

HOOKER FURNITURE CORP

Form 4

October 26, 2004

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HOOKER J CLYDE JR

2. Issuer Name **and** Ticker or Trading  
Symbol  
HOOKER FURNITURE CORP  
[HOFT]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
HOOKER FURNITURE CORP, 440  
E COMMONWEALTH BLVD

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/22/2004

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

(Street)  
MARTINSVILLE, VA 24112

4. If Amendment, Date 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

(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                    | 01/23/2004                           |                                                    | G                              | V                                                                 | 117,871 | D          | <u>(1)</u> | 0                                                                                             | I                                                        | By Hooker Family Trust                                |
| Common Stock                    | 01/23/2004                           |                                                    | G                              | V                                                                 | 196,324 | D          | <u>(1)</u> | 0                                                                                             | I                                                        | By Mabel H. Toms Trust                                |
| Common Stock                    | 02/12/2004                           |                                                    | G                              | V                                                                 | 2,000   | D          | <u>(1)</u> | 205,774 <u>(2)</u>                                                                            | D                                                        |                                                       |
| Common                          | 02/23/2004                           |                                                    | G                              | V                                                                 | 3,100   | D          | <u>(1)</u> | 202,674                                                                                       | D                                                        |                                                       |

Edgar Filing: HOOKER FURNITURE CORP - Form 4

|              |            |   |   |       |   |            |                        |   |                            |
|--------------|------------|---|---|-------|---|------------|------------------------|---|----------------------------|
| Stock        |            |   |   |       |   |            |                        |   |                            |
| Common Stock | 04/07/2004 | G | V | 1,000 | D | <u>(1)</u> | 62,324 <sup>(2)</sup>  | I | By Wife's Trust            |
| Common Stock | 04/12/2004 | G | V | 3,000 | D | <u>(1)</u> | 199,674                | D |                            |
| Common Stock | 04/27/2004 | G | V | 4,000 | D | <u>(1)</u> | 195,674                | D |                            |
| Common Stock | 07/07/2004 | G | V | 750   | D | <u>(1)</u> | 194,924                | D |                            |
| Common Stock | 07/08/2004 | G | V | 3,200 | D | <u>(1)</u> | 191,724                | D |                            |
| Common Stock | 07/14/2004 | G | V | 4,800 | D | <u>(1)</u> | 186,924                | D |                            |
| Common Stock | 09/01/2004 | G | V | 4,000 | D | <u>(1)</u> | 182,924                | D |                            |
| Common Stock | 09/24/2004 | G | V | 3,000 | D | <u>(1)</u> | 179,924                | D |                            |
| Common Stock | 10/22/2004 | S |   | 1,015 | D | \$ 23.16   | 242,330 <sup>(2)</sup> | I | By Hooker Family Trust     |
| Common Stock | 10/22/2004 | S |   | 1,691 | D | \$ 23.16   | 403,839 <sup>(2)</sup> | I | By J.C.H. Jr. Trust        |
| Common Stock | 10/22/2004 | S |   | 1,052 | D | \$ 23.16   | 251,084 <sup>(2)</sup> | I | By J.C.H. Jr. Trust U/W    |
| Common Stock | 10/25/2004 | S |   | 3,000 | D | \$ 22.52   | 40,460 <sup>(2)</sup>  | I | By FBO K. Garrett Trust    |
| Common Stock | 10/25/2004 | S |   | 1,484 | D | \$ 22.52   | 96,428 <sup>(2)</sup>  | I | By J.C.H. & Descend. Trust |
| Common Trust | 10/25/2004 | S |   | 5,686 | D | \$ 22.52   | 236,644                | I | By Hooker Family Trust     |
| Common Stock | 10/25/2004 | S |   | 9,476 | D | \$ 22.52   | 394,363                | I | By J.C.H. Jr. Trust        |
| Common Stock | 10/25/2004 | S |   | 5,896 | D | \$ 22.52   | 245,188                | I | By J.C.H. Jr. Trust U/W    |

# Edgar Filing: HOOKER FURNITURE CORP - Form 4

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.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                     |

## Reporting Owners

| Reporting Owner Name / Address                                                                  | Relationships                    |
|-------------------------------------------------------------------------------------------------|----------------------------------|
|                                                                                                 | Director 10% Owner Officer Other |
| HOOKER J CLYDE JR<br>HOOKER FURNITURE CORP<br>440 E COMMONWEALTH BLVD<br>MARTINSVILLE, VA 24112 | X                                |

## Signatures

//Robert W. Sherwood attorney for J. Clyde  
Hooker, Jr. 10/26/2004

\_\_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) No price as transaction was a gift.

(2) On January 20, 2004 Hooker Furniture Corporation issued a stock dividend of one share of common stock for each outstanding, resulting in the reporting person's acquisition of 103,887 shares directly, 31,662 shares indirectly (by the reporting person's wife's trust), 121,670 shares indirectly (by Hooker Family Trust), 202,765 shares indirectly (by J.C.H. Jr. Trust), 126,068 shares indirectly (by J.C.H. Jr. Trust U/W), 21,730 shares indirectly (by FBO K. Garrett Trust), and 48,956 shares indirectly (by J.C.H. & Descend. Trust).

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.