

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

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 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>Isaac Jon</u> (Last) (First) (Middle) <u>325 E. WARM SPRINGS RD.</u> <u>SUITE 102</u> (Street) <u>LAS VEGAS</u> <u>NV</u> <u>89119</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LIVE VENTURES Inc [LIVE]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>CEO & President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/08/2025</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/23/2025		P		15,204	A	\$7.916 ⁽¹⁾	1,589,687	I	Isaac Capital Group, LLC
Common Stock	06/24/2025		P		21,711	A	\$9.237 ⁽¹⁾	1,611,398 ⁽²⁾	I	Isaac Capital Group, LLC

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				
Convertible Note ⁽³⁾	\$7.85 ⁽³⁾	04/08/2025 ⁽⁴⁾		A		1,528,662 ⁽⁵⁾		04/08/2025	04/08/2030	Common Stock	1,528,662 ⁽⁵⁾	\$0	1,528,662 ⁽⁵⁾	I	Isaac Capital Group, LLC

Explanation of Responses:

1. Represents the weighted average price of shares purchased.
2. Includes (i) 217,177 shares of common stock owned by Jon Isaac; and (ii) 1,394,221 shares of common stock owned by Isaac Capital Group, LLC ("ICG"), of which Jon Isaac is the sole member and manager.
3. The Fourth Amendment to Unsecured Line of Credit Promissory Note (the "Note") effective April 8, 2025, and maturing on April 8, 2030, between ICG and Live Ventures Incorporated ("Live") provides for the conversion, at ICG's sole option, of any, or all, of the outstanding obligations under the Note, into shares of common stock of Live based upon a Conversion Price of \$7.85. The maximum credit amount under the Note is \$12,000,000.
4. Effective date of Note, providing for conversion of any, or all, of the outstanding obligations under the Note, into shares of common stock of Live.
5. The maximum credit amount available under the Note is \$12,000,000, which, when divided by the Conversion Price of \$7.85, determines the maximum potential number of shares of common stock into which the Note is convertible (1,528,662). The actual number of issuable shares will vary throughout the term of the Note due to changes in the amounts Live borrows under the Note and repays under the Note. As of the date of this filing, the outstanding principal under the Note is \$9,445,000, less than the maximum credit amount.

Remarks:

/s/ Jon Isaac 06/25/2025
** 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.

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.