SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☒ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
KATHWARI M FAROOQ	ETHAN ALLEN INTERIORS INC [ETD]	X Director; X 10% Owner; X Officer (give title below); Other (specify below)
(Last) (First) (Middle): 25 LAKE AVENUE EXT.	3. Date of Earliest Transaction (Month/Day/Year): 02/18/2025	Chairman, President & CEO
(Street): DANBURY CT 06811	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line): X Form filed by One Reporting Person; Form filed by More than One Reporting Person
(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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/18/2025		S[1]		10,000	D	$29.27	1,641,905	D	
Common Stock								15,364	I	Shares held by spouse
Common Stock								8,553	I	Shares held in 401(k) plan
Common Stock	02/18/2025		S[1]		175	D	$29.27	23,425	I	2020 Trust FBO Kolhai Gibran Kathwari
Common Stock	02/18/2025		S[1]		175	D	$29.27	23,425	I	2020 Trust FBO Zavier Irfan Kathwari
Common Stock	02/18/2025		S[1]		175	D	$29.27	23,425	I	2020 Trust FBO Samantha Maxime Van Puyenbroeck-Kathwari
Common Stock	02/18/2025		S[1]		175	D	$29.27	23,425	I	2020 Trust FBO Gabriel Alexander Van Puyenbroeck-Kathwari

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. This transaction was pursuant to a Rule 10b5-1 stock selling plan adopted on March 14, 2024 by M. Farooq Kathwari, with an effective date of June 17, 2024. This trading plan was previously disclosed in the Issuer's Quarterly Report on Form 10-Q filed on April 24, 2024. In addition, on February 18, 2025, 8,000 shares of Ethan Allen common stock were sold by the Irfan Kathwari Foundation (all of whose shares Mr. Kathwari is deemed to beneficially own, but over which he has no reportable pecuniary interest) pursuant to the above-referenced Rule 10b5-1 stock selling plan.

/s/ Matthew J. McNulty as attorney-in-fact for M. Farooq Kathwari	02/18/2025
** Signature of Reporting Person	Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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 Number.