

KATHWARI M FAROOQ  
Form 4/A  
July 28, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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 \*  
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 <sup>(1)</sup>               |   | 59,211  | A  | \$ 0<br><u>(1)</u>                         |
| Common Stock                    | 07/26/2017                           |  | A <sup>(2)</sup>               |   | 16,234  | A  | \$ 0<br><u>(2)</u>                         |
| Common Stock                    |                                      |  |                                |   |   | I  | 317,682                                    |
| Common Stock                    |                                      |  |                                |   |   | I  | 15,364                                     |
|                                 |                                      |  |                                |   |   |  | The Irfan Kathwari Foundation              |
|                                 |                                      |  |                                |   |   |  | Shares held by spouse                      |

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 required to respond unless the form displays a currently valid OMB control number.

SEC 1474  
(9-02)

**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<br>ETHAN ALLEN DRIVE<br>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.

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.