Edgar Filing: LEVY H GEORGE - Form 4

| Form 4 | JE | | | | | | | | | | |
|--|---|-------------------|---------------------------------|--|---|---|--|--|---|--|--|
| September 02, 20 | 10 | | | | | | | | | | |
| FORM 4 | ОМВ А <mark>N</mark> ОМВ | PPROVAL 3235-0287 | | | | | | | | | |
| Check this box | | | Wa | ashington | Number: | January 31, | | | | | |
| if no longer subject to Section 16. Form 4 or Form 5 | | | NGES IN SECUI | burden hou response | 2005 average urs per | | | | | | |
| obligations may continue. <i>See</i> Instruction 1(b). | Section 17(| (a) of the l | Public U | Jtility Hol | ding Cor | | nge Act of 1934, of 1935 or Secti 940 | | | | |
| (Print or Type Respon | nses) | | | | | | | | | | |
| 1. Name and Addres LEVY H GEOR | 2. Issuer Name and Ticker or Trading Symbol LA-Z-BOY INC [LZB] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | | | | |
| (Last) (| (First) (| Middle) | 3. Date of Earliest Transaction | | | | (Check all applicable) | | | | |
| 1284 N. TELEG | RAPH ROA | D | (Month/) 09/01/2 | Day/Year) 2010 | | | X Director Officer (give below) | | % Owner her (specify | | |
| , | Street) | | | endment, D onth/Day/Yea | - | ıl | | Joint/Group Fili y One Reporting P More than One R | erson | | |
| MONROE, MI 4 | -8162 | | | | | | Person | | oportung | | |
| (City) (| State) | (Zip) | Tab | ole I - Non-l | Derivative | Securities A | cquired, Disposed | of, or Beneficia | lly Owned | | |
| | ansaction Date th/Day/Year) | | Date, if | 3. Transactio Code (Instr. 8) | 4. Securit nAcquired Disposed (Instr. 3, 4 | (A) or of (D) | 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) | | |
| | | | | Code V | Amount | (D) Price | (ilisu: 5 and 4) | | | | |
| Reminder: Report on | a separate line | e for each cl | ass of sec | urities bene | Perso inform requir | ns who res nation cont red to resp ays a curre | or indirectly. spond to the colle ained in this form ond unless the fo ntly valid OMB co | n are not rm | SEC 1474 (9-02) | | |

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number | 6. Date Exercisable and | 7. Title and Amount of | 8. Pr |
|-------------|-------------|---------------------|--------------------|------------|-----------------|-------------------------|------------------------|-------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onof Derivative | Expiration Date | Underlying Securities | Deriv |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) | Secu |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Acquired | | | (Inst |

| | Derivative Security | | | | (A) or Dispose (D) (Instr. 3 and 5) | | | | | |
|------------------------------|------------------------|------------|------|---|---|-----|---------------------|--------------------|------------------|--|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Units | <u>(1)</u> | 09/01/2010 | А | | 9,181 | | <u>(1)</u> | (1) | Common Shares | 9,181 |

Reporting Owners

| Reporting Owner Name / Address | | Relationsh | | |
|---|----------|------------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LEVY H GEORGE 1284 N. TELEGRAPH ROAD MONROE, MI 48162 | Х | | | |
| Signatures | | | | |
| James P. Klarr, Attorney in Fact | 09/ | 02/2010 | | |
| <u>**</u> 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).
- These restricted stock units were granted under the La-Z-Boy Incorporated 2010 Omnibus Incentive Plan, and each restricted stock unit is
 (1) the economic equivalent of one share of LZB common stock. The restricted stock units will be settled in stock following the reporting person's cessation as a director.

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.