

HAVERTY FURNITURE COMPANIES INC
 Form 4
 December 21, 2004

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 RIDLEY CLARENCE H

2. Issuer Name and Ticker or Trading Symbol
 HAVERTY FURNITURE COMPANIES INC [HVT]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 780 JOHNSON FERRY RD., SUITE 800
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/20/2004

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman of the Board

ATLANTA, GA 30342-

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

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Class A Common Stock | | | | | | 319,773 | D |
| Common Stock ⁽¹⁾ | 12/20/2004 | | A | 15,000 | A | \$ 0 24,040 | D |
| Class A Common Stock | | | | | | 1,860 | I BY SPOUSE |
| Common Stock | | | | | | 1,860 | I BY SPOUSE |

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| | | | |
|----------------------------|--------|---|-------------------------------------|
| Class A Common Stock | 76,304 | I | I.R.T. ACCT. FBO SELF |
| Common Stock | 206 | I | TTEE 3RD PARTY TR FBO SELF |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

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

| 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) | 8. Pr Deriv Secu (Instr | |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|----------------------------------|-------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Phantom Stock | \$ 0 | | | | | (2) | (2) | Common Stock | 7,665 |
| Stock Options (Right to buy) | \$ 10.8125 | | | | | 04/30/2002 | 01/18/2011 | Common Stock | 25,000 |
| Stock Options (Right to buy) | \$ 11.25 | | | | | 10/31/2000 | 10/31/2010 | Common Stock | 6,000 |
| Stock Options (Right to buy) | \$ 12.9 | | | | | 04/30/2004 | 12/19/2012 | Common Stock | 22,000 |
| Stock Options (Right to | \$ 13.75 | | | | | 10/29/1999 | 10/29/2009 | Common Stock | 6,000 |

buy)

| | | | | | |
|------------------------------|----------|------------|------------|--------------|--------|
| Stock Options (Right to buy) | \$ 15.94 | 04/30/2003 | 12/20/2011 | Common Stock | 50,000 |
|------------------------------|----------|------------|------------|--------------|--------|

Stock

| | | | | | |
|------------------------|---------|------------|------------|--------------|--------|
| Options (Right to buy) | \$ 20.3 | 04/30/2005 | 12/09/2010 | Common Stock | 25,000 |
|------------------------|---------|------------|------------|--------------|--------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| RIDLEY CLARENCE H 780 JOHNSON FERRY RD. SUITE 800 ATLANTA, GA 30342- | X | | Chairman of the Board | |

Signatures

| | |
|--------------------------------------|------------|
| Jenny H. Parker, Attorney-in-fact | 12/21/2004 |
|--------------------------------------|------------|

**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) A restricted stock award granted pursuant to the Haverty Furniture Companies, Inc. 2004 Long-Term Incentive Plan. The restricted shares vest ratably over four years beginning on 4/30/06, subject to acceleration for certain events.
- (2) Deferred under Directors' Deferred Compensation Plan. Settlement will occur upon the earlier to occur of (i) termination of service on the Board of Directors, or (ii) death.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.