

SMITH CLARENCE H  
Form 4  
January 25, 2012

**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 \*  
SMITH CLARENCE H

2. Issuer Name and Ticker or Trading Symbol  
HAVERTY FURNITURE COMPANIES INC [HVT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
780 JOHNSON FERRY RD., SUITE 800

3. Date of Earliest Transaction (Month/Day/Year)  
01/23/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President & CEO

(Street)  
ATLANTA, GA 30342-

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	12/19/2011		G	V 1,537 D \$ 0	78,675	D	
Common Stock					23,187	I	By Spouse
Class A Common Stock					65,130	D	
Class A Common Stock					1,950	I	By Spouse

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Class A Common Stock	603,497 <sup>(1)</sup>	I	By Villa Clare, LP
Class A Common Stock	603,497 <sup>(1)</sup>	I	By West Wesley, LLC

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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(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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	
PARSUs 2012	<sup>(2)</sup>	01/23/2012		A	14,800	<sup>(2)</sup> <sup>(2)</sup>		Common Stock	14,800
RSUs 2012	<sup>(3)</sup>	01/23/2012		A	14,800	<sup>(3)</sup> <sup>(3)</sup>		Common Stock	14,800
PARSUs 2011-01-27	<sup>(4)</sup>					<sup>(4)</sup> <sup>(4)</sup>		Common Stock	14,400
Phantom Stock	\$ 0					<sup>(5)</sup> <sup>(5)</sup>		Common Stock	3,220
Restricted Stock Units	<sup>(6)</sup>					<sup>(6)</sup> <sup>(6)</sup>		Common Stock	18,000
RSUs 2011-01-27	<sup>(7)</sup>					<sup>(7)</sup> <sup>(7)</sup>		Common Stock	14,400
Stock Appreciation Rights	\$ 9.13					<sup>(8)</sup> 02/06/2015		Common Stock	11,000
Stock Appreciation Rights	\$ 8.74					<sup>(9)</sup> 01/27/2016		Common Stock	27,000

