HNI CORP Form 4 February 26, 2013

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 Form 5

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

obligations may continue. See Instruction

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(b).

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Symbol HNI CORP [HNI]

(Last) (First)

(Middle)

3. Date of Earliest Transaction

(Check all applicable)

408 EAST SECOND STREET

(Street)

(Month/Day/Year)

02/25/2013

Director 10% Owner X_ Officer (give title Other (specify below)

Executive Vice President 6. Individual or Joint/Group Filing(Check

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

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

MUSCATINE, IA 52761

(City)	(State)	(Zip) Ta	ble I - Non	-Derivativ	e Secu	ırities Ac	quired, Disposed	of, or Benefi	cially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4	sposed 4 and 3 (A) or	of (D) 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)
Common Stock	02/25/2013		Code V M	Amount 18,100	(D)	Price \$ 10.36	43,182.9906 (1)	D	
Common Stock	02/25/2013		S	100	D	\$ 31	43,082.9906	D	
Common Stock	02/25/2013		S	300	D	\$ 31.01	42,782.9906	D	
Common Stock	02/25/2013		S	100	D	\$ 31.02	42,682.9906	D	
Common Stock	02/25/2013		S	100	D	\$ 31.03	42,582.9906	D	

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Common Stock	02/25/2013	S	100	D	\$ 31.05	42,482.9906	D
Common Stock	02/25/2013	S	300	D	\$ 31.07	42,182.9906	D
Common Stock	02/25/2013	S	100	D	\$ 31.09	42,082.9906	D
Common Stock	02/25/2013	S	300	D	\$ 31.12	41,782.9906	D
Common Stock	02/25/2013	S	300	D	\$ 31.13	41,482.9906	D
Common Stock	02/25/2013	S	300	D	\$ 31.14	41,182.9906	D
Common Stock	02/25/2013	S	300	D	\$ 31.15	40,882.9906	D
Common Stock	02/25/2013	S	500	D	\$ 31.16	40,382.9906	D
Common Stock	02/25/2013	S	100	D	\$ 31.17	40,282.9906	D
Common Stock	02/25/2013	S	200	D	\$ 31.18	40,082.9906	D
Common Stock	02/25/2013	S	200	D	\$ 31.19	39,882.9906	D
Common Stock	02/25/2013	S	100	D	\$ 31.2	39,782.9906	D
Common Stock	02/25/2013	S	100	D	\$ 31.21	39,682.9906	D
Common Stock	02/25/2013	S	200	D	\$ 31.23	39,482.9906	D
Common Stock	02/25/2013	S	100	D	\$ 31.26	39,382.9906	D
Common Stock	02/25/2013	S	200	D	\$ 31.27	39,182.9906	D
Common Stock	02/25/2013	S	100	D	\$ 31.3	39,082.9906	D
Common Stock	02/25/2013	S	300	D	\$ 31.31	38,782.9906	D
Common Stock	02/25/2013	S	100	D	\$ 31.32	38,682.9906	D
Common Stock	02/25/2013	S	100	D	\$ 31.33	38,582.9906	D
	02/25/2013	S	100	D		38,482.9906	D

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Common Stock					\$ 31.34			
Common Stock	02/25/2013	S	100	D	\$ 31.35	38,382.9906	D	
Common Stock	02/25/2013	S	200	D	\$ 31.37	38,182.9906	D	
Common Stock	02/25/2013	S	200	D	\$ 31.39	37,982.9906	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.

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SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	5. Number of or 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 Amo Underlying Sect (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Ar or Nu of
Non-qualifying employee stock options (right to buy)	\$ 10.36	02/25/2013		M	18,100	02/23/2013	02/23/2019	Common Stock	40

Reporting Owners

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

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Signatures

Tamara S. Feldman, By Power of Attorney 02/26/2013

**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).

Date

(1) An interim grant of 1,315 shares was made to the reporting person on February 25, 2013 under the HNI Corporation Supplemental Income Plan for which no Form 4 is required.

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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