

DOWNES JOSEPH D JR
Form 4
February 22, 2013

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
NO 1 LEGGETT ROAD

3. Date of Earliest Transaction (Month/Day/Year)
02/21/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

Senior Vice President

(Street)
CARTHAGE, MO 64836

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 | 02/21/2013 | | M | | 18,000 | A | \$ 21.35 |
| Common Stock | 02/21/2013 | | F | | 14,254 | D | \$ 29.92 |
| Common Stock | 02/21/2013 | | M | | 25,550 | A | \$ 22.96 |
| Common Stock | 02/21/2013 | | F | | 22,018 | D | \$ 29.92 |
| Common Stock | 02/21/2013 | | M | | 25,283 | A | \$ 20.51 |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|--------------|---|
| Common Stock | 02/21/2013 | F | 20,666 | D | \$ 29.92 | 156,689.5363 | D |
| Common Stock | 02/21/2013 | S | 16,500 | D | \$ 29.92 | 140,189.5363 | D |

| | | | | | | | | |
|--------------|--|--|--|--|--|------------|---|--|
| Common Stock | | | | | | 39,022.012 | I | Held In Trust Under Issuer's Retirement Plan |
|--------------|--|--|--|--|--|------------|---|--|

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Options (Right to Buy) | \$ 21.35 | 02/21/2013 | | M | 18,000 | 07/13/2005 ⁽¹⁾ 01/12/2014 | Common Stock | 18,000 |
| Stock Options (Right to Buy) | \$ 22.96 | 02/21/2013 | | M | 25,550 | 07/03/2007 ⁽²⁾ 01/04/2016 | Common Stock | 25,550 |
| Stock Options (Right to Buy) | \$ 20.51 | 02/21/2013 | | M | 25,283 | 07/04/2011 ⁽³⁾ 01/03/2020 | Common Stock | 25,283 |

Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners

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

02/22/2013

__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 equal annual installments beginning July 13, 2005.
- (2) The option became exercisable in three annual installments beginning July 3, 2007 (8,516 in 2007; 8,517 in 2008; 8,517 in 2009).
- (3) The option became exercisable as to 12,641 on July 4, 2011, as to 12,642 on July 4, 2012 and will become exercisable as to 12,642 on July 4, 2013.

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