PARKER JENNY H

Form 4

November 20, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person *

PARKER JENNY H

2. Issuer Name and Ticker or Trading

Symbol

HAVERTY FURNITURE **COMPANIES INC [HVT]**

(Middle) (First) 3. Date of Earliest Transaction

(Month/Day/Year)

780 JOHNSON FERRY RD., SUITE 11/16/2012

800

(Street)

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Director 10% Owner X_ Officer (give title Other (specify

below)

Sr. VP, Finance Secy. & Treas.

4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

ATLANTA, GA 30342-

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	11/16/2012		M	4,000	A	\$ 12.9	17,578	D	
Common Stock	11/16/2012		S	3,792	D	\$ 15.2945	13,786	D	
Common Stock	11/19/2012		M	6,000	A	\$ 12.9	19,786	D	
Common Stock	11/19/2012		M	2,000	A	\$ 12.9	21,786	D	
Common Stock	11/19/2012		S	5,559	D	\$ 15.8717	16,227	D	

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Common 1,853 D \$ 15.7874 14,374 S 11/19/2012 D Stock

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number action of Derivative Securities 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Stock Options (Right to Buy)	\$ 12.9	11/16/2012		M		4,000	04/30/2004	12/19/2012	Common Stock	4,000
Stock Options (Right to Buy)	\$ 12.9	11/19/2012		M		6,000	04/30/2004	12/19/2012	Common Stock	6,000
Stock Options (Right to Buy)	\$ 12.9	11/19/2012		M		2,000	04/30/2004	12/19/2012	Common Stock	2,000
PARSUs 2011-01-27	<u>(1)</u>						<u>(1)</u>	<u>(1)</u>	Common Stock	4,000
PARSUs 2012	(2)						(2)	(2)	Common Stock	4,20
Restricted Stock Units	<u>(3)</u>						<u>(3)</u>	<u>(3)</u>	Common Stock	4,80
RSUs 2011-01-27	<u>(4)</u>						<u>(4)</u>	<u>(4)</u>	Common Stock	3,000
RSUs 2012	<u>(5)</u>						<u>(5)</u>	<u>(5)</u>	Common Stock	4,20

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Stock Appreciation Rights	\$ 9.13	<u>(6)</u>	02/06/2015	Common Stock	2,85
Stock Appreciation Rights	\$ 8.74	<u>(7)</u>	01/27/2016	Common Stock	7,60

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

PARKER JENNY H 780 JOHNSON FERRY RD. SUITE 800 ATLANTA, GA 30342-

Sr. VP, Finance Secy. & Treas.

Signatures

Jenny H. Parker, Attorney-in-Fact

11/20/2012

**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).
 - Performance Accelerated Restricted Stock Units ("PARSUs") award granted 1/27/2011 under the 2004 Long-Term Incentive Plan.
- (1) PARSUs will vest 100% four years from date of grant. Vesting will accelerate if certain market price per share conditions (as defined in the Agreement) are met.
 - Performance Accelerated Restricted Stock Units ("PARSUs") award granted 1/23/2012 under the 2004 Long-Term Incentive Plan.
- (2) PARSUs will vest 100% on 5/8/2019. Vesting will accelerate if a certain pre-established market price per share (as defined in the Agreement) is met.
- Restricted Stock Units ("RSUs") award granted under the 2004 Long-Term Incentive Plan. RSUs vest in four yearly installments (10% in (3) each of the first three years and 70% in the fourth), beginning on 5/8/2011. Each RSU is equivalent to one share of common stock upon vesting
- (4) Restricted Stock Units ("RSUs") award granted 1/27/2011 under the 2004 Long-Term Incentive Plan. RSUs vest equally over 4 years, beginning 5/8/2012. Each RSU is equivalent to one share of common stock upon vesting.
- (5) Restricted Stock Units ("RSUs") award granted 1/23/2012 under the 2004 Long-Term Incentive Plan. RSUs vest equally over 4 years, beginning 5/8/2013. Each RSU is equivalent to one share of common stock upon vesting.
- (6) 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.
- (7) Stock-Settled Appreciation Rights ("SARs") granted under the 2004 Long-Term Incentive Plan. SARs vest in four equal installments, beginning on 5/8/2010, 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.

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