LEGGETT & PLATT INC

Form 4 April 21, 2014

FORM 4

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

OMB 3235-0287 Number:

response...

5. Relationship of Reporting Person(s) to

12,478.631

I

Check this box if no longer subject to Section 16.

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

Expires: 2005 Estimated average burden hours per

January 31,

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

WEIL WILLIAM S	,	Symbol LEGGETT & DI ATT INC (LEG)			Issuer				
a a a a a a a a a a a a a a a a a a a		LEGGETT & PLATT INC [LEG]			(Check all applicable)				
(Last) (First) NO 1 LEGGETT ROA	(Mont	3. Date of Earliest Transaction (Month/Day/Year) 04/17/2014			Director 10% Owner _X_ Officer (give title Other (specify below) Vice Pres - Corp Controller				
(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				
CARTHAGE, MO 648	336				Form filed by More than One Reporting Person				
(City) (State)	(Zip) T	able I - Non-Derivat	ve Securition	es Acquire	d, Disposed of, or I	Beneficially C	Owned		
1.Title of Security (Month/Day/ (Instr. 3)	n Date 2A. Deemed Year) Execution Date, if any (Month/Day/Year)	TransactiorDispose Code (Instr. 3	ities Acquired of (D), 4 and 5) (A) or	red (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common 04/17/2014 Stock	ı	Code V Amo	4 A	Price \$ 28.0075	(Instr. 3 and 4) 122,919.7302	D			
Common O4/17/2014	ļ.	A 167.79	51 A	\$ 26.36	123,087.5253	D			
Common Stock					1,724	I	Custodian- Daughter		

Held In

Trust Under Issuer's Retirement

Plan

9. Nu

Deriv

Secu

Bene Own Follo Repo Trans (Instr

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. Transac Code (Instr. 8	0 S S A (A C			ate	Amou Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)
				Code	V ((A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WEIL WILLIAM S NO 1 LEGGETT ROAD CARTHAGE, MO 64836

Vice Pres - Corp Controller

Signatures

/s/ S. Scott Luton, by POA 04/21/2014

**Signature of Reporting Date
Person

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).

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. to participate in the Plan. The merger does not amend the Herman Miller Plan or the Nemschoff Plan.

Reporting Owners 2

Effective June 4, 2017, the company discontinued the Employer Profit Sharing Contribution and instead, began allocating those funds to other components of pay and retirement. The Employer Profit Sharing Contribution had a target payout amount of 3 percent of the eligible participant's compensation, not to exceed 6 percent for the company's fiscal year. At the same time, the company decided to increase the Employer Matching Contribution from 3 percent to 4 percent for all eligible employees effective September 3, 2017. There will also be an additional 1 percent contribution added to the quarterly Core Contribution for the quarter prior to the increased Employer Matching Contribution.

3. Fair Value Measurements

The company follows ASC Topic 820, Fair Value Measurements and Disclosures, which provides a consistent definition of fair value, focuses on exit price, prioritizes the use of market-based inputs over entity-specific inputs for measuring fair value and establishes a three-tier hierarchy for fair value measurements. This topic requires fair value measurements to be classified and disclosed in one of the following three categories:

Level 1: Unadjusted quoted prices from active markets that are accessible at the measurement date for identical asset. Level 2: Inputs other than quoted prices in active markets for identical assets that are observable, either directly or indirectly, for substantially the full-term of the asset.

Level 3: Unobservable inputs for the asset. Level 3 inputs include managements' own assumption about the assumptions that market participants would use in pricing the asset (including assumptions about risk).

In some cases, a valuation technique used to measure fair value may include inputs from multiple levels of the fair value hierarchy. The lowest level of significant input determines the placement of the entire fair value measurement in the hierarchy.

The methods described above and in Note 1 may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the company believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date. Investments are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

The following table sets forth by level, within the fair value hierarchy, a summary of the Plan's investments measured at fair value on a recurring basis as of December 31, 2016:

	Level 1	Level 2	Level	Total	
Herman Miller, Inc. common stock	\$104,741,994			\$104,741,994	
Mutual funds	326,449,795			326,449,795	
Other investments measured at NAV ^(a)				291,721,705	
Total investments at fair value	\$431,191,789	\$ -	-\$ -	\$722,913,494	

^(a) In accordance with subtopic 820-10, certain investments that are measured at fair value using the NAV per share practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Statement of Net Assets Available for Benefits.

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The following table sets forth by level, within the fair value hierarchy, a summary of the Plan's investments measured at fair value on a recurring basis as of December 31, 2015:

	Level 1	Lev	el Lev	^{el} Total	
	Level 1	2		Total	
Herman Miller, Inc. common stock	\$97,907,852	\$	-\$	-\$97,907,852	
Mutual funds	307,528,358	—	_	307,528,358	
Other investments measured at NAV ^(a)				246,272,513	
Total investments, at fair value	\$405,436,210	\$	_\$	-\$651,708,723	

^(a) In accordance with subtopic 820-10, certain investments that are measured at fair value using the NAV per share practical expedient have not been classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Statement of Net Assets Available for Benefits.

