SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

SCHEDULE 13D (Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

(Amendment No. 4)(1)

La-Z Boy Incorporated

(Name of issuer)

COMMON STOCK, \$1.00 PAR VALUE

(Title of class of securities)

505336 10 7 ______

(CUSIP number)

STEVEN WOLOSKY, ESQ. OLSHAN GRUNDMAN FROME ROSENZWEIG & WOLOSKY LLP Park Avenue Tower 65 East 55th Street New York, New York 10022 (212) 451-2300

(Name, address and telephone number of person authorized to receive notices and communications)

October 9, 2007

(Date of event which requires filing of this statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box / /.

 $\,$ NOTE. The Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. SEE Rule 13d-7(b) for other parties to whom copies are to be sent.

> (Continued on following pages) (Page 1 of 13 Pages)

(1) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, SEE the NOTES).

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NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

MLF Investments, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) / /

3	SEC USE ONLY	
4	SOURCE OF FUNDS*	
	AF, 00	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIF PURSUANT TO ITEM 2(d) OR 2(e)	RED / /
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
NUMBER OF SHARES	7 SOLE VOTING POWER	
BENEFICIALLY OWNED BY		
EACH REPORTING	8 SHARED VOTING POWER	
PERSON WITH	3,062,003 shares (1)	
	9 SOLE DISPOSITIVE POWER	
	0 shares	
	10 SHARED DISPOSITIVE POWER	
	3,062,003 shares (1)	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	3,062,003 shares (1)	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*	; //
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	6.0%	
14	TYPE OF REPORTING PERSON*	
========	00	========
(1)	Includes (a) 1,439,600 shares of Common Stock issuable exercise of options held by MLF Offshore Portfolio Compar (b) 60,400 shares of Common Stock issuable upon the options held by MLF Partners 100, L.P.	y, L.P. and
	*SEE INSTRUCTIONS BEFORE FILLING OUT!	
CUSIP No. 50		of 13 Pages
	· ·	
1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES	
	MLF Offshore Portfolio Company, L.P.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) / / (b) / /
3	SEC USE ONLY	
4	SOURCE OF FUNDS*	
	WC	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIP PURSUANT TO ITEM 2(d) OR 2(e)	RED / /

CITIZENSHIP OR PLACE OF ORGANIZATION

6

	0	shares		
	10 SHARED	DISPOSITIVE POWER		
	2,	,937,803 shares (1)		
11	AGGREGATE AMOUNT PERSON	BENEFICIALLY OWNED B		
	2,937,803 sh	hares (1)		
12	CERTAIN SHARES*	AGGREGATE AMOUNT IN	, ,	/ /
13		REPRESENTED BY AMOUN		
	5.7%			
14	TYPE OF REPORTING	G PERSON*		
========	CO	============	:=========	=======
(1)	of options held by M	shares of Common Stoc MLF Offshore Portfoli RUCTIONS BEFORE FILLI	Lo Company, L.P.	exercise
 CUSIP No. 50	 5336 10 7	13D	Page 5 of 2	 13 Pages
 1	NAME OF REPORTING I.R.S. IDENTIFICA MLF Partners	G PERSONS ATION NOS. OF ABOVE P	PERSONS (ENTITIES ONI	
2		RIATE BOX IF A MEMBER	OF A GROUP*	(a) / / (b) / /
3	SEC USE ONLY			
4	SOURCE OF FUNDS*			
	00			
		CLOSURE OF LEGAL PROC		/ /
6		LACE OF ORGANIZATION		
	Delaware			
	7 SOLE VO		-	-
BENEFICIALLY OWNED BY		shares		
EACH REPORTING	8 SHARED			
PERSON WITH	12	24,200 shares (1)		
	9 SOLE D	ISPOSITIVE POWER		
		shares		
	10 SHARED	DISPOSITIVE POWER		
	12	24,200 shares (1)		
11	AGGREGATE AMOUNT PERSON	BENEFICIALLY OWNED B	BY EACH REPORTING	
	124,200 shar	res (1)		

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES

	CERTAIN SHARES*	/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	LESS THAN 1%	
 14	TYPE OF REPORTING PERSON*	
	PN	
=========		=======
	ncludes 60,400 shares of Common Stock issuable upon the otions held by MLF Partners 100, L.P.	exercise of
	*SEE INSTRUCTIONS BEFORE FILLING OUT!	
 CUSIP No. 5053	336 10 7 13D Page 6 o	 f 13 Pages
1	NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES	======= ONLY)
	MLF Capital Management, L.P.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	
3	SEC USE ONLY	
4	SOURCE OF FUNDS*	
	AF, 00	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIR PURSUANT TO ITEM 2(d) OR 2(e)	/ /
6	CITIZENSHIP OR PLACE OF ORGANIZATION	
	Delaware	
	7 SOLE VOTING POWER	
SHARES BENEFICIALLY		
OWNED BY EACH	8 SHARED VOTING POWER	
REPORTING PERSON WITH	3,062,003 shares (1)	
	9 SOLE DISPOSITIVE POWER	
	0 shares	
	10 SHARED DISPOSITIVE POWER	
	3,062,003 shares (1)	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	3,062,003 shares (1)	
12	CERTAIN SHARES*	/ /
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	6.0%	
 14	TYPE OF REPORTING PERSON*	
•	PN	
========		=======

(1) Includes (a) 1,439,600 shares of Common Stock issuable upon the exercise of options held by MLF Offshore Portfolio Company, L.P. and

(b) 60,400 shares of Common Stock issuable upon the exercise of options held by MLF Partners 100, L.P.

