SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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STATEMENT	OF	CHANGES	IN B	ENEFICIAL	OWNERSHIP
	U				

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

ame and Ticker or Trading Symbol BOY INC [LZB]	(Check		on(s) to Issuer 10% Owner				
· · · ·		Officer (give title below)	Other (specify below)				
Iment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X						
		Form filed by More than Person	One Reporting				
0b5-1(c) Transaction Indication							
Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							
	BOY INC [LZB] Earliest Transaction (Month/Day/Year) 23 Iment, Date of Original Filed (Month/Day/Year) Db5-1(c) Transaction Indication this box to indicate that a transaction was made pursuant t	BOY INC [LZB] (Check X Earliest Transaction (Month/Day/Year) 8 23 Iment, Date of Original Filed (Month/Day/Year) 6. Indiv Line) X Ob5-1(c) Transaction Indication X	BOY INC [LZB] (Check all applicable) Earliest Transaction (Month/Day/Year) (Check all applicable) 23 Director dment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing Line) X Form filed by One Repo Form filed by More than Person Db5-1(c) Transaction Indication this box to indicate that a transaction was made pursuant to a contract, instruction or written plan				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	if any '			Disposed Of (D) (Instr. 3, 4 and			Securities Beneficially	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Shares ⁽¹⁾	08/31/2023		A		3,890	Α	\$ <mark>0</mark>	3,890	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

		-	(5-,	,	, .		,					,			
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. Transa Code (8)		of Deriv Secu Acqu (A) o Disp of (D	r osed) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/N	ate	Deriv	unt of rities rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. On August 31, 2023, these restricted stock units were granted under the La-Z-Boy Incorporated 2022 Omnibus Incentive Plan, and each restricted stock unit is the economic equivalent of one share of LZB common stock. The restricted stock units will be settled in stock within 60 days following the vesting date, which is the one-year anniversary of the award date.

Remarks:

1

Uzma Ahmad, Attorney-in-Fact 09/05/2023

** Signature of Reporting Person Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.