**HNI CORP** Form 4 March 07, 2011

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 obligations may continue. See Instruction 1(b).

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 \* MARTIN DENNIS J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

**OMB APPROVAL** 

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response...

HNI CORP [HNI]

(Last) (First) (Middle)

408 EAST SECOND STREET

(Street)

(State)

3. Date of Earliest Transaction

(Month/Day/Year)

X\_\_ Director 10% Owner Other (specify Officer (give title

(Check all applicable)

03/03/2011

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

MUSCATINE, IA 52761

(City)

| (City)                               | (State)                              | (Zip) Tal   | ble I - Non                            | -Derivative S  | ecurit | ies Acquire  | ed, Disposed of, o   | r Beneficially   | Owned   |
|--------------------------------------|--------------------------------------|---|--|--|--------|--------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securities on Disposed of (Instr. 3, 4 and Amount | (D)    | ired (A) or  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock                      | 03/03/2011                           |   | S                                      | 400  | D      | \$ 32.27     | 18,022.1388  | D  |   |
| Common<br>Stock                      | 03/03/2011                           |   | S                                      | 1,762  | D      | \$<br>32.352 | 16,260.1388  | D  |   |
| Common<br>Stock                      | 03/07/2011                           |   | A                                      | 121.9775   | A      | \$ 0 (1)     | 16,382.1163  | D  |   |

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

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.

SEC 1474

(9-02)

### Edgar Filing: HNI CORP - Form 4

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

|   | 1. Title of Derivative | 2. Conversion                         | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4.<br>Transacti    | 5.<br>orNumber | 6. Date Exerc<br>Expiration D |                    | 7. Title<br>Amount                          |  | 8. Price of Derivative | 9. Nu<br>Deriv  |
|---|------------------------|---------------------------------------|--------------------------------------|-------------------------------|--------------------|----------------|-------------------------------|--------------------|---|--|------------------------|---|
| Security or Exerci<br>(Instr. 3) Price of |                        | or Exercise<br>Price of<br>Derivative | (Month/Day/Tear)                     | any (Month/Day/Year)          | Code<br>(Instr. 8) | of             | (Month/Day/Year)<br>e         |                    | Underlying<br>Securities<br>(Instr. 3 and 4 | ying<br>ies                            | Security<br>(Instr. 5) | Secur<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|   |                        |                                       |                                      |                               | Code V             | (A) (D)        | Date<br>Exercisable           | Expiration<br>Date | Title N                                     | Amount<br>or<br>Number<br>of<br>Shares |                        |   |

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

MARTIN DENNIS J 408 EAST SECOND STREET X MUSCATINE, IA 52761

## **Signatures**

Tamara S. Feldman, By Power of Attorney

03/07/2011

Date

\*\*Signature of Reporting Person

**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) These shares are reinvested dividends and were acquired under the HNI Corporation Directors Deferred Compensation Plan.

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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