

HNI CORP  
Form 4  
February 20, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**DITTMER JERALD K**

(Last) (First) (Middle)  
408 EAST SECOND STREET  
(Street)

MUSCATINE, IA 52761

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
02/15/2013

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)  
Executive Vice President

6. Individual or Joint/Group Filing (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 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)
				(A) or (D)	Price		
Common Stock	02/15/2013		M	15,102	A \$ 22.56	38,869.9906	D
Common Stock	02/15/2013		S	300	D \$ 31.82	38,569.9906	D
Common Stock	02/15/2013		S	147	D \$ 31.8295	38,422.9906	D
Common Stock	02/15/2013		S	653	D \$ 31.83	37,769.9906	D
Common Stock	02/15/2013		S	100	D \$ 31.845	37,669.9906	D

## Edgar Filing: HNI CORP - Form 4

Common Stock	02/15/2013	S	402	D	\$ 31.85	37,267.9906	D
Common Stock	02/15/2013	S	100	D	\$ 31.8512	37,167.9906	D
Common Stock	02/15/2013	S	393	D	\$ 31.86	36,774.9906	D
Common Stock	02/15/2013	S	200	D	\$ 31.87	36,574.9906	D
Common Stock	02/15/2013	S	207	D	\$ 31.8748	36,367.9906	D
Common Stock	02/15/2013	S	200	D	\$ 31.875	36,167.9906	D
Common Stock	02/15/2013	S	374	D	\$ 31.88	35,793.9906	D
Common Stock	02/15/2013	S	300	D	\$ 31.8833	35,493.9906	D
Common Stock	02/15/2013	S	426	D	\$ 31.89	35,067.9906	D
Common Stock	02/15/2013	S	200	D	\$ 31.895	34,867.9906	D
Common Stock	02/15/2013	S	700	D	\$ 31.9	34,167.9906	D
Common Stock	02/15/2013	S	300	D	\$ 31.91	33,867.9906	D
Common Stock	02/15/2013	S	300	D	\$ 31.92	33,567.9906	D
Common Stock	02/15/2013	S	500	D	\$ 31.925	33,067.9906	D
Common Stock	02/15/2013	S	300	D	\$ 31.9266	32,767.9906	D
Common Stock	02/15/2013	S	100	D	\$ 31.93	32,667.9906	D
Common Stock	02/15/2013	S	500	D	\$ 31.94	32,167.9906	D
Common Stock	02/15/2013	S	100	D	\$ 31.9586	32,067.9906	D
Common Stock	02/15/2013	S	500	D	\$ 31.96	31,567.9906	D
Common Stock	02/15/2013	S	100	D	\$ 31.97	31,467.9906	D
	02/15/2013	S	200	D	\$ 31.975	31,267.9906	D

Edgar Filing: HNI CORP - Form 4

Common Stock									
Common Stock	02/15/2013		S	600	D	\$ 31.98	30,667.9906	D	
Common Stock	02/15/2013		S	100	D	\$ 31.985	30,567.9906	D	
Common Stock	02/15/2013		S	400	D	\$ 31.9887	30,167.9906	D	
Common Stock							6,144.3092	I	Profit-Sharing Retirement

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)

**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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Non-qualifying employee stock options (right to buy)	\$ 22.56	02/15/2013		M	15,102	05/06/2012	05/06/2018	Common Stock	1

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DITTMER JERALD K 408 EAST SECOND STREET MUSCATINE, IA 52761			Executive Vice President	

## Signatures

Tamara S. Feldman, By Power of  
Attorney

02/20/2013

\_\_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).

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.