

RIDLEY CLARENCE H
Form 4
May 11, 2010

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 *
RIDLEY 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)

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

3. Date of Earliest Transaction (Month/Day/Year)
05/10/2010

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

(Street)
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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | 05/10/2010 | | M | 1,696 A <u>1</u> | 26,596 | D | |
| Class A Common Stock | | | | | 316,438 | D | |
| Class A Common Stock | | | | | 1,860 | I | By Spouse |
| Class A Common Stock | | | | | 76,304 | I | I.r.t. Acct. Fbo Self |

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| | | | |
|--------------|-------|---|----------------------------|
| Stock | | | |
| Common Stock | 1,860 | I | By Spouse |
| Common Stock | 206 | I | Ttee 3rd Party Tr Fbo Self |

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 | |
| Phantom Stock | \$ 0 ⁽¹⁾ | 05/10/2010 | | M | 1,696 | ⁽²⁾ ⁽²⁾ | Common Stock | 1,696 |
| Stock Appreciation Rights | \$ 9.13 | | | | | ⁽³⁾ 02/06/2015 | Common Stock | 5,700 |
| Stock Options (Right to Buy) | \$ 11.25 | | | | | 10/31/2000 10/31/2010 | Common Stock | 6,000 |
| Stock Options (Right to Buy) | \$ 10.8125 | | | | | 04/30/2002 01/18/2011 | Common Stock | 25,000 |
| Stock Options (Right to Buy) | \$ 15.94 | | | | | 04/30/2003 12/20/2011 | Common Stock | 50,000 |
| Stock Options | \$ 12.9 | | | | | 04/30/2004 12/19/2012 | Common Stock | 22,000 |

(Right to Buy)

Stock

Options (Right to Buy)

\$ 20.3

04/30/2005 12/09/2010

Common Stock 25,000

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| RIDLEY CLARENCE H 780 JOHNSON FERRY RD. SUITE 800 ATLANTA, GA 30342- | X | | | |

Signatures

Jenny H. Parker,
Attorney-in-Fact

05/11/2010

__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).

(1) Each phantom stock unit was the economic equivalent of one share of HVT common stock. On May 10, 2010 1,696 phantom stock units were settled for an equal number of shares of HVT. The remaining shares will be distributed in four equal annual installments over the next four years.

(2) Deferred under Directors' Deferred Compensation Plan. Settlement will occur upon the earlier to occur of (i) termination of service on the Board of Directors, or (ii) death.

(3) Stock-Settled Appreciation Rights ("SARs") granted under the 2004 Long-Term Incentive Plan. SARs vest in four equal installments, beginning on 5/8/2009, and expire seven years from the grant date.

Remarks:

Mr. Ridley retired as a director of Haverty Furniture Companies, Inc. and his last term ended on May 10, 2010.

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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