## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

<b>STATEMENT</b>	<b>OF CHANGES</b>	IN BENEFICIAL	<b>OWNERSHIP</b>

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>RICHARDSON JAMES R</u>						2. Issuer Name <b>and</b> Ticker or Trading Symbol FLEXSTEEL INDUSTRIES INC [ FLXS ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner					
(Last)	`	irst) (	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 09/15/2015								Officer (give title Other (spe below) below)						
(Street)  DUBUQI  (City)			52004 (Zip)		4. If	Amen	idment	t, Date	of Origina	l File	d (Month/D	ay/Year)	6. Lin	X Form	filed by On	ie Repo	(Check Aporting Person	n	
(City)	(5			n-Deriv	/ative	Sec	uritie	es Ac	auired	Dis	sposed o	of. or Be	neficia	lly Owne					
1. Title of Security (Instr. 3) 2. Transparent			2. Transa Date (Month/E	action	2A Ex r) if a	A. Deemed Execution Date, f any Month/Day/Year)		3. 4. Securit Transaction Disposed Code (Instr. 5)		ties Acquired (A) or d Of (D) (Instr. 3, 4 a		5. Amount of		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		. Nature of ndirect Beneficial Ownership			
									Code	v	Amount	(A) or (D)	Price	Transac (Instr. 3	tion(s)		1	Instr. 4)	
Common Stock												15	15,049		I I	By Flexsteel ndustries			
Common Stock 09/15/2					/2015	2015		A		4,944	. A	\$43.0	9 175	175,603		D			
		Т	able II								osed of converti			/ Owned					
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deer Execution if any (Month/I	n Date,	ed 4. Date, Transact Code (In:		5. Number ion of		6. Date E Expiratio (Month/D	n Date	е	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ownersl Form: Direct (Dor Indire (I) (Instr.	Ownership	Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amount or Number of Shares						
Option 12/09/2013	\$27.57								12/09/20	13	12/09/2023	Common Stock	2,400		2,400	0	D		

**Explanation of Responses:** 

James Richardson

09/15/2015

\*\* Signature of Reporting Person

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

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.