

Hall Steven Kenneth
Form 4
January 18, 2019

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Hall Steven Kenneth

2. Issuer Name **and** Ticker or Trading
Symbol
FLEXSTEEL INDUSTRIES INC
[FLXS]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
01/15/2019

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Executive Officer

P.O. BOX 877

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

DUBUQUE, IA 52004

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock			Code	V Amount (D) Price	3,133	D	

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

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SEC 1474
(9-02)

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Option 01/15/2019	\$ 24.98	01/15/2019		A		7,635		<u>(1)</u>	<u>(2)</u>	Common Stock	7,635
Option 12/08/2014	\$ 31.06							12/08/2014	12/08/2024	Common Stock	1,200
Option 07/07/2015	\$ 43.09							07/07/2015	07/01/2025	Common Stock	1,160
Option 09-01-2016	\$ 47.45							09/01/2016	09/01/2026	Common Stock	1,475
Option 09/08/2017	\$ 45.21							09/08/2017	09/08/2027	Common Stock	1,548
Option 09/13/2018	\$ 32.8							09/13/2018	09/13/2028	Common Stock	2,286
Restricted Stock Units	<u>(3)</u>							<u>(4)</u>	<u>(4)</u>	Common Stock	12,526

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hall Steven Kenneth P.O. BOX 877 DUBUQUE, IA 52004			Executive Officer	

Signatures

/s/ Rebecca J. Kuhle,
attorney-in-fact

01/18/2019

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) The options vest in three installments. On January 15, 2019, 2,545 options vested, on January 15, 2020, 2,545 options shall vest, and on January 15, 2021, 2,545 options shall vest.

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- (2) The options expire ten years from the date of vest. On January 15, 2029, 2,545 options shall expire, on January 15, 2030, 2,545 options shall expire, and on January 15, 2031, 2,545 options shall expire.
- (3) Each restricted stock unit represents a contingent right to receive one share of FLXS common stock.
- (4) The restricted stock units vest in three installments. On July 1, 2019, 33 1/3% shall vest, on July 1, 2020, 33 1/3% shall vest, and on July 1, 2021, 33 1/3% shall vest. Vested shares will be delivered to the reporting person on July 1 of each respective year.

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

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