

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **October 7, 2024**

LA-Z-BOY INCORPORATED

(Exact name of registrant as specified in its charter)

Michigan
(State or other jurisdiction of
incorporation)

1-9656
(Commission
File Number)

38-0751137
(IRS Employer
Identification No.)

One La-Z-Boy Drive, Monroe, Michigan
(Address of principal executive offices)

48162-5138
(Zip Code)

Registrant's telephone number, including area code (734) 242-1444

N/A

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, \$1.00 par value	LZB	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On October 7, 2024, Robert G. Lucian, Senior Vice President and Chief Financial Officer, informed La-Z-Boy Incorporated (the “Company”) of his planned retirement from the Company at the end of the fiscal year, effective April 26, 2025. Mr. Lucian will continue in his current position through December 31, 2024, and will remain with the Company as Senior Vice President until the end of fiscal year 2025 to support the transition.

On October 8, 2024, the Board of Directors of the Company elected Taylor E. Luebke to succeed Mr. Lucian as Senior Vice President and Chief Financial Officer of the Company, effective January 1, 2025.

Mr. Luebke, age 42, has held the position of Vice President, Finance and Treasurer of the Company since January 2023. Prior to that, he served as the Company’s Senior Finance Director, Residential Division, a position he held since joining the Company in January 2021. Prior to joining the Company, Mr. Luebke was the Finance Director, Amazon Customer Team at The Procter & Gamble Company, a multinational consumer goods corporation, from January 2019 to January 2021. Prior to that, Mr. Luebke held several financial leadership roles with consumer product companies, including The Procter & Gamble Company.

In connection with his election as Senior Vice President and Chief Financial Officer, effective January 1, 2025, Mr. Luebke’s annualized base salary will be set at \$440,000 and his short-term cash incentive target award opportunity under the terms of the Company’s 2024 Omnibus Incentive Plan will be set at 75% of his eligible earnings for the remainder of fiscal year 2025. Contingent upon his assumption of the role of Senior Vice President and Chief Financial Officer of the Company, on January 15, 2025, Mr. Luebke will also receive a one-time restricted stock unit grant with a grant date value of \$200,000, pursuant to the Company’s 2024 Omnibus Incentive Plan and subject to its provisions and the provisions of the Company’s standard form of award agreement for restricted stock units with time-based vesting over a four-year period at 25% per year on the anniversary of the grant date. Mr. Luebke will also be eligible for other benefits consistent with those received by the Company’s other executive officers.

Item 7.01 Regulation FD Disclosure.

On October 10, 2024, the Company issued a press release announcing the recent senior leadership changes. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information in the preceding paragraph, as well as Exhibit 99.1 hereto, is being “furnished” pursuant to Item 7.01 and shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, and is not incorporated by reference into any Company filing, whether made before or after the date hereof, except as shall be expressly set forth by specific reference in such filing and regardless of any general incorporation language in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) The following exhibits are furnished as part of this report:

Exhibit No.	Description
99.1	News Release dated October 10, 2024
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LA-Z-BOY INCORPORATED

(Registrant)

Date: October 10, 2024

BY: /s/ Raphael Z. Richmond

Raphael Z. Richmond
Vice President, General Counsel and Chief
Compliance Officer



La-Z-Boy Incorporated Announces Chief Financial Officer Succession

VP, Finance and Treasurer Taylor Luebke to Succeed Bob Lucian as CFO

MONROE, Mich., October 10, 2024 – La-Z-Boy Incorporated (NYSE: LZB), a global leader in the retail and manufacture of residential furniture, today announced that Bob Lucian, Senior Vice President and Chief Financial Officer, will retire at the end of the fiscal year, effective April 26, 2025. Taylor Luebke, Vice President, Finance and Treasurer, will succeed Lucian as Senior Vice President and Chief Financial Officer beginning January 1, 2025.

