

KATHWARI M FAROOQ
Form 4/A
July 28, 2017

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KATHWARI M FAROOQ

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)
07/26/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President & CEO

DANBURY, CT 06811

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
07/28/2017

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	07/26/2017		A ⁽¹⁾	59,211 A \$ 0 ⁽¹⁾	2,119,883	D	
Common Stock	07/26/2017		A ⁽²⁾	16,234 A \$ 0 ⁽²⁾	2,136,117	D	
Common Stock					317,682	I	The Irfan Kathwari Foundation
Common Stock					15,364	I	Shares held by spouse

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KATHWARI M FAROOQ ETHAN ALLEN DRIVE DANBURY, CT 06811	X	X	Chairman, President & CEO	

Signatures

M. Farooq
Kathwari

07/28/2017

**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).

Represent shares earned by the Reporting Person for no consideration upon the vesting of performance stock units previously granted to the Reporting Person under the Ethan Allen Interiors Inc. Stock Incentive Plan (the "PSUs"). The vesting of the PSUs was subject to certain performance targets upon the certification of performance by the Issuer's compensation committee on July 26, 2017.

Represents 16,234 shares of common stock issuable upon the vesting of restricted stock units granted to the Reporting Person on July 26, 2017 under the Ethan Allen Interiors Inc. Stock Incentive Plan (the "RSUs"). The RSUs vest in two equal annual installments starting on the first anniversary of the date of grant.

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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