

FLEXSTEEL INDUSTRIES INC
 Form 4
 May 12, 2015

FORM 4

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

OMB APPROVAL

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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 *
BERTSCH JEFFREY T

2. Issuer Name and Ticker or Trading Symbol
FLEXSTEEL INDUSTRIES INC [FLXS]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
P.O. BOX 877
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/11/2015

____ Director _____ 10% Owner
 ____ Officer (give title below) ____ Other (specify below)
VP-Corporate Services

DUBUQUE, IA 52004

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					17,829	I	By Flexsteel Industries
Common Stock					16,500	I	By Wife
Common Stock					111,153 ⁽¹⁾	I	Contingent Bene. Various Trusts
Common Stock	05/11/2015	05/11/2015	M	10,000 A	\$ 223,236	D	12.65

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Common Stock	05/11/2015	05/11/2015	M	10,750	A	\$ 14.4	233,986	D
Common Stock	05/11/2015	05/11/2015	F	7,757	D	\$ 36.26	226,229	D

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option 12/10/2007	\$ 12.35					12/10/2007	12/10/2017	Common Stock	10,000
Option 12/08/2008	\$ 6.81					12/08/2008	12/08/2018	Common Stock	20,000
Option 12/07/2009	\$ 8.42					12/07/2009	12/07/2019	Common Stock	15,000
Option 12/06/2010	\$ 17.23					12/06/2010	12/06/2020	Common Stock	5,000
Option 12/12/2011	\$ 13.9					12/12/2011	12/12/2021	Common Stock	5,000
Option 12/10/2012	\$ 19.77					12/10/2012	12/10/2022	Common Stock	3,300
Option 12/09/2013	\$ 27.57					12/09/2013	12/09/2023	Common Stock	2,400
Option 12/08/2014	\$ 31.06					12/08/2014	12/08/2024	Common Stock	1,000
Option 12/13/2005	\$ 14.4	05/11/2015	05/11/2015	M	10,750	12/13/2005	12/13/2015	Common Stock	10,750
Option 12/11/2006	\$ 12.65	05/11/2015	05/11/2015	M	10,000	12/11/2006	12/11/2016	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BERTSCH JEFFREY T P.O. BOX 877 DUBUQUE, IA 52004			VP-Corporate Services	

Signatures

Jeffrey Bertsch 05/12/2015

__Signature of Date
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) Neither this report nor its filing shall be deemed an admission that the reporting person is, for purposes of Section 16 of the Act or otherwise beneficial owner of these securities.

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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