BURDETTE STEVEN G
Form 4
January 29, 2009

# FORM 4

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

**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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BURDETTE STEVEN G

(Last) (First) (Middle)

780 JOHNSON FERRY RD., SUITE 800

(Street)

ATLANTA, GA 30342-

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/27/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Executive Vice President

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

**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) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Class A Common Stock | | | | | | | | 30 | D | |
| Common Stock | | | | | | | | 31,105 | 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)**

| 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 Underlying Securitie (Instr. 3 and 4) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amoun or Numbe of Shar |
| Stock Appreciation Rights | $ 8.74 | 01/27/2009 | | A | | 9,500 | | (1) | 01/27/2016 | Common Stock | 9,50 |
| Performance Accelerated Restricted Stock Units | $ 8.74 | 01/27/2009 | | A | | 3,500 | | (2) | 01/27/2016 | Common Stock | 3,50 |
| Stock Appreciation Rights | $ 9.13 | | | | | | | (3) | 02/06/2015 | Common Stock | 4,00 |
| Stock Options (Right to Buy) | $ 13.875 | | | | | | | 10/21/2000 | 10/21/2009 | Common Stock | 13,00 |
| Stock Options (Right to Buy) | $ 11.625 | | | | | | | 04/30/2002 | 10/26/2010 | Common Stock | 4,50 |
| Stock Options (Right to Buy) | $ 15.94 | | | | | | | 04/30/2003 | 12/20/2011 | Common Stock | 17,00 |
| Stock Options (Right to Buy) | $ 12.9 | | | | | | | 04/30/2004 | 12/19/2012 | Common Stock | 15,00 |
| Stock Options (Right to Buy) | $ 20.3 | | | | | | | 04/30/2005 | 12/09/2010 | Common Stock | 15,00 |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| BURDETTE STEVEN G<br>780 JOHNSON FERRY RD.<br>SUITE 800<br>ATLANTA, GA 30342- | | | Executive Vice President | |

# Signatures

| | |
|---|---|
| Jenny H. Parker,<br>Attorney-in-Fact | 01/28/2009 |
| **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)** Stock-Settled Appreciation Rights ("SARs") granted under the 2004 Long-Term Incentive Plan. SARs vest in four equal installments, beginning on 5/10/2010, and expire seven years from the grant date.

**(2)** Performance Accelerated Restricted Stock Units ("PARSUs") award granted under the 2004 Long-Term Incentive Plan. PARSUs will vest 100% seven years from date of grant. Vesting will accelerate if a certain pre-established target market price per share (as defined in the Agreement) is met.

**(3)** Stock-Settled Appreciation Rights ("SARs") granted under the 2004 Long-Term Incentive Plan. SARs vest in four equal installments, beginning on 5/8/2009, and expire seven years from the grant date.

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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