SEC Form 4

**FORM 4**

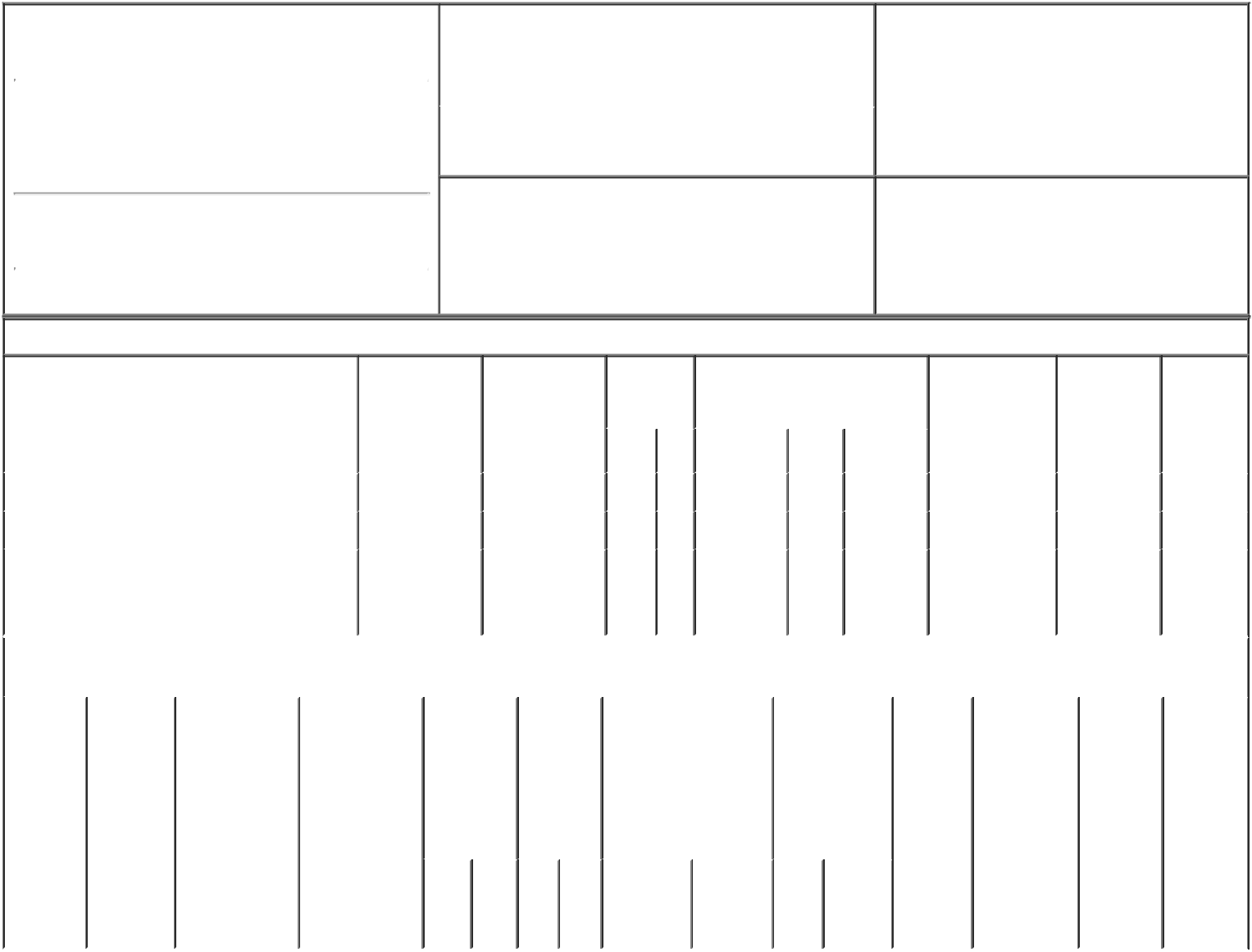
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).



|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **UNITED STATES SECURITIES AND EXCHANGE COMMISSION** |  |  |  |  |  |
| Washington, D.C. 20549 |  |  |  |  |  |
|  | OMB APPROVAL | | |  |
|  |  |  |
| **STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP** |  |  |  |  |  |
|  | OMB Number: | 3235-0287 |  |  |
|  | Estimated average burden | | |  |
|  |  |  |
| Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 |  | hours per response: | 0.5 |  |  |
|  |  |  |  |  |
|  |  |  |  |  |



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 | | |  |
|  | [SPILMAN ROBERT H JR](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001017081) | |  |  |  | [BASSETT FURNITURE INDUSTRIES](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0000010329) | |  |  |
|  |  |  |  | [INC [ BSET ]](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0000010329) | | |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |
|  | (Last) | (First) | (Middle) |  |  |  |  |  |  |
|  |  |  |  |  |  |  |

|  |  |  |
| --- | --- | --- |
| 3525 FAIRYSTONE PARK HWY | 3. Date of Earliest Transaction (Month/Day/Year) |  |
| 01/17/2019 |  |
| P O BOX 626 |  |
|  |  |

1. Relationship of Reporting Person(s) to Issuer (Check all applicable)

|  |  |  |  |
| --- | --- | --- | --- |
| X | Director | 10% Owner |  |
| X | Officer (give title | Other (specify |  |
| below) | below) |  |
|  |  |

