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UNITED STATES  
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 20, 2008

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

**LA-Z-BOY INCORPORATED**

(Exact name of registrant as specified in its charter)

MICHIGAN

1-9656

38-0751137

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(State or other jurisdiction of  
incorporation)

(Commission  
File Number)

(IRS Employer  
Identification Number)

1284 North Telegraph Road, Monroe,  
Michigan

48162-3390

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(Address of principal executive offices)

Zip Code

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

None

(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))
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### **Item 8.01. Other Events.**

On August 20, 2008, the Company issued a press release announcing the preliminary results from the Fiscal 2008 Annual Meeting of Shareholders. A copy of the press release is attached as Exhibit 99.1 to this current report on Form 8-K.

The information in this report shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such a filing.

### **Item 9.01 Financial Statements and Exhibits**

#### (d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated August 20, 2008.

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**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 21, 2008

BY: /S/ Margaret L. Mueller  
\_\_\_\_\_  
Margaret L. Mueller  
Corporate Controller



**NEWS RELEASE**

**Contact:** Kathy Liebmann

(734) 241-2438

[kathy.liebmann@la-z-boy.com](mailto:kathy.liebmann@la-z-boy.com)

**LA-Z-BOY REPORTS PRELIMINARY ANNUAL MEETING RESULTS**

MONROE, MI. August 20, 2008—La-Z-Boy Incorporated (NYSE: LZB) today announced the preliminary results of its Fiscal 2008 Annual Meeting of Shareholders, held at the company's corporate headquarters in Monroe, Michigan.

Shareholders re-elected four directors for a term of three years. They are:

- Kurt L. Darrow;
- James W. Johnston;
- H. George Levy, M.D; and
- W. Alan McCollough.

Shareholders also voted to:

- ratify the selection of PricewaterhouseCoopers LLP as the company's independent registered public accounting firm for fiscal 2009; and
- approve an amendment to La-Z-Boy's articles of incorporation eliminating the high vote requirement for certain mergers and other transactions.

Shareholders defeated proposals to:

- approve amendments to the company's articles of incorporation and bylaws reducing the vote required for shareholders to amend its bylaws from 67% to a majority; and
- amend the company's bylaws to reorganize the Board of Directors into one class, with each director serving a term of one year.

**Background Information**

La-Z-Boy Incorporated is one of the world's leading residential furniture producers, marketing furniture for every room of the home. The La-Z-Boy Upholstery Group companies are Bauhaus, England and La-Z-Boy. The La-Z-Boy Casegoods Group companies are American Drew/Lea, Hammary and Kincaid.

The corporation's proprietary distribution network is dedicated exclusively to selling La-Z-Boy Incorporated products and brands, and includes 333 stand-alone La-Z-Boy Furniture Galleries® stores, 21 La-Z-Boy In-Store Galleries and 387 Comfort Studios, in addition to in-store gallery programs at the company's Kincaid, England and Lea operating units. According to industry trade publication *In Furniture*, the La-Z-Boy Furniture Galleries retail network is North America's largest single-brand furniture retailer. Additional information is available at <http://www.la-z-boy.com/>.

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