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 505	336 10 7	13D	Page 7 of 13 Pages
1	NAME OF REPORTI	ENG PERSONS CCATION NOS. OF ABOVE PERSONS (
	MLF Holdir	ngs, LLC	
2	CHECK THE APPRO	OPRIATE BOX IF A MEMBER OF A GR	OUP* (a) / / (b) / /
3	SEC USE ONLY		
4	SOURCE OF FUNDS	S*	
	AF, 00		
5	PURSUANT TO ITE	ISCLOSURE OF LEGAL PROCEEDINGS EM 2(d) OR 2(e)	//
6		PLACE OF ORGANIZATION	
	Delaware		
	7 SOLE		
SHARES BENEFICIALLY		0 shares	
OWNED BY EACH	8 SHARE	ED VOTING POWER	
REPORTING PERSON WITH		3,062,003 shares (1)	
	9 SOLE	DISPOSITIVE POWER	
		0 shares	
	10 SHARE	ED DISPOSITIVE POWER	
		3,062,003 shares (1)	
11	AGGREGATE AMOUN PERSON	NT BENEFICIALLY OWNED BY EACH R	EPORTING
	3,062,003	shares (1)	
12	CHECK BOX IF TH CERTAIN SHARES*	HE AGGREGATE AMOUNT IN ROW (11)	EXCLUDES / /
13	PERCENT OF CLAS	SS REPRESENTED BY AMOUNT IN ROW	
	6.0%		
14	TYPE OF REPORTI		
	00		
(1) I	ncludes (a) 1,4	439,600 shares of Common Stock	issuable upon t

(b) 60,400 shares of Common Stock issuable upon the exercise of options held by MLF Partners 100, L.P.

*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				.Y)
	Matthew L.	Feshbach		
2		PRIATE BOX IF A MEMBE	ER OF A GROUP*	(a) / / (b) / /
3	SEC USE ONLY			
4	SOURCE OF FUNDS*			
	AF, 00			
5	DUDCHANT TO TTEN	4 O(d) OD O(a)	OCEEDINGS IS REQUIRED	/ /
		PLACE OF ORGANIZATION		
	USA			
NUMBER OF SHARES	7 SOLE V	OTING POWER		
BENEFICIALLY OWNED BY) shares		
EACH	8 SHARED			
REPORTING PERSON WITH	3	3,062,003 shares (1)		
	9 SOLE D	DISPOSITIVE POWER		
	6) shares		
	10 SHARED	DISPOSITIVE POWER		
	3	3,062,003 shares (1)		
11	AGGREGATE AMOUNT PERSON	BENEFICIALLY OWNED	BY EACH REPORTING	
	3,062,003	shares (1)		
12	CHECK BOX IF THE CERTAIN SHARES*			/ /
13	PERCENT OF CLASS	REPRESENTED BY AMOU	 UNT IN ROW (11)	
	6.0%			
	TYPE OF REPORTIN			
_,	IN			
=======================================				======
e: (1	xercise of options o) 60,400 shares	held by MLF Offshor	mmon Stock issuable re Portfolio Company, ssuable upon the exe	L.P. and
	*SEE INST	TRUCTIONS BEFORE FILE	LING OUT!	
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		_		

The following constitutes Amendment No. 4 ("Amendment No. 4") to Schedule 13D, as amended to date, filed by the undersigned (the "Schedule 13D"). Except as specifically amended by this Amendment No. 4, the Schedule 13D remains in full force and effect.

Item 3 is hereby amended in its entirety to read as follows:

Item 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

As of the date hereof, MLF Offshore owned 1,498,203 Shares and options to

purchase an additional 1,439,600 Shares. The aggregate cost of such shares and options is approximately \$18,980,789 and \$3,397,456, respectively. The funds used to purchase such Shares came from the working capital of MLF Offshore.

As of the date hereof, MLF Partners 100 owned 63,800 Shares and options to purchase an additional 60,400 Shares. The aggregate cost of such shares and options is approximately \$808,280 and \$142,544, respectively. The funds used to purchase such Shares came from the working capital of MLF Partners 100.

Items 5(a) through (c) are hereby amended in their entirety as follows:

Item 5. INTEREST IN SECURITIES OF THE ISSUER.

