

ETHAN ALLEN INTERIORS INC
 Form 4
 November 17, 2016

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 *
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
 (City) (State) (Zip)

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

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 <u>(1)</u>
Stock Options (right to buy)	11/15/2016		F		20,043	D	\$ 33.96 <u>(2)</u>

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

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SEC 1474 (9-02)

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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.

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