

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

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of Earliest Event Reported): **June 27, 2023**

LA-Z-BOY INCORPORATED

(Exact name of registrant as specified in its charter)

Michigan
(State or other jurisdiction of
incorporation)

1-9656
(Commission
File Number)

38-0751137
(IRS Employer
Identification No.)

One La-Z-Boy Drive, Monroe, Michigan
(Address of principal executive offices)

48162-5138
(Zip Code)

Registrant's telephone number, including area code (734) 242-1444

N/A

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, \$1.00 par value	LZB	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangement of Certain Officers

(d) On June 27, 2023, the Board of Directors (the “Board”) of La-Z-Boy Incorporated (the “Company”) elected Raza S. Haider to the Board for a term that will expire at the annual meeting of shareholders in 2023. Mr. Haider is joining the Board as an independent director and has been appointed to serve as a member of the Nominating and Governance Committee. He will receive the compensation currently paid to non-employee directors, on a pro rata basis for any partial fiscal quarter. The Board approved an equity award grant to Mr. Haider, under the Company’s 2022 Omnibus Incentive Plan, of restricted stock units with a grant date value of \$20,778 effective on June 27, 2023.

A copy of the news release announcing Mr. Haider's election is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) The following exhibits are furnished as part of this report:

Description

99.1	News Release Dated June 28, 2023
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

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 hereunto duly authorized.

LA-Z-BOY INCORPORATED

(Registrant)

Date: June 28, 2023

BY:/s/ Raphael Z. Richmond

Raphael Z. Richmond
Vice President, General Counsel and Chief
Compliance Officer



NEWS RELEASE

LA-Z-BOY APPOINTS RAZA HAIDER TO BOARD OF DIRECTORS

MONROE, Mich., June 28, 2023 -- La-Z-Boy Incorporated (NYSE: LZB), a global leader in residential furniture, today announced that Raza S. Haider has been named to its Board of Directors, effective yesterday. He will serve on the Nominating and Governance Committee. The appointment expands the Board to 11 members.

Mr. Haider is the Chief Product and Supply Chain Officer of Bose Corporation. At Bose, he is responsible for designing strategic innovations for the brand's broad product portfolio to better connect with consumers. Prior to joining Bose, he was Senior Vice President at Dell Technologies, Inc. where he was most recently the general manager of Dell's global consumer PC and Client Peripheral business and before that, led various product development groups. Raza's 23-year career includes a diverse set of experiences at other global companies, including McKinsey and Adventis.

Melinda D. Whittington, President and Chief Executive Officer of La-Z-Boy Incorporated, said, "We are delighted to have an individual of Raza's experience join our Board of Directors. He is a seasoned executive who has a track record of establishing design thinking to enhance engagement with an evolving consumer. Additionally, with his unique background of delivering transformational solutions that stay true to the brand's core mission and values, he will undoubtedly make a significant contribution to our Board's oversight as we execute our Century Vision growth strategy over the long term."

Michael T. Lawton, Chair of the Board, said, "Raza's appointment is reflective of our strong commitment to ongoing refreshment of the Board. In addition to bringing to La-Z-Boy a breadth of experience in the consumer space, his pragmatic approach and e-commerce savvy will serve the company well. The Board and the Executive Leadership Team look forward to working with him."

Before joining Dell, Haider spent seven years at McKinsey & Company, consulting for clients in the technology, media, and communications sectors. Raza holds a bachelor's degree in Economics and Psychology from Ohio Wesleyan University. In addition, Raza is an active angel investor and mentor for startups in business incubators based in Austin, TX.

A full listing of the La-Z-Boy Incorporated Board of Directors may be found at: <https://lazboy.gcs-web.com/corporate-governance/board-of-directors>.

Investor Relations Contact

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About La-Z-Boy

La-Z-Boy Incorporated is one of the world's leading residential furniture producers, marketing furniture for every room of the home. The Wholesale segment includes La-Z-Boy, England, American Drew®, Hammary®, Kincaid® and the company's international wholesale and manufacturing businesses. The company-owned Retail segment includes 171 of the 349 La-Z-Boy Furniture Galleries® stores. Joybird is an e-commerce retailer and manufacturer of upholstered furniture.

The corporation's branded distribution network is dedicated to selling La-Z-Boy Incorporated products and brands, and includes 349 stand-alone La-Z-Boy Furniture Galleries® stores and 522 independent Comfort Studio® locations, in addition to in-store gallery programs for the company's Kincaid and England operating units. Additional information is available at <https://www.la-z-boy.com/>.

Cautionary Note Regarding Forward-Looking Statements

This news release contains "forward-looking" statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements can be identified by the fact that they do not relate strictly to historical or current facts. Generally, forward-looking statements include information concerning expectations, projections or trends relating to our results of operations, financial results, financial condition, strategic initiatives and plans, expenses, dividends, share repurchases, liquidity, use of cash and cash requirements, borrowing capacity, investments, future economic performance, and our business and industry.

The forward-looking statements in this press release are based on certain assumptions and currently available information and are subject to various risks and uncertainties, many of which are unforeseeable and beyond our control. Additional risks and uncertainties that we do not presently know about or that we currently consider to be immaterial may also affect our business operations and financial results. Our actual future results and trends may differ materially depending on a variety of factors, including, but not limited to, the risks and uncertainties discussed in our fiscal 2023 Annual Report on Form 10-K and other factors identified in our reports filed with the Securities and Exchange Commission (the "SEC"), available on the SEC's website at www.sec.gov. Given these risks and uncertainties, you should not rely on forward-looking statements as a prediction of actual results. We are including this cautionary note to make applicable and take advantage of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 for forward-looking statements. We undertake no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or for any other reason.

Additional Information

This news release is just one part of La-Z-Boy's financial disclosures and should be read in conjunction with other information filed with the SEC, which is available at: <https://lazboy.gcs-web.com/financial-information/sec-filings>. Investors and others wishing to be notified of future La-Z-Boy news releases, SEC filings and quarterly investor conference calls may sign up at: <https://lazboy.gcs-web.com/>.

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