

LEGGETT & PLATT INC  
Form 4  
July 30, 2014

**FORM 4**

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

OMB APPROVAL

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

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**DOWNES JOSEPH D JR**

(Last) (First) (Middle)

**NO 1 LEGGETT ROAD**

(Street)

**CARTHAGE, MO 64836**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**LEGGETT & PLATT INC [LEG]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**07/28/2014**

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)

Senior Vice President

6. Individual or Joint/Group Filing(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 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					
Common Stock	07/28/2014		M		12,642	A	\$ 20.51	117,750.4893	D	
Common Stock	07/28/2014		F		9,346	D	\$ 33.59	108,404.4893	D	
Common Stock	07/28/2014		M		38,200	A	\$ 23.14	146,604.4893	D	
Common Stock	07/28/2014		F		31,443	D	\$ 33.59	115,161.4893	D	
Common Stock	07/28/2014		M		24,366	A	\$ 23.14	139,527.4893	D	
	07/28/2014		F		20,055	D		119,472.4893	D	

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Common Stock					\$ 33.59			
Common Stock	07/28/2014	M	26,475	A	\$ 23.61	145,947.4893	D	
Common Stock	07/28/2014	F	20,853	D	\$ 33.59	125,094.4893	D	
Common Stock	07/28/2014	M	6,460	A	\$ 27.09	131,554.4893	D	
Common Stock	07/28/2014	F	5,565	D	\$ 33.59	125,989.4893	D	
Common Stock	07/28/2014	M	20,200	A	\$ 28.02	146,189.4893	D	
Common Stock	07/28/2014	F	17,806	D	\$ 33.59	128,383.4893	D	
Common Stock	07/28/2014	S	40,365	D	\$ 33.59	88,018.4893	D	
Common Stock	07/28/2014	S	27,640	D	\$ 33.59	63,060	I	by Wife's Living Trust
Common Stock						16,332	I	by Joseph D Downes Jr Living Trust

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

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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. 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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	\$ 20.51	07/28/2014		M		12,642	07/04/2011 <sup>(1)</sup>	01/03/2020	12,642

Stock Options (Right to Buy)	Exercise Price	Grant Date	Expiration Date	Number of Shares	Underlying Security	Common Stock
Employee Stock Options (Right to Buy)	\$ 23.14	07/28/2014	12/31/2020	38,200	07/03/2012 <sup>(2)</sup>	38,200
Employee Stock Options (Right to Buy)	\$ 23.14	07/28/2014	12/31/2021	24,366	07/03/2013 <sup>(3)</sup>	24,366
Stock Options (Right to Buy)	\$ 23.61	07/28/2014	01/03/2017	26,475	07/03/2008 <sup>(4)</sup>	26,475
Stock Options (Right to Buy)	\$ 27.09	07/28/2014	12/20/2014	6,460	12/31/2005	6,460
Stock Options (Right to Buy)	\$ 28.02	07/28/2014	02/08/2015	20,200	08/09/2006 <sup>(5)</sup>	20,200

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOWNES JOSEPH D JR NO 1 LEGGETT ROAD CARTHAGE, MO 64836			Senior Vice President	

## Signatures

/s/ S. Scott Luton,  
by POA

07/30/2014

\_\_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) The option became exercisable in three annual installments beginning July 4, 2011 (12,641 in 2011; 12,642 in 2012; 12,642 in 2013).

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- (2) The option became exercisable in three annual installments beginning July 3, 2012 (12,733 in 2012; 12,733 in 2013; 12,734 in 2014).
- (3) The option became exercisable in three annual installments beginning July 3, 2013 (12,183 in 2013; 12,183 in 2014; 12,184 in 2015).
- (4) The option became exercisable in three annual one-third installments beginning July 3, 2008.
- (5) The option became exercisable in three annual installments beginning August 9, 2006 (6,733 in 2006; 6,733 in 2007; 6,734 in 2008).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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