

STEELCASE INC

Form 4

April 30, 2014

FORM 4
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).

**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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(Print or Type Responses)

1. Name and Address of Reporting Person *
WELCH P CRAIG JR

(Last) (First) (Middle)

**STEELCASE INC., 901 44TH ST
SE**

(Street)

GRAND RAPIDS, MI 49508

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
STEELCASE INC [NYSE: SCS]

3. Date of Earliest Transaction
(Month/Day/Year)
04/30/2014

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)

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)
Class A Common Stock	04/30/2014		C	86,784 A <u>(1)</u>	88,206	I	By trusts (2)
Class A Common Stock					67,021	D	

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

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SEC 1474
(9-02)

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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. Deemed Beneficial Owner (Instr. 3)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares	
Class A Common Stock	(3)	04/30/2014		C	86,784	(4) (1)	Class A Common Stock 86,784	
Class B Common Stock	(3)					(4) (1)	Class A Common Stock 191,270	
Class B Common Stock	(3)					(4) (1)	Class A Common Stock 100,287	
Class B Common Stock	(3)					(4) (1)	Class A Common Stock 142,521	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WELCH P CRAIG JR STEELCASE INC. 901 44TH ST SE GRAND RAPIDS, MI 49508	X			

Signatures

Liesl A. Maloney, by power of attorney
04/30/2014

__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) Not applicable.

(2) Represents shares held by trusts for the benefit of Mr. Welch and his family members for which Mr. Welch serves as co-trustee.

(3) Shares of Class B Common Stock are convertible into shares of Class A Common Stock on a 1-for-1 basis.

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- (4) Immediately convertible.
- (5) Represents shares held by trusts for the benefit of Mr. Welch's family members for which Mr. Welch's wife serves as co-trustee.
- (6) Represents shares held by trusts for the benefit of Mr. Welch's family members for which Mr. Welch's wife serves as trustee.

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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