SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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[*] Willis Terrence Heath (Last) (First) (Middle) P.O. BOX 877 (Street) DUBUQUE IA 52004 (City) (State) (Zip)	2. Issuer Name **and** Ticker or Trading Symbol FLEXSTEEL INDUSTRIES INC [FLXS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
	3. Date of Earliest Transaction (Month/Day/Year) 01/01/2021	Director 10% Owner X Officer (give title below) Other (specify below) VP - Direct Commerce
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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			
Common Stock	01/01/2021		M		7,917[1]	A	[2]	19,922	D	
Common Stock	01/01/2021		F		2,605[3]	D	[2]	17,317	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	[2]	01/01/2021		M			7,917	[1]	[1]	Common Stock	7,917	[2]	6,038[4][5]	D	

Explanation of Responses:

1. On 07/01/2019, 23,752 restricted stock units were granted. These restricted stock units vest in three installments. On January 1, 2020, 33 1/3% vested, on July 1, 2020, 33 1/3% vested, and on January 1, 2021, 33 1/3% vested.

2. Each restricted stock unit represents a contingent right to receive one share of FLXS common stock.

3. Shares withheld to satisfy tax withholding obligations upon vesting of restricted stock.

4. On 07/19/2019, 2,508 restricted stock units were granted. These restricted stock units vest on June 30, 2022.

5. On 07/01/2020 3,530 restricted stock units were granted. The restricted stock units vest on June 30, 2023.

/s/ Jennifer Zeman, attorney-in-fact   01/05/2021

** Signature of Reporting Person   Date