

# STOCK OWNERSHIP GUIDELINES FOR DIRECTORS

## **Purpose**

Haverty Furniture Companies, Inc. (the “Company”) Stock Ownership Guidelines (“Guidelines”) are designed to align the interests of directors with those of our shareholders and to reinforce our commitment to sound corporate governance.

## **Participation:**

These Guidelines apply to our non-employee directors.

## **Determination of Guidelines:**

Our non-employee directors are required to own 20,000 shares of the Company’s stock.

## **Shares Included for Stock Ownership Guidelines:**

Shares that counts towards satisfaction of these Guidelines includes:

- Stock owned outright by the director and his or her immediate family member(s) sharing his or her household;
- Stock and restricted stock issued as part of director compensation;
- Phantom stock units;
- Share or share equivalent units underlying deferred fees paid to directors.
- Shares held in trusts (Due to the possible complexities of trust accounts, request to include shares held in trust must be submitted in writing to the corporate secretary).

## **Compliance with the Guidelines:**

Directors are prohibited from selling shares until their holdings meet the guideline amount. Once achieved, ownership of the guideline amount must be maintained for as long as the individual is subject to these Guidelines.

There may be instances in which these Guidelines would place a severe hardship on a director or prevent the director from complying with a court order, such as in the case of a divorce settlement. In these instances, the director must submit a request in writing to the corporate secretary describing the circumstances and the extent to which an exemption from these Guidelines is requested. This request will be reviewed by the Nominating, Compensation and Governance (“NCG”) Committee who may, or may not, grant the request in whole, or in part. If the NCG Committee grants the request in whole, or in part, the NCG Committee will develop an alternative stock ownership target for the director that reflects both the intent of these Guidelines and the director's circumstances. Any alternative stock ownership target will be documented in writing to the director.

## **Administration:**

These Guidelines are interpreted by the NCG Committee and administered by the corporate secretary.