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HAVERTY FURNITURE COMPANIES INC

Form 4

August 30, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Expires:

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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 * HAVERTY RAWSON JR			2. Issuer Name and Ticker or Trading Symbol HAVERTY FURNITURE COMPANIES INC [HVT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 780 JOHNSO 800	(First) N FERRY	(Middle) RD., SUITE	3. Date of Earliest Transaction (Month/Day/Year) 08/28/2013	_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) Senior Vice President		
	(Street)		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		
ATLANTA, GA 30342-				Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tal	ble I - Non	-Derivativ	e Secu	ırities Acqui	ired, Disposed of	, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit cor Dispos (Instr. 3, 4	ed of (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	08/28/2013		S	7,141	D	\$ 24.68	12,859 (1)	I	By H5, LP
Common Stock	08/28/2013		S	2,859	D	\$ 24.58	10,000 (1)	I	By H5, LP
Common Stock	08/29/2013		S	10,000	D	\$ 24.6204	0 (1)	I	By H5, LP
Class A Common Stock							100,451	D	
							605,823 (1)	I	By H5, LP

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Class A Common Stock			
Class A Common Stock	605,823 (1)	I	By Pine Hill Associates, LLC
Class A Common Stock	11,228	I	Co-ttee Of Tr Fbo Daughter
Class A Common Stock	5,796	I	Co-ttee Of Tr Fbo Son
Common Stock	0 (1)	I	By Pine Hill Associates, LLC
Common Stock	1,000	I	Co-ttee Of Tr Fbo Daughter
Common Stock	1,000	I	Co-ttee Of Tr Fbo Son

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

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SEC 1474 (9-02)

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

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. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Underlying (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	<u>(2)</u>					(2)	(2)		4,900

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Restricted Stock Units				Common Stock	
RSUs 2011-01-27	<u>(3)</u>	(3)	<u>(3)</u>	Common Stock	2,500
RSUs 2012	<u>(4)</u>	<u>(4)</u>	<u>(4)</u>	Common Stock	3,750
RSUs 2013	<u>(5)</u>	<u>(5)</u>	(5)	Common Stock	4,500
Stock Appreciation Rights	\$ 18.14	<u>(6)</u>	01/24/2020	Common Stock	8,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
Toporous o mar round / radicoss	Director	10% Owner	Officer	Other		
HAVERTY RAWSON JR 780 JOHNSON FERRY RD. SUITE 800 ATLANTA, GA 30342-	X	X	Senior Vice President			

Signatures

Jenny H. Parker, Attorney-in-Fact

08/30/2013

**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).
- These shares are held by H5, LP, a limited partnership ("H5") and are also reported herein by Pine Hill Associates, LLC, a limited (1) liability company ("PH"), the partnership's general partner. Mr. Haverty is the sole manager of PH. Mr. Haverty disclaimes beneficial ownership of shares held by H5 or PH except to the extent of his pecuniary interest therein.
- Restricted Stock Units ("RSUs") award granted under the 2004 Long-Term Incentive Plan. RSUs vest in four yearly installments (10% in (2) each of the first three years and 70% in the fourth), beginning on 5/8/2011. Each RSU is equivalent to one share of common stock upon vesting.
- (3) Restricted Stock Units ("RSUs") award granted 1/27/2011 under the 2004 Long-Term Incentive Plan. RSUs vest equally over 4 years, beginning 5/8/2012. Each RSU is equivalent to one share of common stock upon vesting.
- (4) Restricted Stock Units ("RSUs") award granted 1/23/2012 under the 2004 Long-Term Incentive Plan. RSUs vest equally over 4 years, beginning 5/8/2013. Each RSU is equivalent to one share of common stock upon vesting.
- (5) Restricted Stock Units ("RSUs") award granted 1/24/2013 under the 2004 Long-Term Incentive Plan. RSUs vest equally over 4 years, beginning 5/8/2014. Each RSU is equivalent to one share of common stock upon vesting.
- (6) 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.

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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