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| OMB APPROVAL | |
| OMB Number: | 3235-0287 |
| Estimated average burden | |
| hours per response: | 0.5 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | | | | |
|---|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person* <u>Collier John Douglas</u> <hr/> (Last) (First) (Middle) <u>ONE LA-Z-BOY DRIVE</u> <hr/> (Street) <u>MONROE MI 48162</u> <hr/> (City) (State) (Zip) | | | 2. Issuer Name and Ticker or Trading Symbol <u>LA-Z-BOY INC [LZB]</u> | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: right;">Senior Vice President</p> | |
| | | | 3. Date of Earliest Transaction (Month/Day/Year) <u>06/15/2015</u> | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 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 | (A) or (D) | Price | | | |
| Common Shares | 06/15/2015 | | A | | 782 | A | \$0 | 88,280 | D | |
| Common Shares | 06/15/2015 | | A | | 2,222 | A | \$0 | 90,502 | D | |
| Common Shares | 06/15/2015 | | M | | 11,342 | A | \$0 | 101,844 | D | |
| Common Shares | 06/15/2015 | | D | | 11,342 | D | \$26.69 | 90,502 | D | |
| Common Shares | | | | | | | | 12,000 | I | by Spouse IRA |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--------|--|---------------------------|---|----------------------------|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units ⁽¹⁾ | \$0 | 06/15/2015 | | A | | 5,067 | | (2) | (2) | Common Shares | 5,067 | \$0 | 11,342 | D | |
| Restricted Stock Units | \$0 | 06/15/2015 | | M | | | 11,342 | (2) | (2) | Common Shares | 11,342 | \$0 | 0 | D | |
| Stock Options (right to buy) | \$26.69 | 06/15/2015 | | A | | 21,465 | | 06/15/2016 ⁽³⁾ | 06/15/2025 ⁽³⁾ | Common Shares | 21,465 | \$0 | 21,465 | D | |

Explanation of Responses:

1. Restricted stock units payable in cash.
2. These restricted stock units were granted and settled under the La-Z-Boy Incorporated 2010 Omnibus Incentive Plan upon approval by the Compensation Committee following the performance cycle ending in April 2015.
3. 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.

Remarks:

James P. Klarr, Attorney in fact 06/17/2015

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.