

**LA-Z-BOY**  
INCORPORATED

1108

DAVID M. RISLEY  
Senior Vice President &  
Chief Financial Officer

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**Statement Under Oath of Principal Executive Officer and Principal Financial Officer  
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, David M. Risley, Senior Vice President and Chief Financial Officer, state and attest that:

- 1) To the best of my knowledge, based upon a review of the covered reports of La-Z-Boy Incorporated, and, except as corrected or supplemented in a subsequent covered report:
  - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- 2) I have reviewed the contents of this statement with the Company's audit committee.
- 3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - La-Z-Boy Incorporated Annual Report to the Securities & Exchange Commission on Form 10-K for the year ended April 27, 2002 Commission File No. 1-9656 (filed June 24, 2002).
  - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of La-Z-Boy Incorporated filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - any amendments to any of the foregoing.

Signature: David M. Risley

Name: David M. Risley  
Senior Vice President and Chief Financial Officer

Date: August 14, 2002

Subscribed and sworn to  
before me this 14<sup>th</sup> day of  
August 2002.

/s/ Kathleen S. Stiefel  
Notary Public

My Commission Expires:

RECEIVED  
OFFICE OF THE SECRETARY

AUG 14 2002

KATHLEEN S. STIEFEL  
NOTARY PUBLIC MONROE CO., MI  
MY COMMISSION EXPIRES May 17, 2005