

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549-1004

FORM 8-K

Current Report Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

August 14, 2002

(Date of Report (Date of Earliest Event Reported))

LA-Z-BOY INCORPORATED

(Exact name of registrant as specified in its charter)

MICHIGAN

38-0751137

(State or other jurisdiction of
incorporation or organization)

(I.R.S. Employer
Identification No.)

1284 North Telegraph Road, Monroe, Michigan

48162-3390

(Address of principal executive offices)

(Zip Code)

REGISTRANT'S TELEPHONE NUMBER, INCLUDING AREA CODE (734) 241-4414

None

Former name, former address and former fiscal year, if changed since last
report.

Item 9: Statements Under Oath of Principal Executive Officer and Principal
Financial Officer Regarding Facts and Circumstances Relating to
Exchange Act Filings

Statement Under Oath of Principal Executive Officer and Principal Financial
Officer Regarding Facts and Circumstances Relating to Exchange Act
Filings

I, David M. Risley, Senior Vice President and Chief Financial Officer, state and
attest that:

- 1) To the best of my knowledge, based upon a review of the covered reports
of La-Z-Boy Incorporated, and, except as corrected or supplemented in a
subsequent covered report:
 - o no covered report contained an untrue statement of a material fact
as of the end of the period covered by such report (or in the case
of a report on Form 8-K or definitive proxy materials, as of the
date on which it was filed); and
 - o no covered report omitted to state a material fact necessary to make
the statements in the covered report, in light of the circumstances
under which they were made, not misleading as of the end of the
period covered by such report (or in the case of a report on Form
8-K or definitive proxy materials, as of the date on which it was
filed).
- 2) I have reviewed the contents of this statement with the Company's audit
committee.
- 3) In this statement under oath, each of the following, if filed on or
before the date of this statement, is a "covered report":
 - o La-Z-Boy Incorporated Annual Report to the Securities & Exchange
Commission on Form 10-K for the year ended April 27, 2002 Commission
File No. 1-9656 (filed June 24, 2002).
 - o all reports on Form 10-Q, all reports on Form 8-K and all definitive
proxy materials of La-Z-Boy Incorporated filed with the Commission
subsequent to the filing of the Form 10-K identified above; and
 - o any amendments to any of the foregoing.

Signature: /s/ David M. Risley

Name: David M. Risley
Senior Vice President and
Chief Financial Officer

Date: August 14, 2002

Subscribed and sworn to
before me this 14th day of
August 2002.

/s/ Kathleen S. Stiefel

Notary Public

Kathleen S. Stiefel
Notary Public Monroe County, Michigan

My commission expires
May 17, 2005

Statement Under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Gerald L. Kiser, President and Chief Executive Officer, state and attest that:

- 1) To the best of my knowledge, based upon a review of the covered reports of La-Z-Boy Incorporated, and, except as corrected or supplemented in a subsequent covered report:
 - o no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - o no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- 2) I have reviewed the contents of this statement with the Company's audit committee.
- 3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - o La-Z-Boy Incorporated Annual Report to the Securities & Exchange Commission on Form 10-K for the year ended April 27, 2002 Commission File No. 1-9656 (filed June 24, 2002).
 - o all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of La-Z-Boy Incorporated filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - o any amendments to any of the foregoing.

Signature: /s/ Gerald L. Kiser

Name: Gerald L. Kiser
President and Chief
Executive Officer

Date: August 14, 2002

Subscribed and sworn to
before me this 14th day of
August 2002.

/s/ Kathleen S. Stiefel

Notary Public

Kathleen S. Stiefel
Notary Public Monroe County, Michigan

My commission expires
May 17, 2005

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

LA-Z-BOY INCORPORATED

(Registrant)

Date August 14, 2002

/s/ Louis M. Riccio, Jr.

Louis M. Riccio, Jr.
Chief Accounting Officer