : The Company's shareholders approved the amendment to the 2017 Long-Term Incentive Plan. Votes cast were as follows:

For	Against	Abstain	Broker Non-Votes
4,561,704	216,503	28,146	6,758,959

Proposal 6 - Ratification of Selection of Independent Registered Public Accounting Firm: The Company's shareholders ratified the selection of WSRP, LLC as the Company's independent registered public accounting firm for the fiscal year ending June 30, 2019. Votes cast were as follows:

For	Against	Abstain
11,455,796	84,651	24,865

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
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10.1 LifeVantage Corporation 2017 Long-Term Incentive Plan, as amended.

10.2 LifeVantage Corporation 2019 Employee Stock Purchase Plan.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

LIFEVANTAGE CORPORATION

Date: November 19, 2018 By: /s/ Steven R. Fife  
Name: Steven R. Fife  
Title: Chief Financial Officer