

WELCH P CRAIG JR
Form 4
May 24, 2011

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
WELCH P CRAIG JR

(Last) (First) (Middle)

STEELCASE INC., 901 44TH STREET, S.E.

(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)
04/15/2011

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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common Stock | 04/15/2011 | | G ⁽¹⁾ | V 647 A <u>2</u> | 1,420 | I | By limited partnership ⁽³⁾ |
| Class A Common Stock | | | | | 36,006 | D | |

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

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SEC 1474 (9-02)

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Class B Common Stock | (4) | 04/15/2011 | | G(1) | V 734,955 | (5) (2) | Class A Common Stock 734,955 |
| Class B Common Stock | (4) | | | | | (5) (2) | Class A Common Stock 191,270 |
| Class B Common Stock | (4) | | | | | (5) (2) | Class A Common Stock 2,680,714 |
| Class B Common Stock | (4) | | | | | (5) (2) | Class A Common Stock 956,571 |
| Class B Common Stock | (4) | | | | | (5) (2) | Class A Common Stock 33,429 |
| Class B Common Stock | (4) | | | | | (5) (2) | Class A Common Stock 33,429 |
| Class B Common Stock | (4) | | | | | (5) (2) | Class A Common Stock 33,429 |
| Class B Common Stock | (4) | | | | | (5) (2) | Class A Common Stock 142,521 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| WELCH P CRAIG JR STEELCASE INC. 901 44TH STREET, S.E. GRAND RAPIDS, MI 49508 | X | X | | |

Signatures

Liesl A. Maloney, by power of
attorney

05/24/2011

__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) Represents the gift of an additional limited partnership interest in Bonnico Limited Partnership to a trust of which Mr. Welch is co-trustee.
- (2) Not applicable.

(3) Represents shares held by Bonnico Limited Partnership. A trust of which Mr. Welch is co-trustee is one of three general partners in the partnership, and Mr. Welch disclaims beneficial ownership of the securities owned by the partnership except to the extent of his pecuniary interest therein.

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

(5) Immediately convertible.

(6) Represents shares held by a trust for the benefit of Mr. Welch for which Mr. Welch serves as co-trustee.

(7) Represents shares held by a trust for the benefit of Mr. Welch's family members for which Mr. Welch's wife serves as co-trustee.

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