4. Party-in-Interest Transactions

Parties-in-interest are defined under Department of Labor regulations as any fiduciary of the Plan, any party rendering service to the Plan, the employer, and certain others. The company pays certain professional fees for the consultation and audit of the Plan.

The Plan investments include shares of common stock of the company, which is considered a party-in-interest. During the years ended December 31, 2016 and 2015, the plan recorded income related to dividends from shares of company common stock of \$2,049,203 and \$2,428,463, respectively. As of December 31, 2016 and 2015, the Plan owned 3,062,631 and 3,411,423 shares of company common stock, respectively. Notes receivable from participants are also considered party-in interest transactions.

5. Income Tax Status

The Plan has received a determination letter from the Internal Revenue Service dated March 30, 2017, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code ("the Code") and the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan administrator believes the Plan is being operated in compliance with the applicable requirements of the Code and believes that the Plan is qualified and the related trust is tax exempt.

Accounting principles generally accepted in the United States of America require Plan management to evaluate tax positions taken by the Plan. The Plan Administrator has analyzed the tax positions taken by the Plan and has concluded that as of December 31, 2016 and 2015, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing authorities; however, there are currently no audits for any tax periods in progress. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2011.

6. Difference between Financial Statements and Form 5500

The net assets available for benefits per the financial statements and Form 5500 were \$737,074,456 and \$666,884,784 as of December 31, 2016 and 2015, respectively.

The following is a reconciliation of the net increase in net assets available for benefits per the financial statements to the Form 5500:

Not be a seed of the seed of t	Year Ended December 31,December 31, 2016 2015			
Net increase per the financial statements	\$70,189,672 \$777,917			
Adjustment from fair value to contract value for fully benefit-responsive investment contracts at:				
December 31, 2014	- (1,309,546)			
Net increase (decrease) per the Form 5500	\$70,189,672 \$ (531,629)			

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EXHIBITS

The following exhibits are filed as part of this report:

Exhibit Number Document

23 (a) Consent of Independent Registered Public Accounting Firm - BDO USA, LLP

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Herman Miller, Inc. Profit Sharing and 401(k) Plan Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

EIN 38-0837640 Plan #002

December 31, 2016

	2010		(1)	
(a)(b)	(c)	(d)	(e)
	Identity of Issuer, Borrower,	Description of Investment, Including Maturity Date, Rate of	Cost	Current
	Lessor, or Similar Party	Interest, Collateral, Par, or Maturity Value	0000	Value
	Common stock			
*	Herman Miller, Inc.	Common Stock (3,062,631 shares)	a	\$104,741,994
	Mutual funds			
	Vanguard	Wellington Fund	a	32,634,459
	Vanguard	Small Cap Growth Index Fund	a	36,969,299
	Delaware	Small Cap Value Fund	a	40,775,749
	American	Europacific Growth Fund	a	33,258,685
	Dodge & Cox	Total Income Fund	a	50,965,411
	Calvert	U.S. Large Cap Core Responsible Index Fund	a	6,522,544
	T Rowe Price	Emerging Market Stock	a	1,850,177
	BlackRock	Black Rock Equity Dividend Fund I Class	a	38,307,722
	Harbor Funds	Harbor Capital Appreciation Fund	a	85,165,749
				326,449,795
	Collective trust funds			
	Vanguard	Retirement Income Trust II	a	2,473,635
	Vanguard	Retirement 2010 Trust II	a	2,444,536
	Vanguard	Retirement 2015 Trust II	a	6,753,619
	Vanguard	Retirement 2020 Trust II	a	21,273,107
	Vanguard	Retirement 2025 Trust II	a	32,944,365
	Vanguard	Retirement 2030 Trust II	a	25,918,478
	Vanguard	Retirement 2035 Trust II	a	22,798,576
	Vanguard	Retirement 2040 Trust II	a	12,670,407
	Vanguard	Retirement 2045 Trust II	a	10,474,230
	Vanguard	Retirement 2050 Trust II	a	6,411,640
	Vanguard	Retirement 2055 Trust II	a	3,821,259
	Vanguard	Retirement 2060 Trust II	a	1,394,004
	Putnam Fiduciary Trust	Ctable Walne Fined		90.026.205
	Company	Stable Value Fund	a	80,026,305
	Northern Trust Global	C 0 D 500 L. 1 F 1		41 145 165
	Investments	S&P 500 Index Fund	a	41,145,165
	Northern Trust Global	A		01 170 270
	Investments	Aggregate Bond Index Fund	a	21,172,379
				291,721,705
				,
Notes Receivable From Participants (interest rates from 4.				0.072.054
*	Various plan participants	to 10.50%) maturing at various dates through December 2024.	a	9,973,054
				\$732,886,548
	~			,

^{*} Represents party in interest.

a Investment is participant directed, therefore, historical cost information is not required.