

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

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

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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 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * | | | | | = - | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|---|---------------|--------------------------------------|--------------|--|-----------|-------------------------------------|---------------|-------------------------------------|--------------------|--|------|---|------------|--|----------------------------|--|--|
| HAVERTY RAWSON JR | | | | | HAVERTY FURNITURE COMPANIES INC [HVT] | | | | | | | | _X_ DirectorX10% Owner | | | | | |
| (Last) (First) (Middle) | | | | | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | | _X_ Officer (give title below) Other (specify below) Senior Vice President | | | | | |
| 780 JOHNS | ON FER | RY RD., | SUITE | | | | | 5/20 | | | | | | | | | | |
| | (Stre | eet) | | 4. | lf An | nendme | nt, Date O | rigin | al Fi | led (MM/I | DD/YYYY) |) 6. | . Individual | or Joint/G | roup Filing | (Check Appl | icable Line) | |
| ATLANTA, GA 30342- (City) (State) (Zip) | | | | | | | | | | | | _2 | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| | (Sity) (Sit | (Zip, | <i>,</i> | | | | | | | | | | | | | | | |
| | | , | | | | | | | _ | | - | | cially Owne | | | 1. | I | |
| 1.Title of Security (Instr. 3) 2. Trans | | | | Trans. Date | 2A. Deemed Execution Date, if any | | 3. Trans. Co (Instr. 8) | or Dispose | | | osed of (D) | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | | | Form: Direct (D) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | Code | V | Amo | (A) c unt (D) | | | | | | or Indirect (I) (Instr. 4) | (Instr. 4) | |
| Class A Common S | tock | | | | | | | | | | | | | 84074 | | D | D 115 | |
| Class A Common Stock | | | | | | | | | | | | | | 65140 | | I | By H5- JRH, LLC | |
| Class A Common Stock | | | | | | 8728 | | | | I | Co-ttee Of Tr Fbo Daughter | | | | | | | |
| | Tab | ole II - Deri | vative S | ecurities | Bene | eficially | Owned (| e.g., | puts, | calls, w | arrants, | opt | ions, conver | tible secu | ırities) | | | |
| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security 3. Trans. Date | | 3A. Deem Execution Date, if an | | Derivativ | | ve Securities and d (A) or d of (D) | | Date Exercisable Expiration Date | | 7. Title and A Securities Un Derivative So (Instr. 3 and | | nderlying Derivative Security Security | | 9. Number of derivative Securities Beneficially Owned Following | | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | Security | | | Code | V | (A) | (D) | Date Exerc | cisable | Expiration Date | Title | N | Amount or Number of Shares | | Reported Transaction(s) (Instr. 4) | or Indirect | | |
| RSUs 2022 | (1) | 9/6/2022 | | J | v | | 88 ⁽²⁾ | ! | <u>(1)</u> | <u>(1)</u> | Commo Stock | n | 88 | \$25.64 | 2479 | D | | |
| RSUs 2022 | (1) | 11/21/2022 | | D (3) | | | 2479 | | <u>(1)</u> | (1) | Commo Stock | n | 2479 | \$31.88 | 0 | D | | |
| RSUs 2021 | <u>(4)</u> | 11/21/2022 | | D (3) | | | 1645 | ! | (<u>4)</u> | <u>(4)</u> | Commo Stock | n | 1645 | \$31.88 | 0 | D | | |
| PRSUs 2021.1 | <u>(5)</u> | 11/21/2022 | | D (3) | | | 935 | | (<u>5)</u> | <u>(5)</u> | Commo Stock | n | 935 | \$31.88 | 0 | D | | |
| PRSUs 2021 | <u>(6)</u> | 11/21/2022 | | D (3) | | | 5236 | | <u>(6)</u> | <u>(6)</u> | Commo Stock | n | 5236 | \$31.88 | 0 | D | | |
| RSUs 2020 | <u>(7)</u> | 11/21/2022 | | D (3) | | | 1209 | | (7). | (7). | Commo Stock | | 1209 | \$31.88 | 0 | D | | |
| PRSUs 2020.1 | <u>(8)</u> | 11/21/2022 | | D (3) | | | 1319 | ! | (<u>8)</u> | <u>(8)</u> | Commo Stock | | 1319 | \$31.88 | 0 | D | | |
| PRSUs 2020 | (9) | 11/21/2022 | | D (3) | | | 7693 | | (9) | <u>(9)</u> | Commo Stock | | 7693 | \$31.88 | 0 | D | | |
| RSUs 2019 | <u>(10)</u> | 11/21/2022 | | D (3) | | | 850 | Ĺ | <u>10)</u> | <u>(10)</u> | Commo Stock | | 850 | \$31.88 | 0 | D | | |

Explanation of Responses:

- (1) Restricted Stock units granted 1/26/2022 and vest ratably over 3 years beginning 5/8/2023. Each RSU is equivalent to one share of common stock upon vesting.
- (2) These shares were withheld for payment of tax liabilities.
- (3) This cancellation for value is being done in connection with Mr. Haverty's pending retirement as an officer. He will remain on the board of directors.
- (4) Restricted Stock Units granted 1/21/2021 and vest ratably over 3 years beginning 5/8/2022. Each RSU is equivalent to one share of common stock upon vesting.

- (5) Performance Restricted Stock Units ("PRSUs") award granted 1/21/2021. Each PRSU represents a contingent right to receive one share of HVT common stock and was earned based on consolidated sales for the year ended December 31, 2021 and will vest on February 28, 2024.
- (6) Performance Restricted Stock Units ("PRSUs") award granted 1/21/2021. Each PRSU represents a contingent right to receive one share of HVT common stock and was earned based on EBITDA for the year ended December 31, 2021 and will vest on February 28, 2024.
- (7) Restricted Stock Units granted 1/23/2020 and vest ratably over 3 years beginning 5/8/2021. Each RSU is equivalent to one share of common stock upon vesting.
- (8) Performance Restricted Stock Units ("PRSUs") award granted 1/23/2020. Each PRSU represents a contingent right to receive one share of HVT common stock and was earned based on comparable store sales for the year ended December 31, 2020 and will vest on February 28, 2023.
- (9) Performance Restricted Stock Units ("PRSUs") award granted 1/23/2020. Each PRSU represents a contingent right to receive one share of HVT common stock and was earned based on EBITDA for the year ended December 31, 2020 and will vest on February 28, 2023.
- (10) Restricted Stock Units ("RSUs") award granted 1/31/2019 under the 2014 Long-Term Incentive Plan. RSUs vest ratably over 4 years, beginning 5/8/2020. Each RSU is equivalent to one share of common stock upon vesting.

Reporting Owners

| Panarting Owner Name / Address | Relationships | | | | | | | |
|---|---------------|-----------|-----------------------|-------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| HAVERTY RAWSON JR 780 JOHNSON FERRY RD. SUITE 800 ATLANTA, GA 30342- | X | | Senior Vice President | | | | | |

Signatures

Belinda J. Clements, Attorney-in-Fact

**Signature of Reporting Person

Date

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

- * 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.

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.