

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM S-8
REGISTRATION STATEMENT
Under
The Securities Act of 1933

LEGGETT & PLATT, INCORPORATED
(Exact name of registrant as specified in its charter)

Missouri No. 1--Leggett Road 44-0324630
(State or other Carthage, Missouri 64836 (I.R.S. Employer
jurisdiction of (417) 358-8131 Identification No.)
incorporation or organization)

(Address, including zip code, and telephone number,
including area code, of registrant's principal executive offices)

1989 FLEXIBLE STOCK PLAN
(Full Title of the Plan)

John A. Lyckman
Assistant General Counsel
Leggett & Platt, Incorporated
No. 1--Leggett Road
Carthage, Missouri 64836
(417) 358-8131
(Name, address, including zip code, and telephone
number, including area code, of agent for service)

CALCULATION OF REGISTRATION FEE

Title of Securities to be Registered	Amount to be Registered	Proposed Maximum Offering Price Per Share (1)	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee
Common Stock, \$0.01 par value and attached Preferred Stock Purchase Rights	5,642,448 shares	\$22.4375	\$126,602,427	\$37,347.72

(1) Estimated solely for the purpose of calculating the registration fee pursuant to Rule 457, based upon the average of the high and low prices of Registrant's Common Stock on December 12, 1998 on the New York Stock Exchange Composite Tape of \$22.4375.

INCORPORATION OF CERTAIN INFORMATION BY REFERENCE

The following documents have been previously filed by the Company with the Commission and are incorporated by reference into this S-8 Registration Statement:

- (1) The contents of Registration Statement File No. 33-54339.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Carthage, State of Missouri, on the 10TH day of December, 1998.

LEGGETT & PLATT, INCORPORATED

By: /s/ HARRY M. CORNELL, JR.
 Harry M. Cornell, Jr.
 Chairman of the Board and
 Chief Executive Officer

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Harry M. Cornell, Jr., Felix E. Wright, Robert A. Jefferies, Jr. and Ernest C. Jett, and each of them, his true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him and in his name, place and stead, in any and all capacities, to sign any and all amendments (including post-effective amendments) to this Registration Statement and all documents relating thereto, and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, full power and authority to do and perform each and every act and thing necessary or advisable to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed below by the following persons in the capacities and on the dates indicated.

Signature	Title	Date
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(a) Principal Executive Officer:

/s/ HARRY M. CORNELL, JR. Harry M. Cornell, Jr.	Chairman of the Board, Chief Executive Officer and Director	December 10, 1998
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(b) Principal Financial Officer:

/s/ MICHAEL A. GLAUBER Michael A. Glauber	Senior Vice President, Finance & Administration	December 17, 1998
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(c) Principal Accounting Officer:

/s/ ALLAN J. ROSS Allan J. Ross	Vice President - Accounting	December 17, 1998
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(d) Directors:

/s/ RAYMOND F. BENTELE Raymond F. Bentele	Director	December 17, 1998
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/s/ ROBERT TED ENLOE, III Robert Ted Enloe, III	Director	December 17, 1998
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/s/ RICHARD T. FISHER Richard T. Fisher	Director	December 17, 1998
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/s/ BOB L. GADDY Bob L. Gaddy	Director	December 17, 1998
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/s/ DAVID S. HAFFNER David S. Haffner	Director	December 17, 1998
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/s/ THOMAS A. HAYS Thomas A. Hays	Director	December 17, 1998
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/s/ ROBERT A. JEFFERIES, JR.	Director	December 17, 1998
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Robert A. Jefferies, Jr.

/s/ ALEXANDER M. LEVINE Director December 17, 1998
Alexander M. Levine

/s/ RICHARD L. PEARSALL Director December 17, 1998
Richard L. Pearsall

/s/ MAURICE E. PURNELL, JR. Director December 17, 1998
Maurice E. Purnell, Jr.

Duane W. Potter Director _____, 1998

Alice L. Walton Director _____, 1998

Felix E. Wright Director _____, 1998

EXHIBIT INDEX

Exhibit Number	Description
4	Leggett & Platt, Incorporated 1989 Flexible Stock Plan, as amended through May 14, 1997; reference is made to Appendix B to Registrant's definitive Proxy Statement dated March 27, 1997 used in conjunction with Registrant's Annual Meeting of Shareholders held on May 14, 1997
5	Opinion of Ernest C. Jett, Esq., Vice President, General Counsel and Secretary to Registrant
23(a)	Consent of PricewaterhouseCoopers LLP
23(b)	Consent of Ernest C. Jett, Esq., Vice President, General Counsel and Secretary to Registrant

December 17, 1998

Leggett & Platt, Incorporated
No. 1--Leggett Road
Carthage, MO 64836

Re: Leggett & Platt, Incorporated 1989 Flexible Stock Plan
Form S-8 Registration Statement
Our File No.: 3-19-16

Gentlemen:

As Vice President, General Counsel and Secretary of Leggett & Platt, Incorporated (the "Company"), I have acted on its behalf in connection with the preparation and filing with the Securities and Exchange Commission of a Registration Statement on Form S-8 under the Securities Act of 1933, as amended (the "Registration Statement") relating to 5,642,448 shares of the Company's Common Stock, \$.01 par value (the "Shares"), and the Preferred Stock Purchase Rights (the "Rights") attached to the Shares, to be issued in accordance with the terms of the 1989 Flexible Stock Plan (the "Plan").

In this connection, I have examined the following documents:

- (i) Copy of the Restated Articles of Incorporation of the Company;
- (ii) Copies of the Bylaws of the Company, as amended to date;
- (iii) Minutes of the meetings of the Board of Directors and Shareholders of the Company;
- (iv) Copy of the Plan as amended through May 14, 1997; and
- (v) The Registration Statement and all exhibits thereto.

I have also examined such other documents as I deemed necessary to the expression of the opinion contained herein.

Based upon the foregoing, I am of the opinion that:

- (1) The Company has been duly organized, validly existing and in good standing under the laws of the State of Missouri.
- (2) The Company has an authorized capitalization as set forth in the Registration Statement;
- (3) The Plan has been duly created and adopted by the Board of Directors of the Company and has been duly approved by the Shareholders of the Company and is a legal, valid and binding obligation of the Company enforceable in accordance with its terms;
- (4) The issuance of Shares pursuant to the Plan has been duly and validly authorized by the necessary corporate action; and
- (5) The Shares when issued in accordance with the terms of the Plan will be validly issued, fully paid and assessable.

I hereby consent to the use of my name in the Registration Statement and in the related Prospectus and to the use of this opinion as Exhibit 5 to the Registration Statement.

Sincerely,

LEGGETT & PLATT, INCORPORATED

/s/ ERNEST C. JETT

Ernest C. Jett
Vice President, General Counsel
and Secretary

ECJ/slk

CONSENT OF INDEPENDENT ACCOUNTANTS

We hereby consent to the incorporation by reference in this Registration Statement on Form S-8 of our report dated February 4, 1998 which appears on page 29 of Leggett & Platt Incorporated and Subsidiaries' Annual Report on Form 10-K for the year ended December 31, 1997.

/s/ PRICEWATERHOUSECOOPERS LLP

PricewaterhouseCoopers LLP
St. Louis, Missouri
December 17, 1998