

Collier John Douglas  
Form 4  
March 25, 2019

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Collier John Douglas

(Last) (First) (Middle)

ONE LA-Z-BOY DRIVE

(Street)

MONROE, MI 48162

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

LA-Z-BOY INC [LZB]

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

03/21/2019

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Senior Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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)
Common Shares	03/21/2019		M	3,338	A \$ 19.06	65,594	D
Common Shares	03/21/2019		D	3,338	D \$ 19.06	62,256	D
Common Shares	03/21/2019		M	9,092	A \$ 23.63	71,348	D
Common Shares	03/21/2019		M	16,098	A \$ 26.69	87,446	D
Common Shares	03/21/2019		M	14,080	A \$ 25.99	101,526	D

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Common Shares	03/21/2019	M	10,365	A	\$ 27.25	111,891	D
Common Shares	03/21/2019	S	49,635	D	\$ 32.7077 (3)	62,256	D

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 (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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title or Number of
Stock Appreciation Right	\$ 19.06	03/21/2019		M	3,338	06/17/2014 <sup>(1)</sup> 06/17/2023	Common Shares 3
Stock Option (right to buy)	\$ 23.63	03/21/2019		M	9,092	06/16/2015 <sup>(2)</sup> 06/16/2024	Common Shares 9
Stock Option (right to buy)	\$ 26.69	03/21/2019		M	16,098	06/15/2016 <sup>(2)</sup> 06/15/2025	Common Shares 16
Stock Option (right to buy)	\$ 25.99	03/21/2019		M	14,080	06/20/2017 <sup>(2)</sup> 06/20/2026	Common Shares 14
Stock option (right to buy)	\$ 27.25	03/21/2019		M	10,365	06/19/2018 <sup>(2)</sup> 06/19/2027	Common Shares 10

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Collier John Douglas ONE LA-Z-BOY DRIVE MONROE, MI 48162	Senior Vice President

## Signatures

Melinda D. Whittington, Attorney  
in fact

03/25/2019

\_\_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) These stock appreciation rights were granted under the La-Z-Boy Incorporated 2010 Omnibus Incentive Plan and become exercisable in four equal annual installments beginning on the date shown in the Date Exercisable column.
- (2) These options were granted under the La-Z-Boy Incorporated 2010 Omnibus Incentive Plan and become exercisable in four equal annual installments beginning on the date shown in the Date Exercisable column.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.62 to \$32.96, inclusive. The reporting person undertakes to provide to issuer, any security holder of issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

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.