

ETHAN ALLEN INTERIORS INC
 Form 4
 March 24, 2015

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)
03/20/2015

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)

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 or Price		
Common Stock	03/20/2015		G		30,000 D \$ 0	D	
Stock Options (right to buy)	03/20/2015		M		10,000 A \$ 15.93	D	
Stock Options (right to buy)	03/20/2015		M		60,000 A \$ 10.68	D	
	03/20/2015		M		50,000 A	D	2,242,073

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Stock Options (right to buy)					\$ 14.86		
Stock Options (right to buy)	03/20/2015	F	<u>70,674</u> (1)	D	\$ 27.98	2,171,399	D
Stock Options (right to buy)	03/20/2015	M	180,000	A	\$ 13.61	2,351,399	D
Stock options (right to buy)	03/20/2015	F	<u>110,727</u> (1)	D	\$ 27.98	2,240,672	D

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.

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(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount Number Shares
Stock Options (right to buy)	\$ 15.93	03/20/2015		M/K	10,000	11/11/2009 11/11/2018	Common Stock 10,000
Common Stock (right to buy)	\$ 10.68	03/20/2015		M/K	60,000	07/01/2010 06/30/2019	Common Stock 60,000
Stock Options (right to buy)	\$ 14.86	03/20/2015		M/K	50,000	02/03/2011 02/03/2020	Common Stock 50,000

Stock Options (right to buy)	\$ 13.61	03/20/2015	M/K	180,000	10/01/2012	10/01/2021	Common Stock	180,000
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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

03/24/2015

__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) Shares paid to Company by Reporting Person to cover cost of options and tax obligations; the remaining shares held by Reporting Person.
- 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.