Chairman & CEO

|  |  |  |  |
| --- | --- | --- | --- |
| (Street) | |  |  |
|  | BASSETT | VA | 24055 |
|  |  |  |  |
|  | (City) | (State) | (Zip) |

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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **1. Title of Security (Instr. 3)** | | | **2. Transaction** | | **2A. Deemed** | | **3.** | **4. Securities Acquired (A) or** | | | |  | **5. Amount of** | | | | **6. Ownership** | | **7. Nature** | |  |
|  |  |  |  | **Date** |  | **Execution Date,** | | **Transaction** | **Disposed Of (D) (Instr. 3, 4 and 5)** | | | | | **Securities** | | | | **Form: Direct** | | **of Indirect** | |  |
|  |  |  |  | **(Month/Day/Year)** | | **if any** |  | **Code (Instr.** |  |  |  |  |  | **Beneficially** | | | | **(D) or Indirect** | | **Beneficial** | |  |
|  |  |  |  |  |  | **(Month/Day/Year)** | | **8)** |  |  |  |  |  | **Owned Following** | | | | **(I) (Instr. 4)** | | **Ownership** | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Reported** | | | |  |  | **(Instr. 4)** | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  | **Code V** | **Amount** | | **(A) or** | **Price** |  | **Transaction(s)** | | | |  |  |  |  |  |
|  |  |  |  |  |  |  |  | **(D)** |  | **(Instr. 3 and 4)** | | | |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  | |  |  | |  |  |  |  |  |  |  | |  |  | |  |  |  |  |  |  |
|  | Common Stock | |  | 01/17/2019 | |  |  | A | 6,000(1) | | A | $18.76(2) | | 187,481(3) | | | |  | D |  |  |  |
|  | Common Stock | |  |  |  |  |  |  |  |  |  |  |  | 16,139 | | | |  | I | Spouse | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | Lucy | |  |
|  | Common Stock | |  |  |  |  |  |  |  |  |  |  |  | 13,947 | | | |  | I | Bassett | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | Trust | |  |
|  |  |  |  | | | | | | |  | | | | |  |  |  |  |  |  |  |  |
|  |  |  | **Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned** | | | | | | | | | | | | |  |  |  |  |  |  |  |
|  |  |  |  | **(e.g., puts, calls, warrants, options, convertible securities)** | | | | | | | | |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  | |  |  | |  | |  |  |  |  |  |  |  |  |
|  | **1. Title of** | **2.** | **3. Transaction** | **3A. Deemed** | **4.** |  | **5. Number** | **6. Date Exercisable and** | | | **7. Title and** | | **8. Price of** | | | **9. Number of** | | **10.** | | **11. Nature** | |  |
|  | **Derivative** | **Conversion** | **Date** | **Execution Date,** | **Transaction** | | **of** | **Expiration Date** | | | **Amount of** | | **Derivative** | | | **derivative** | | **Ownership** | | **of Indirect** | |  |
|  | **Security** | **or Exercise** | **(Month/Day/Year)** | **if any** | **Code (Instr.** | | **Derivative** | **(Month/Day/Year)** | | | **Securities** | | **Security** | | | **Securities** | | **Form:** | | **Beneficial** | |  |
|  | **(Instr. 3)** | **Price of** |  | **(Month/Day/Year)** | **8)** |  | **Securities** |  |  |  | **Underlying** | | **(Instr. 5)** | | | **Beneficially** | | **Direct (D)** | | **Ownership** | |  |
|  |  | **Derivative** |  |  |  |  | **Acquired** |  |  |  | **Derivative** | |  |  |  | **Owned** | | **or Indirect** | | **(Instr. 4)** | |  |
|  |  | **Security** |  |  |  |  | **(A) or** |  |  |  | **Security (Instr. 3** | |  |  |  | **Following** | | **(I) (Instr. 4)** | |  |  |  |
|  |  |  |  |  |  |  | **Disposed** |  |  |  | **and 4)** |  |  |  |  | **Reported** | |  |  |  |  |  |
|  |  |  |  |  |  |  | **of (D)** |  |  |  |  |  |  |  |  | **Transaction(s)** | | | |  |  |  |
|  |  |  |  |  |  |  | **(Instr. 3, 4** |  |  |  |  |  |  |  |  | **(Instr. 4)** | |  |  |  |  |  |
|  |  |  |  |  |  |  | **and 5)** |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | **Amount** |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | **or** |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | **Number** |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  | **Date** | **Expiration** | |  | **of** |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  | **Code V** |  | **(A) (D)** | **Exercisable** | **Date** | | **Title** | **Shares** |  |  |  |  |  |  |  |  |  |  |
|  |  | | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | **Explanation of Responses:** | | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | 1. Restriction on sale and risk of forfeiture until vesting (2021-01-17) or earlier upon death or disability. Also subject to stock ownership guidelines. | | | | | | | | | | | |  |  |  |  |  |  |  |  |  |  |
|  | 2. Price of Bassett Furniture Industries Stock at the close of business 01/17/2019. | | | | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | 3. Includes shares acquired under the 2000 and 2017 Employee Stock Purchase Plans in transactions exempt under Rule 16-3(A). | | | | | | | | | |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  | /s/ Robert H. Spilman, Jr. | | | | | | 01/22/2019 | | | |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  | | | | |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  | \*\* 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.**