

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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).

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

<b>1. Name and Address of Reporting Person*</b> <u>JOHNSON MATTHEW S</u>  (Last) (First) (Middle) <u>3525 FAIRSTONE PARK HWY</u> <u>P O BOX 626</u>  (Street) <u>BASSETT VA 24055</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>BASSETT FURNITURE INDUSTRIES INC</u> [ <u>BSET</u> ]	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP-Product Development</u>
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>10/02/2012</u>	
	<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>	
		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
COMMON	10/02/2012		M		2,000	A	\$4.38	5,799.47 <sup>(1)</sup>	D	
COMMON	10/02/2012		F		1,160	D	\$12.4	4,639.47 <sup>(1)</sup>	D	

**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					
Option <sup>(2)</sup>	\$21.12	02/24/2004		A		12,500		11/15/2004	02/23/2014	Common	12,500	12,500	D	
OPTION <sup>(2)</sup>	\$10.6	10/17/2007		A		3,334		10/17/2008	10/16/2017	COMMON	3,334	3,334	D	
OPTION <sup>(2)</sup>	\$10.6	10/17/2007		A		3,333		10/17/2009	10/16/2017	COMMON	3,333	3,333	D	
OPTION <sup>(2)</sup>	\$10.6	10/17/2007		A		3,333		10/17/2010	10/16/2017	COMMON	3,333	3,333	D	
Option <sup>(2)</sup>	\$4.38	10/02/2012		M		2,000		07/14/2011	07/13/2020	Common	2,000	0	D	
Option <sup>(2)</sup>	\$4.38	07/14/2010		A		2,000		07/14/2012	07/13/2020	Common	2,000	2,000	D	
Option <sup>(2)</sup>	\$4.38	07/14/2010		A		2,000		07/14/2013	07/13/2020	Common	2,000	2,000	D	
Option <sup>(2)</sup>	\$4.38	07/14/2010		A		2,000		07/14/2014	07/13/2020	Common	2,000	2,000	D	

**Explanation of Responses:**

- Includes shares acquired under the 2000 Employee Stock Purchase Plan in Transactions exempt under Rule 16b-3(c).
- GRANTED UNDER THE 1997 EMPLOYEE STOCK PLAN WHICH IS A RULE 16b-3 PLAN.

Matthew S Johnson

10/04/2012

\*\* 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.