

LA-Z-BOY INC  
Form 3  
August 29, 2014

**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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Edwards Darrell Dewain		(Month/Day/Year)	LA-Z-BOY INC [LZB]	
(Last)	(First)	(Middle)	08/20/2014	
1284 N. TELEGRAPH ROAD		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		(Check all applicable)		6. Individual or Joint/Group Filing(Check Applicable Line)
MONROE,Â MIÂ 48162		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner		<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (specify below)	
		Senior Vice President		<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 Shares	13,917	D	Â
Common Shares	219	I	by 401(k)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**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)	
Stock Options (right to buy)	07/14/2011 <sup>(1)</sup>	07/14/2020	Common Shares	3,893	\$ 7.75	D	Â
Stock Options (right to buy)	07/13/2012 <sup>(1)</sup>	07/13/2021	Common Shares	14,820	\$ 9.35	D	Â
Stock Options (right to buy)	06/16/2015 <sup>(1)</sup>	06/16/2024	Common Shares	17,943	\$ 23.63	D	Â
Stock Appreciation Rights	07/11/2013 <sup>(2)</sup>	07/11/2022	Common Shares	12,122	\$ 11.97	D	Â
Stock Appreciation Rights	06/17/2014 <sup>(2)</sup>	06/17/2023	Common Shares	11,994	\$ 19.06	D	Â
Restricted Stock Units <sup>(3)</sup>	Â <sup>(4)</sup>	Â <sup>(4)</sup>	Common Shares	4,997	\$ 0	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Edwards Darrell Dewain 1284 N. TELEGRAPH ROAD MONROE, MI 48162	Â	Â	Â Senior Vice President	Â

## Signatures

James P. Klarr, Attorney  
in fact 08/29/2014

<sup>\*</sup>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) These options were granted under the La-Z-Boy Incorporated 2010 Omnibus Incentive Plan and become exercisable in four equal annual installments beginning on the date shown in the Date Exercisable column.
- (2) These stock appreciation rights were granted under the La-Z-Boy Incorporated 2010 Omnibus Incentive Plan and become exercisable in four equal annual installments beginning on the date shown in the Date Exercisable column.
- (3) Payable in cash.
- (4) These restricted stock units were granted under the La-Z-Boy Incorporated 2010 Omnibus Incentive Plan and will settle upon approval by the Compensation Committee following the performance cycle ending in April 2015.

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.