

HAVERTY RAWSON JR  
 Form 4  
 September 03, 2009

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 HAVERTY RAWSON JR

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)  
 09/03/2009

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

(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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |  |
| Common Stock                    | 09/03/2009                           |  | S                              | V   | 2,500   | D  |  |
|                                 |                                      |  |                                |   | \$ 11.219   |  |  |
| Common Stock                    |                                      |  |                                |   | 1,000   | I  | Co-tee Of Tr Fbo Daughter                  |
| Common Stock                    |                                      |  |                                |   | 1,000   | I  | Co-tee Of Tr Fbo Son                       |
| Class A Common Stock            |                                      |  |                                |   | 160,325   | D  |  |

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|                            |         |   |                                    |
|----------------------------|---------|---|------------------------------------|
| Class A<br>Common<br>Stock | 957,453 | I | By H5, LP                          |
| Class A<br>Common<br>Stock | 957,453 | I | By Pine Hill<br>Associates,<br>LLC |
| Class A<br>Common<br>Stock | 2,200   | I | Co-tee Of<br>Tr Fbo<br>Daughter    |

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

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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<br>Derivative<br>Security<br>(Instr. 3)     | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of Shares |        |
|---|---|---|---|---|---|--|---|-------------------------------------|--------|
|   |   |   |   | Code V (A) (D)                          |   | Date<br>Exercisable  | Expiration<br>Date  | Title                               |        |
| Performance<br>Accelerated<br>Restricted<br>Stock Units | \$ 8.74   |   |   |   |   | (1)  | 01/27/2016  | Common<br>Stock                     | 3,000  |
| Stock<br>Appreciation<br>Rights                         | \$ 9.13   |   |   |   |   | (2)  | 02/06/2015  | Common<br>Stock                     | 3,350  |
| Stock<br>Appreciation<br>Rights                         | \$ 8.74   |   |   |   |   | (3)  | 01/27/2016  | Common<br>Stock                     | 8,000  |
| Stock<br>Options<br>(Right to<br>Buy)                   | \$ 13.875   |   |   |   |   | 10/21/2000   | 10/21/2009  | Common<br>Stock                     | 20,000 |
|   | \$ 11.625   |   |   |   |   | 04/30/2002   | 10/26/2010  |                                     | 16,000 |

| Stock Options (Right to Buy) |          |            |            |  | Common Stock |        |
|------------------------------|----------|------------|------------|--|--------------|--------|
| Stock Options (Right to Buy) | \$ 15.94 | 04/30/2003 | 12/20/2011 |  | Common Stock | 17,000 |
| Stock Options (Right to Buy) | \$ 12.9  | 04/30/2004 | 12/19/2012 |  | Common Stock | 13,000 |
| Stock Options (Right to Buy) | \$ 20.3  | 04/30/2005 | 12/09/2010 |  | Common Stock | 15,000 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                       |       |
|---|---------------|-----------|-----------------------|-------|
|   | Director      | 10% Owner | Officer               | Other |
| HAVERTY RAWSON JR<br>780 JOHNSON FERRY RD.<br>SUITE 800<br>ATLANTA, GA 30342- | X             | X         | Senior Vice President |       |

## Signatures

Jenny H. Parker,  
Attorney-in-Fact  
Date: 09/03/2009

\_\_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) Performance Accelerated Restricted Stock Units ("PARSUs") award granted under the 2004 Long-Term Incentive Plan. PARSUs will vest 100% seven years from date of grant. Vesting will accelerate if a certain pre-established target market price per share (as defined in the Agreement) is met.
  - (2) Stock-Settled Appreciation Rights ("SARs") granted under the 2004 Long-Term Incentive Plan. SARs vest in four equal installments, beginning on 5/8/2009, and expire seven years from the grant date.
  - (3) Stock-Settled Appreciation Rights ("SARs") granted under the 2004 Long-Term Incentive Plan. SARs vest in four equal installments, beginning on 5/10/2010, and expire seven years from the grant date.

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.