(a) The aggregate percentage of Shares reported owned by each person named herein is based upon 51,379,677 Shares outstanding as of July 28, 2007, which is the total number of Shares outstanding as reported in the Issuer's Quarterly Report on Form 10-Q as filed with the Securities and Exchange Commission on August 15, 2007.

As of the close of business on the date hereof, (i) each of MLFI, MLF Holdings, MLF Capital and Mr. Feshbach beneficially owned 3,062,003 Shares (including 1,439,600 Shares and 60,400 Shares issuable upon the exercise of options held by MLF Offshore and MLF Partners 100, respectively), constituting approximately 6.0% of the Shares outstanding, (ii) each of MLF Offshore and MLF Cayman beneficially owned 2,937,803 Shares (including 1,439,600 Shares issuable upon the exercise of options held by MLF Offshore), constituting approximately 5.7% of the Shares outstanding, and (iii) MLF Partners 100 beneficially owned 124,200 Shares (including 60,400 Shares issuable upon the exercise of options held by MLF Partners 100), constituting less than 1% of the Shares outstanding.

- (b) Each of MLFI, MLF Holdings, MLF Capital, and Mr. Feshbach share the power to vote and dispose or to direct the vote and disposition of 3,062,003 Shares, or 6.0% of the Shares outstanding. Each of MLF Offshore and MLF Cayman share the power to vote and dispose or to direct the vote and disposition of 2,937,803 Shares, or 5.7% of the Shares outstanding. MLF Partners 100 shares the power to vote and dispose or to direct the vote and disposition of 124,200 Shares, less than 1% of the Shares outstanding.
- (c) The table below lists the transactions effected by each of the Reporting Persons since the filing of Amendment No. 3 to the Schedule 13D. Unless otherwise noted, all transactions were effected through the open market.

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MLF OFFSHORE PORTFOLIO COMPANY, L.P.

_			
	Shares of Common Stock Disposed	Price Per Share (\$)	Date of Sale
_	5,275	8.2694	09/25/07
-	13,045	8.1206	09/26/07
-	47,958	7.5766	09/28/07
-	231, 459	7.4514	09/28/07
-	23,979	7.8032	10/01/07
-	29,734	8.0292	10/02/07
-	47,958	7.8424	10/03/07
-	3,069	8.0916	10/04/07
-	23,979	7.8226	10/05/07
-	4,892	7.8549	10/08/07
-	95,916	7.7200	10/09/07
-	23,979	7.8804	10/09/07
-	14,867	7.7856	10/10/07
-			

Shares of Common Stock Disposed	Price Per Share (\$)	Date of Sale
225	8.2694	09/25/07
555	8.1206	09/26/07
2,042	7.5766	09/28/07
9,856	7.4514	09/28/07
1,021	7.8032	10/01/07
1,266	8.0292	10/02/07
2,042	7.8424	10/03/07
131	8.0916	10/04/07
1,021	7.8226	10/05/07
208	7.8549	10/08/07
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4,084	7.7200	10/09/07
1,021	7.8804	10/09/07
633	7.7856	10/10/07

MATTHEW L. FESHBACH

None

MLF INVESTMENTS, LLC

None

MLF CAYMAN GP, LTD.

None

MLF CAPITAL MANAGEMENT, L.P.

None

MLF HOLDINGS, LLC

None

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SIGNATURES

After reasonable inquiry and to the best of his knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: October 10, 2007

MATTHEW L. FESHBACH

MLF INVESTMENTS, LLC

By: /s/ Matthew L. Feshbach

Name: Matthew L. Feshbach Title: Managing Member

MLF OFFSHORE PORTFOLIO COMPANY, L.P.

By: MLF Cayman GP, Ltd. Title: General Partner

By: MLF Capital Management, L.P.

Sole shareholder

By: MLF Holdings, LLC General Partner

By: /s/ Matthew L. Feshbach

Name: Matthou I. Fachbach

Name: Matthew L. Feshbach Title: Managing Member

MLF CAYMAN GP, LTD.

By: MLF Capital Management, L.P.

Sole shareholder

By: MLF Holdings, LLC

General Partner

By: /s/ Matthew L. Feshbach

Name: Matthew L. Feshbach Title: Managing Member

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MLF CAPITAL MANAGEMENT, L.P.

By: MLF Holdings, LLC General Partner

By: /s/ Matthew L. Feshbach

Name: Matthew L. Feshbach Title: Managing Member

MLF HOLDINGS, LLC

By: /s/ Matthew L. Feshbach

Name: Matthew L. Feshbach Title: Managing Member

MLF PARTNERS 100, L.P.

By: MLF Capital Management, L.P.

Title: General Partner

By: MLF Holdings, LLC Title: General Partner

By: /s/ Matthew L. Feshbach

Name: Matthew L. Feshbach Title: Managing Member