Hamilton Marcus D Form 4 September 13, 2018

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

response...

Estimated average

burden hours per

5. Relationship of Reporting Person(s) to

(Instr. 4)

D

(Instr. 4)

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

09/13/2018

Hamilton Ma	Symbol FLEXS	Symbol FLEXSTEEL INDUSTRIES INC [FLXS]			Issuer (Check all applicable)			
(Last)	(First) (1		f Earliest Ti Day/Year)	ransaction		title Othe	Owner er (specify	
P.O. BOX 8'	`	09/13/2018			below) below) Chief Financial Officer			
	4. If Amo	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
DIMINOTE	Filed(Mo	nth/Day/Year	·)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
DUBUQUE, IA 52004								
(City)	(State)	(Zip) Tab	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					
1.Title of	2. Transaction Date	e 2A. Deemed	3.	4. Securities Acquired	5. Amount of	6. Ownership		
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Disposed of (D)	Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)	Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)		Owned	Indirect (I)	Ownership	

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

A

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SEC 1474

(9-02)

Following

Reported

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Transaction(s) (Instr. 3 and 4)

(A)

(D)

Price

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

V Amount

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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. Transactic Code (Instr. 8)	5. Number proof 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
Restricted Stock Units	(1)					(2)	<u>(2)</u>	Common Stock	12,526
Option 09/13/2018	\$ 32.8	09/13/2018		A	2,286	09/13/2018	09/13/2028	Common Stock	2,286

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Hamilton Marcus D P.O. BOX 877 DUBUQUE, IA 52004

Chief Financial Officer

Signatures

Marcus D.

Hamilton 09/13/2018

**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).
- (1) Each restricted stock unit represents a contingent right to receive one share of FLXS common stock.
- (2) The restricted stock units vest in three installments. On July 1, 2019, 33 1/3% shall vest, on July 1, 2020, 33 1/3% shall vest, and on July 1, 2021, 33 1/3% shall vest. Vested shares will be delivered to the reporting person on July 1 of each respective year.

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.

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