

HNI CORP
Form 5
February 13, 2017

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Bradford Steven M

(Last) (First) (Middle)

600 EAST SECOND STREET

(Street)

MUSCATINE, IA 52761

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HNI CORP [HNI]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Sr. VP, Gen. Counsel & Sec.

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) Price | | | |
| Common Stock | 02/29/2016 | Â | A | 1,272 A \$ 0 ⁽¹⁾ | 23,841.77 ₍₂₎ | D | Â |
| Common Stock | 04/01/2016 | Â | A | 193.3517 A \$ 39.55 ₍₃₎ | 24,035.12 | D | Â |
| Common Stock | 07/01/2016 | Â | A | 163.8187 A \$ 46.68 ₍₃₎ | 24,198.94 | D | Â |

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| | | | | | | | | | |
|--------------|------------|---|---|----------|---|-----------------|-----------|---|---------------------------|
| Common Stock | 09/30/2016 | Â | A | 192.1372 | A | \$ 39.8 (3) | 24,391.08 | D | Â |
| Common Stock | 12/30/2016 | Â | A | 36.8173 | A | \$ 55.92 (3) | 24,427.9 | D | Â |
| Common Stock | 12/30/2016 | Â | A | 184.6304 | A | \$ 0 (4) | 1,146.18 | I | Profit-Sharing Retirement |

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) | 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 of Derivative Security (Instr. 5) | 9. Price of Underlying Security (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bradford Steven M 600 EAST SECOND STREET MUSCATINE, IA 52761 | Â | Â | Â Sr. VP, Gen. Counsel & Sec. | Â |

Signatures

/s/Julie Abramowski, By Power of Attorney
Date: 02/13/2017

__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) An interim grant of 1,272 shares was made to the reporting person on February 29, 2016, under the HNI Corporation Supplemental Income Plan for which no Form 4 is required.

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- (2) The total reported in Column 5 has been adjusted to correct an overstatement of direct holdings by 175.19 shares first reflected in a Form 5 filed on February 9, 2015.
- (3) These shares were acquired during the fiscal year under the HNI Corporation 2002 Members' Stock Purchase Plan. This information is as of December 30, 2016.
- (4) These shares were acquired under the HNI Corporation Profit-Sharing Retirement Plan. The information is as of December 30, 2016.

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