

Sawyer Otis S
Form 4
August 27, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Sawyer Otis S

(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)
08/23/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	(D)	Price			
Common Shares	08/23/2018		M		9,989	A	\$ 7.75	71,324	D	
Common Shares	08/23/2018		M		12,226	A	\$ 9.35	83,550	D	
Common Shares	08/23/2018		M		19,848	A	\$ 11.97	103,398	D	
Common Shares	08/23/2018		M		15,046	A	\$ 19.06	118,444	D	
Common Shares	08/23/2018		M		17,225	A	\$ 23.63	135,669	D	

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Common Shares	08/23/2018	M	14,472	A	\$ 26.69	150,141	D
Common Shares	08/23/2018	S	88,806	D	\$ 34.6241 (2)	61,335	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

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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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 7.75	08/23/2018		M	9,989	07/14/2011 ⁽¹⁾ 07/14/2020	Common Shares	9,989	
Stock Option (right to buy)	\$ 9.35	08/23/2018		M	12,226	07/13/2012 ⁽¹⁾ 07/13/2021	Common Shares	12,226	
Stock Option (right to buy)	\$ 11.97	08/23/2018		M	19,848	07/11/2013 ⁽¹⁾ 07/11/2022	Common Shares	19,848	
Stock Option (right to buy)	\$ 19.06	08/23/2018		M	15,046	06/17/2014 ⁽¹⁾ 06/17/2023	Common Shares	15,046	
Stock Option (right to buy)	\$ 23.63	08/23/2018		M	17,225	06/16/2015 ⁽¹⁾ 06/16/2024	Common Shares	17,225	
	\$ 26.69	08/23/2018		M	14,472	06/15/2016 ⁽¹⁾ 06/15/2025		14,472	

