

Sieben Brandon T
 Form 3
 November 09, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * Sieben Brandon T (Last) (First) (Middle) 600 EAST SECOND STREET (Street) MUSCATINE, IA 52761 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 11/07/2018 | 3. Issuer Name and Ticker or Trading Symbol HNI CORP [HNI] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) President, Allsteel Inc. | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| Common Stock | 19,884.084 | D | ^ |
| Common Stock | 2,594.0601 | I | Profit Sharing Retirement Plan |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|----------------------------------------------------------|
|-----------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------|-----------------------------------------------|-------------------------------------------|----------------------------------------------------------|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------------------------------|---------------------------|------------------|--------------|----------------------------|---------------------|---------------------------------------|---|
| Non-qualifying employee stock option (right to buy) | 02/13/2017 ⁽¹⁾ | 02/13/2023 | Common Stock | 5,888 | \$ 31.79 | D | Â |
| Non-qualifying employee stock option (right to buy) | 02/12/2018 ⁽¹⁾ | 02/12/2024 | Common Stock | 5,670 | \$ 34.78 | D | Â |
| Non-qualifying employee stock option (right to buy) | 02/18/2019 ⁽²⁾ | 02/18/2025 | Common Stock | 3,664 | \$ 51.54 | D | Â |
| Non-qualifying employee stock option (right to buy) | 02/17/2020 ⁽²⁾ | 02/17/2026 | Common Stock | 10,610 | \$ 32.03 | D | Â |
| Non-qualifying employee stock option (right to buy) | 02/15/2021 ⁽²⁾ | 02/15/2027 | Common Stock | 6,728 | \$ 46.62 | D | Â |
| Non-qualifying employee stock option (right to buy) | 02/14/2022 ⁽²⁾ | 02/14/2028 | Common Stock | 20,674 | \$ 38.68 | D | Â |
| Restricted Stock Units | 08/07/2020 | Â ⁽³⁾ | Common Stock | 9,289 | \$ 0 ⁽⁴⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sieben Brandon T 600 EAST SECOND STREET MUSCATINE, IA 52761 | Â | Â | Â President, Allsteel Inc. | Â |

Signatures

/s/ Brandon T.
Sieben

11/09/2018

**Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The option became fully vested and exercisable in one installment on the fourth anniversary of the grant date.
- (2) The option will become fully vested and exercisable in one installment on the fourth anniversary of the grant date.
- (3)

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On August 7, 2018, the reporting person was granted restricted stock units, vesting in two equal installments beginning on the second anniversary of the grant date.

- (4) Each restricted stock unit represents a contingent right to receive one share of HNI Corporation Common Stock.

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Remarks:

Exhibit List: Exhibit 24-1 Power of Attorney

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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