Edgar Filing: Gallagher Sarah M. - Form 4

| Gallagher Sara Form 4 | | | | | | | | | |
|--|-------------------------------------|--|---|---------------|---|---|---|--|--------------------------|
| September 04, FORM | 4 UNITED | STATES | | RITIES A | | | COMMISSIO | | PPROVAL 3235-0287 |
| 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 O SECURITIES Filed pursuant to Section 16(a) of the Securities Excha Section 17(a) of the Public Utility Holding Company Act 30(h) of the Investment Company Act of | | | | | ties Excha npany Act | nge Act of 1934, of 1935 or Section | Estimated a burden hou response | urs per | |
| (Print or Type Res | sponses) | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> Gallagher Sarah M. | | | 2. Issuer Name and Ticker or Trading Symbol LA-Z-BOY INC [LZB] | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) (First) (Middle) ONE LA-Z-BOY DRIVE | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/30/2018 | | | (Check all applicable) <u>X</u> Director Officer (give title 10% Owner below) Other (specify below) | | | |
| (Street) MONROE, MI 48162 | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | Tab | ole I - Non-J | Derivative | Securities A | cquired, Disposed | of, or Beneficia | lly Owned |
| | Transaction Date Ionth/Day/Year) | 2A. Deemo Execution any (Month/Da | ed Date, if | 3. | 4. Securit mAcquired Disposed (Instr. 3, 4 | ies (A) or of (D) | 5. Amount of Securities | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect |
| Reminder: Report | t on a separate line | e for each cl | ass of sec | urities bene | Perso inforn requir | ns who res nation cont red to resp nys a curre | or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co | i are not rm | 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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number | 6. Date Exercisable and | 7. Title and Amount of | 8. Pr |
|-------------|-------------|---------------------|--------------------|------------|-----------------|-------------------------|------------------------|-------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onof Derivative | Expiration Date | Underlying Securities | Deriv |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) | Secu |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Acquired | | | (Inst |

| | Derivative Security | | | | (A) orDisposed(D)(Instr. 3, and 5) | | | | | |
|------------------------|------------------------|------------|------|---|---|-----|---------------------|--------------------|------------------|--|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted stock units | <u>(1)</u> | 08/30/2018 | А | | 2,655 | | <u>(1)</u> | (1) | Common Shares | 2,655 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|--------------|--|--|--|--|
| 1 | Director | 10% Owner | Officer Othe | | | | |
| Gallagher Sarah M. ONE LA-Z-BOY DRIVE MONROE, MI 48162 | Х | | | | | | |
| Signaturos | | | | | | | |

Signatures

| Katherine Eade, Attorney-in-fact | 09/04/2018 | | |
|-------------------------------------|------------|--|--|
| **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).

These restricted stock units were granted under the La-Z-Boy Incorporated 2017 Omnibus Incentive Plan, and each restricted stock unit is (1) the economic equivalent of one share of LZB common stock. The restricted stock units will be settled in stock following the reporting person's cessation as a director.

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.