

WELCH P CRAIG JR  
Form 4  
January 22, 2019

**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 \*  
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)

01/17/2019

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           |                                                                                                                    |                                                                      |                                                                   |
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (D)                                                                  | Price                                                             |

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<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. Transaction<br>Code | 5. Number<br>of Derivative<br>Securities | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|                                       |                              |                                         |                                         |                        |                                          |                                                                |                                                                     |

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| (Instr. 3)                 | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) |     |       |                     |                    |                            |                                  |  |  |
|----------------------------|------------------------------------|------------------|------------|---------------------------------------------------------------------|-----|-------|---------------------|--------------------|----------------------------|----------------------------------|--|--|
|                            |                                    |                  | Code       | V                                                                   | (A) | (D)   | Date<br>Exercisable | Expiration<br>Date | Title                      | Amount or<br>Number of<br>Shares |  |  |
| Class B<br>Common<br>Stock | (1)                                | 01/17/2019       | G          | V                                                                   |     | 2,330 | (2)                 | (3)                | Class A<br>Common<br>Stock | 2,330                            |  |  |
| Class B<br>Common<br>Stock | (1)                                |                  |            |                                                                     |     |       | (2)                 | (3)                | Class A<br>Common<br>Stock | 191,270                          |  |  |
| Class A<br>Common<br>Stock | (1)                                |                  |            |                                                                     |     |       | (2)                 | (3)                | Class A<br>Common<br>Stock | 5,162,643                        |  |  |
| Class B<br>Common<br>Stock | (1)                                |                  |            |                                                                     |     |       | (2)                 | (3)                | Class A<br>Common<br>Stock | 100,287                          |  |  |

## Reporting Owners

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

## Signatures

Liesl A. Maloney, by power of attorney  
01/22/2019

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

(2) Immediately convertible.

(3) Not applicable.

(4) Represents shares held by trusts for the benefit of Mr. Welch's grandchildren for which Mr. Welch's wife serves as trustee.

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

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