PIER 1 IMPORTS INC/DE

Form 4 May 12, 2016

FORM 4

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

OMB APPROVAL OMB

3235-0287 Number: January 31,

2005 Estimated average

Expires:

burden hours per response... 0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **HOFFMAN BRENDAN** Issuer Symbol PIER 1 IMPORTS INC/DE [PIR] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X_ Director 10% Owner Other (specify Officer (give title 100 PIER 1 PLACE 05/11/2016 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting FORT WORTH, TX 76102 Person

(State)

(Zip)

(City)

| (5) | () | Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | |
|-----------------|---------------------|--|------------|----------------|---------------|------------------|--------------|--------------|--|
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securities | s Acquire | ed 5. Amount of | 6. Ownership | 7. Nature of | |
| Security | (Month/Day/Year) | Execution Date, if | Transactio | n(A) or Dispo | osed of | Securities | Form: Direct | Indirect | |
| (Instr. 3) | | any | Code | (D) | | Beneficially | (D) or | Beneficial | |
| | | (Month/Day/Year) | (Instr. 8) | (Instr. 3, 4 a | and 5) | Owned | Indirect (I) | Ownership | |
| | | | | | | Following | (Instr. 4) | (Instr. 4) | |
| | | | | | (A) | Reported | | | |
| | | | | | (A) | Transaction(s) | | | |
| | | | Code V | Amount | or (D) Pri | (Instr. 3 and 4) | | | |
| | | | Code v | Amount | ` ' | ce | | | |
| common stock | 05/11/2016 | | A(1) | 487.54 | A \$ 5.7 | 41,320.99 | D | | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exercisable | e and | 7. Title and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------------|-----------|------------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | onNumber | Expiration Date | | Amount of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/Year) |) | Underlying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securities | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | Follo |
| | | | | | (A) or | | | | | Repo |
| | | | | | Disposed | | | | | Trans |
| | | | | | of (D) | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | |
| | | | | | 4, and 5) | | | | | |
| | | | | Code V | (A) (D) | Date Expi | iration ' | Title Amount | | |
| | | | | | (11) | Exercisable Date | | or | | |
| | | | | | | Zaterensuere Butt | | Number | | |
| | | | | | | | | of | | |
| | | | | | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|
| F | Director | 10% Owner | Officer | Other | | |
| HOFFMAN BRENDAN | | | | | | |
| 100 PIER 1 PLACE | X | | | | | |
| FORT WORTH, TX 76102 | | | | | | |

Signatures

/s/ Brendan Hoffman By: Christopher L. Mabe, 05/12/2016 Atty-in-Fact

> **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).

Deferred stock units pursuant to a Director Deferred Stock Unit Award for non-employee Directors under the Pier 1 Imports, Inc. 2015 Stock Incentive Plan. The deferred stock units are with respect to a \$0.07 per common share dividend paid by the Issuer on May 11, 2016. The deferred stock units equal the product of the dividend payment amount per share multiplied by the number of deferred stock units

(1) credited to the reporting person as of April 27, 2016 (record date for the dividend) divided by \$5.70, the closing price of the Issuer's common stock on May 11, 2016 (dividend payable date). The deferred stock units were credited to the reporting person's deferred stock units account maintained by the Issuer, on May 11, 2016, and are to be settled within five (5) business days after the person ceases being a member of the Board of Directors. Each deferred stock unit is the economic equivalent of one share of the Issuer's common stock.

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.

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