

HNI CORP

Form 5

February 13, 2017

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB
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1. Name and Address of Reporting Person *

Tjaden Kurt A

(Last) (First) (Middle)

600 EAST SECOND STREET

(Street)

MUSCATINE, IA 52761

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

HNI CORP [HNI]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)

12/31/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

SVP HNI; President HNI Intl

6. Individual or Joint/Group Reporting

(check applicable line)

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/29/2016	Â	A	1,510	A \$ 0 ⁽¹⁾ ₍₂₎	D	Â
Common Stock	04/01/2016	Â	A	193.3517	A \$ 39.55 ⁽³⁾ ₍₃₎	D	Â
Common Stock	07/01/2016	Â	A	163.8187	A \$ 46.68 ⁽³⁾ ₍₃₎	D	Â

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Common Stock	09/30/2016	Â	A	192.1372	A	\$ 39.8 (3)	36,155.08	D	Â
Common Stock	12/30/2016	Â	A	36.8173	A	\$ 55.92 (3)	36,191.89	D	Â
Common Stock	12/30/2016	Â	A	182.2663	A	\$ 0 (4)	1,020.66	I	Profit-Sharing Retirement Plan

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

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(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. Price of Derivative Security (Instr. 5)	9. of D
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Tjaden Kurt A 600 EAST SECOND STREET MUSCATINE, IA 52761	Â Â Â SVP HNI; President HNI Intl Â

Signatures

/s/Julie Abramowski, By Power of Attorney
Date 02/08/2017

**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)

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An interim grant of 1,510 shares was made to the reporting person on February 29, 2016, under the HNI Corporation Supplemental Income Plan for which no Form 4 is required.

- (2) The total reported in Column 5 has been adjusted to correct an overstatement of direct holdings by 175.19 shares first reflected in a Form 5 filed on February 10, 2015.
- (3) These shares were acquired during the fiscal year under the HNI Corporation 2002 Members' Stock Purchase Plan. This information is as of December 30, 2016.
- (4) These shares were acquired under the HNI Corporation Profit-Sharing Retirement Plan. This information is as of December 30, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.