

ETHAN ALLEN INTERIORS INC  
 Form 4  
 November 17, 2016

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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

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 number.

**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 <sup>(3)</sup> 06/20/2018                     | Common Stock 2,000  |
| Stock Options (right to buy)               | \$ 17.6  | 11/15/2016                           |  | M                              | 3,000   | 11/05/2008 <sup>(3)</sup> 11/05/2018                     | Common Stock 3,000  |
| Stock Options (right to buy)               | \$ 11.74   | 11/15/2016                           |  | M                              | 10,000  | 11/12/2009 <sup>(3)</sup> 11/12/2019                     | Common Stock 10,000   |
| Stock Options (right to buy)               | \$ 19.07   | 11/15/2016                           |  | M                              | 6,000   | 07/26/2011 <sup>(3)</sup> 07/26/2021                     | Common Stock 6,000  |
| Stock Options (right to buy)               | \$ 20.63   | 11/15/2016                           |  | M                              | 7,000   | 07/31/2012 <sup>(3)</sup> 07/31/2022                     | Common Stock 7,000  |

## Reporting Owners

| Reporting Owner Name / Address                          | Relationships                    |
|---|----------------------------------|
|   | Director 10% Owner Officer Other |
| WHITELY COREY<br>ETHAN ALLEN DRIVE<br>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.