

SMITH CLARENCE H
Form 4
March 15, 2013

FORM 4

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

OMB APPROVAL

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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 *
SMITH CLARENCE H

2. Issuer Name and Ticker or Trading Symbol
HAVERTY FURNITURE COMPANIES INC [HVT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President & CEO

(Last) (First) (Middle)
780 JOHNSON FERRY RD., SUITE 800

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/14/2013

ATLANTA, GA 30342-

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	03/14/2013		S	3,261 D \$ 19.2	72,833	D	
Class A Common Stock					65,130	D	
Class A Common Stock					1,950	I	By Spouse
Class A Common Stock					603,497 ⁽¹⁾	I	By Villa Clare, LP

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Stock				
Class A Common Stock		603,497 ⁽¹⁾	I	By West Wesley, LLC
Common Stock		23,187	I	By Spouse

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

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(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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
PARSUs 2011-01-27	<u>(2)</u>					<u>(2)</u>	<u>(2)</u>	Common Stock	14,400
PARSUs 2012	<u>(3)</u>					<u>(3)</u>	<u>(3)</u>	Common Stock	14,800
Phantom Stock	\$ 0					<u>(4)</u>	<u>(4)</u>	Common Stock	3,260
Restricted Stock Units	<u>(5)</u>					<u>(5)</u>	<u>(5)</u>	Common Stock	16,000
RSUs 2011-01-27	<u>(6)</u>					<u>(6)</u>	<u>(6)</u>	Common Stock	10,800
RSUs 2012	<u>(7)</u>					<u>(7)</u>	<u>(7)</u>	Common Stock	14,800
RSUs 2013	<u>(8)</u>					<u>(8)</u>	<u>(8)</u>	Common Stock	12,000
Stock Appreciation	\$ 9.13					<u>(9)</u>	02/06/2015	Common Stock	11,000

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- (10) Stock-Settled Appreciation rights ("SARs") granted under the 2004 Long-Term Incentive Plan. SARs vest in four equal installments, beginning on 5/8/2014, and expire seven years from the grant date.
- (11) Stock-Settled Appreciation Rights ("SARs") granted under the 2004 Long-Term Incentive Plan. SARs vest in four equal installments, beginning on 5/8/2010, and expire seven years from the grant date.

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

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