

ETHAN ALLEN INTERIORS INC

Form 4

November 17, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WHITELY COREY

2. Issuer Name **and** Ticker or Trading
Symbol
ETHAN ALLEN INTERIORS INC
[ETH]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
ETHAN ALLEN DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/15/2016

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
EVP Adm., CFO & Treas.

DANBURY, CT 06811

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Stock Options (right to buy)	11/15/2016		M		28,000	A	\$ 17.16 (1)
Stock Options (right to buy)	11/15/2016		F		20,043	D	\$ 33.96 (2)

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

**Persons who respond to the collection of
information contained in this form are not**

SEC 1474
(9-02)

required to respond unless the form
displays a currently valid OMB control
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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
Stock Options (right to buy)	\$ 25.71	11/15/2016		M	2,000	06/20/2008 ⁽³⁾	06/20/2018	Common Stock	2,000
Stock Options (right to buy)	\$ 17.6	11/15/2016		M	3,000	11/05/2008 ⁽³⁾	11/05/2018	Common Stock	3,000
Stock Options (right to buy)	\$ 11.74	11/15/2016		M	10,000	11/12/2009 ⁽³⁾	11/12/2019	Common Stock	10,000
Stock Options (right to buy)	\$ 19.07	11/15/2016		M	6,000	07/26/2011 ⁽³⁾	07/26/2021	Common Stock	6,000
Stock Options (right to buy)	\$ 20.63	11/15/2016		M	7,000	07/31/2012 ⁽³⁾	07/31/2022	Common Stock	7,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WHITELY COREY ETHAN ALLEN DRIVE DANBURY, CT 06811	EVP Adm., CFO & Treas.

Signatures

Corey Whitely

11/17/2016

__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) The price reported in Column 4 is a weighted average price. These stock options were exercised in multiple transactions at prices set forth in Table II, inclusive. The reporting person undertakes to provide to ETH, any security holder of ETH, or the staff of the SEC, upon request, full information regarding the number of options exercised at each separate price with the ranges set forth in this footnote.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions as part of a cashless stock option exercise at prices ranging from \$33.80 to \$34.10, inclusive. The reporting person undertakes to provide to ETH, any security holder of ETH, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

(3) The date indicated is the grant date and the options vest in four equal installments beginning on such date.

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.