SEC Form 4

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average	burden								
hours ner resnonse	. 0.5								

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

1. Name and Address of Reporting Person*  SMOLYANSKY LUDMILA						2. Issuer Name <b>and</b> Ticker or Trading Symbol Lifeway Foods, Inc. [ LWAY ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
SITIOL	111101	LODIVILLA			2 [	2. Data of Faulicat Transaction (Month/Day/Veau)								X Dire	ctor	<b>y</b>	10%	Owner	
(Last)	(Fi	rst)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 08/31/2022									Offic belo	er (give titl v)	е	Othe belov	r (specify v)	
C/O LIFEWAY FOODS, INC.					4 If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable					
6431 OA	KTON STI	REET			""		,				_ (	<b>,</b> ,,		ine)		· · · · · · · · ·	, (		
					_									X Forn	filed by C	ne Rep	orting Pe	son	
(Street)															n filed by M	lore tha	n One Re	porting	
MORTO	N IL		60053											Pers	on				
GROVE	112		00033																
(City)	(Si	tate)	(Zip)		-														
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of S	Security (Inst	tr. 3)		2. Transa	ction	2A.	Deemed	i	3.		4. Securiti	es Acquire	d (A) or	5. Amou	nt of	6. Owr	ership	7. Nature o	of
				Date (Month/D	av/Year	Execution Date,  Year) if any		Transaction Code (Instr.		Disposed Of (D) (Instr. 3, 4 5)		r. 3, 4 an	Beneficially Owned Following Reported		1,,,		Indirect Beneficial		
				(month/bay/rear)		(Month/Day/Year)				"							Ownership		
												(A) or Duit					(Instr. 4)		
									Code	٧	Amount	(D)	Price	(Instr. 3					
	Gr. 1	1				Т								2.21	2.060			See	
Common	Stock, no p	oar value												3,313,960			I	Footnote <sup>(1)</sup>	
						+												See	$\dashv$
Common Stock, no par value														27	,343		I	Footnote	(2)
-																<u> </u>		Toothote	
		Т	able II	- Deriva	ative \$	Secu	rities	Acq	uired, l	Disp	osed of	, or Ben	eficial	ly Owned	l				
				(e.g., <sub> </sub>	outs,	calls,	, warr	ants	, optio	ns, (	converti	ble secu	ırities	)					
1. Title of	2.	3. Transaction	3A. Deer	med	4.		5. Num	5. Number 6		6. Date Exercisable		able and 7. Title and		8. Price o	f 9. Numl	per of	10.	11. Na	ature
Derivative	Conversion	Date			Transa			Expiration Date			Amount o		Derivative			Owners			
Security (Instr. 3)				Day/Year)	y/Year) 8)		e (Instr. Derivative Securities		(Month/Day/Year)			Securities Underlying		Security (Instr. 5)		Securities Beneficially		Form: Beneficia Direct (D) Ownersh	
` ′	Derivative Security				,		Acquir	ed	Derivative Secu				Owned		-	or Indirect (In		4)	
						(A) or Disposed of (D) (Instr. 3, 4 and 5)			(Instr. 3 and 4)				nd 4)	Followir Reporte Transac (Instr. 4)			(I) (Instr.	4)	
													ction(s)						
												4)							
							1 1 1 1			т			Amoun	4					
													or						
									Date		Expiration		Numbe of	r					
					Code	٧	(A)	(D)	Exercisa		Date	Title	Shares						
Restricted Stock Units	(3)	08/31/2022			A		4,800		(3)		(3)	Common Stock	4,800	\$0	4,8	00	D		

## Explanation of Responses:

- 1. Held by the Ludmila Smolyansky Trust 2/1/05, of which Ludmila Smolyansky is the trustee.
- 2. Held by The Smolyansky Family Foundation, of which Ludmila Smolyansky is the trustee.
- 3. Each restricted stock unit has a value equal to one share of common stock. Of such restricted stock units, 1,600 will vest on each of August 31, 2023, 2024 and 2025, contingent on the Reporting Person's continued service as a Director on each applicable vesting date. The issuance of shares upon vesting of the restricted stock units is dependent on receipt by the Company of consent and agreement by DanoneWave PBC ("Danone") that such issuance will not constitute a breach of violation of or constitute "New Securities" under that certain Stockholders' Agreement, dated as of October 1, 1999, by and among the Corporation, Danone, Michael Smolyansky and the other stockholders of the Corporation listed therein, as amended by that certain letter agreement dated September 24, 1999 and as further amended from time to time.

/s/ Ludmila Smolyansky

09/02/2022

\*\* 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.