Luebke has nearly 20 years of finance experience, including in financial planning and analysis, treasury, supply chain finance, and business strategy. He joined La-Z-Boy Incorporated in 2021 and has held roles of increasing responsibility, most recently serving as Vice President, Finance and Treasurer, working in close partnership with the Chief Financial Officer to drive strategic planning and lead the company's day-to-day financial and treasury operations. In addition to his time at La-Z-Boy Incorporated, Luebke has held several financial leadership roles with iconic consumer product companies, most notably The Procter & Gamble Company.

After almost 35 years in finance, Lucian joined La-Z-Boy Incorporated in 2019 and served as Vice President, Finance until his appointment to his current role as CFO in 2021. He will continue in his current position through December 31, 2024, and will remain with the company until the end of the fiscal year to support the transition.

"I would like to thank Bob for his years of leadership contributions," said Melinda Whittington, President and Chief Executive Officer of La-Z-Boy Incorporated. "He has played an integral role in helping to execute our Century Vision strategy, including growing our Retail network and maintaining a strong balance sheet and disciplined capital allocation, even through the pandemic disruption and ongoing challenging macroeconomic environment."

Whittington continued, "I'm also exceedingly pleased to have Taylor in place to succeed Bob as CFO, which is a testament to our robust succession planning and talent development. With his strong financial expertise and business acumen, Taylor is well positioned to take on this important role and continue to deliver on our Century Vision strategic execution and financial success. He has already taken an increasingly active role with our Board and investors, and I have full confidence in his ability to provide strong financial leadership for La-Z-Boy Incorporated throughout the next phase of the company's growth."

"It has been an honor to serve as CFO for La-Z-Boy Incorporated and a great privilege to work with this exceptional team, including Taylor Luebke, who has a thorough understanding of this company and will help drive its future success," said Lucian. "I look forward to watching as La-Z-Boy Incorporated continues to leverage its iconic brand and financial position to drive shareholder value."

Contacts:

Mark Becks, Investor Relations: (734) 457-9538; Mark.Becks@la-z-boy.com
Cara Klaer, Corporate Communications: (734) 598-0652; Cara.Klaer@la-z-boy.com

About La-Z-Boy Incorporated:

La-Z-Boy Incorporated brings the transformational power of comfort to people, homes, and communities around the world - a mission that began when its founders invented the iconic recliner in 1927. Today, the company operates as a vertically integrated furniture retailer and manufacturer, committed to uncompromising quality and compassion for its consumers.

The Retail segment consists of about 190 company-owned La-Z-Boy Furniture Galleries® stores, and is part of a broader network of over 350 La-Z-Boy Furniture Galleries® that, with La-Z-Boy.com, serve customers nationwide. Joybird®, an e-commerce retailer and manufacturer of modern upholstered furniture, has 12 stores in the U.S. In the Wholesale segment, La-Z-Boy manufactures comfortable, custom furniture for its Furniture Galleries® and a variety of retail channels, England Furniture Co. offers custom upholstered furniture, and casegoods brands Kincaid®, American Drew®, and Hammary® provide pieces that make every room feel like home. To learn more, please visit: <https://www.la-z-boy.com/>.

Cautionary Note Regarding Forward-Looking Statements:

This news release contains “forward-looking” statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements can be identified by the fact that they do not relate strictly to historical or current facts. Generally, forward-looking statements include information concerning expectations, projections or trends relating to our results of operations, financial results, financial condition, strategic initiatives and plans, expenses, dividends, share repurchases, liquidity, use of cash and cash requirements, borrowing capacity, investments, future economic performance, and our business and industry.

The forward-looking statements in this press release are based on certain assumptions and currently available information and are subject to various risks and uncertainties, many of which are unforeseeable and beyond our control. Additional risks and uncertainties that we do not presently know about or that we currently consider to be immaterial may also affect our business operations and financial results. Our actual future results and trends may differ materially depending on a variety of factors, including, but not limited to, the risks and uncertainties discussed in our Fiscal 2024 Annual Report on Form 10-K and other factors identified in our reports filed with the Securities and Exchange Commission (the “SEC”), available on the SEC’s website at www.sec.gov. Given these risks and uncertainties, you should not rely on forward-looking statements as a prediction of actual results. We are including this cautionary note to make applicable and take advantage of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 for forward-looking statements. We undertake no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or for any other reason.