

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

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