

HAVERTY FURNITURE COMPANIES INC

Form 4

January 28, 2016

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Gill John Linwood

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 ROAD, NE,
SUITE 800

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

01/26/2016

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
Vice President, Operations

(Street)
ATLANTA, GA 30342

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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. 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)
Class A Common Stock				(A) or (D)	7,500	D	
Common Stock				(A) or (D)	1,606 ⁽¹⁾	D	

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

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information contained in this form are not
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SEC 1474
(9-02)

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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)		8. Price or Value of Derivative Security (Instr. 3)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
RSUs 2016	(2)	01/26/2016		A		2,081		(2)	(2)	Common Stock	2,081	\$ 0
RSUs 2013	(3)							(3)	(3)	Common Stock	2,000	
RSUs 2014	(4)							(4)	(4)	Common Stock	2,625	
RSUs 2015	(5)							(5)	(5)	Common Stock	4,000	
RSUs 2015.1	(6)							(6)	(6)	Common Stock	1,000	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Gill John Linwood 780 JOHNSON FERRY ROAD, NE, SUITE 800 ATLANTA, GA 30342	Vice President, Operations

Signatures

Jenny H. Parker,
Attorney-in-Fact
01/27/2016

**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) This amount includes 1,250 shares remaining from restricted stock award granted on 1/23/2012 pursuant to the Haverty Furniture Companies, Inc. 2004 Long-Term Incentive Plan. These 1,250 shares vest on 5/8/2016.
- (2) Restricted Stock Units ("RSUs") award granted 1/26/2016 under the 2014 Long-Term Incentive Plan. RSUs vest ratably over 4 years, beginning 5/8/2017. Each RSU is equivalent to one share of common stock upon vesting.

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- (3) Restricted Stock Units ("RSUs") remaining from award granted on 1/24/2013 under the 2004 Long-Term Incentive Plan. These RSUs vest equally over the next 2 years, beginning 5/8/2016. Each RSU is equivalent to one share of common stock upon vesting.
- (4) Restricted Stock Units ("RSUs") remaining from award granted on 1/17/2014 under the 2004 Long-Term Incentive Plan. These RSUs vest equally over the next 3 years, beginning 5/8/2016. Each RSU is equivalent to one share of common stock upon vesting.
- (5) Restricted Stock Units ("RSUs") from award granted on 1/23/2015 under the 2014 Long-Term Incentive Plan. These RSUs vest equally over 4 years, beginning 5/8/2016. Each RSU is equivalent to one share of common stock upon vesting.
- (6) Restricted Stock Units ("RSUs") from award granted 11/2/2015 under the 2014 Long-Term Incentive Plan. These RSUs vest 100% on 5/8/2017. Each RSU is equivalent to one share of common stock upon vesting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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