

KATHWARI M FAROOQ

Form 4

September 25, 2018

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 *
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)

3. Date of Earliest Transaction (Month/Day/Year)
01/24/2018

Director 10% Owner
 Officer (give title below) Other (specify below)

Chairman, President & CEO

25 LAKE AVENUE EXT.

(Street)

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

DANBURY, CT 06811

(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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/24/2018		D ⁽¹⁾	16,234 D	\$ 0 1,963,169 ⁽⁴⁾	D	
Common Stock	09/21/2018		M ⁽²⁾	40,000 A	\$ 0 2,003,169	D	
Common Stock	09/21/2018		S ⁽³⁾	37,882 D	\$ 21.51 1,965,287 ⁽⁵⁾	D	
Common Stock					343,651	I	The Irfan Kathwari Foundation
					15,364	I	

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Represents the exercise of 40,000 stock options, of which 50,000 were granted to the reporting person on November 11, 2008. The stock options vested and became exercisable 25% per year over four years starting one year from the date of grant.

- (3) Represents shares of common stock sold in the open market on September 21, 2018, a portion of the proceeds of which was used to pay the exercise price of the stock options.

- (4) Represents the number of shares of common stock directly beneficially owned by the reporting person as a result of the last transaction reported pursuant to Section 16(a) under the Securities Exchange Act of 1934, as amended, before the transactions reported herein that were effected on September 21, 2018.

- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$21.40 to \$21.88, inclusive. The reporting person undertakes to provide to the Company any security holder of the Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the range set forth herein.

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.