

SPILMAN ROBERT H JR
 Form 4
 November 28, 2011

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 *
 SPILMAN ROBERT H JR

2. Issuer Name and Ticker or Trading Symbol
 BASSETT FURNITURE INDUSTRIES INC [BSET]

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

(Last) (First) (Middle)
 3525 FAIRYSTONE PARK HWY, P
 O BOX 626
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 11/28/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
 Pres & Chief Executive Officer

BASSETT, VA 24055

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code V | Amount | | |
| Common | 11/23/2011 | | M | 5,000 | A \$ 4.38 | 90,775.62 (2) | D |
| Common | | | | | | 17,217 | I wife |
| Common | | | | | | 6,515 | I Trust |

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

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SEC 1474 (9-02)

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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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|-------|--|-----------------|---|----------------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | |
| Option ⁽¹⁾ | \$ 14.7 | 01/15/2002 | | A | 10,000 | | 01/15/2003 | 01/14/2012 | Common | 10 |
| Option ⁽¹⁾ | \$ 14.7 | 01/15/2002 | | A | 10,000 | | 01/15/2004 | 02/14/2012 | Common | 10 |
| Option ⁽¹⁾ | \$ 14.7 | 01/15/2002 | | A | 10,000 | | 01/15/2005 | 01/14/2012 | Common | 10 |
| Option ⁽¹⁾ | \$ 21.12 | 02/24/2004 | | A | 50,000 | | 11/15/2004 | 02/23/2014 | Common | 50 |
| OPTION ⁽¹⁾ | \$ 10.6 | 10/17/2007 | | A | 7,334 | | 10/17/2008 | 10/16/2017 | COMMON | 7 |
| OPTION ⁽¹⁾ | \$ 10.6 | 10/17/2007 | | A | 7,333 | | 10/17/2009 | 10/16/2017 | COMMON | 7 |
| OPTION ⁽¹⁾ | \$ 10.6 | 10/17/2007 | | A | 7,333 | | 10/17/2010 | 10/16/2017 | COMMON | 7 |
| Option ⁽³⁾ | \$ 4.38 | 07/14/2010 | | A | 6,000 | | 07/14/2011 | 07/13/2020 | Common | 6 |
| Option ⁽³⁾ | \$ 4.38 | 07/14/2010 | | A | 6,000 | | 07/14/2012 | 07/13/2020 | Common | 6 |
| Option ⁽³⁾ | \$ 4.38 | 07/14/2010 | | A | 6,000 | | 07/14/2013 | 07/13/2020 | Common | 6 |
| Option ⁽³⁾ | \$ 4.38 | 07/14/2010 | | A | 6,000 | | 07/14/2014 | 07/13/2020 | Common | 6 |
| OPTION ⁽³⁾ | \$ 8.02 | 07/13/2011 | | A | 4,000 | | 07/13/2012 | 07/12/2021 | COMMON | 4 |
| OPTION ⁽³⁾ | \$ 8.02 | 07/13/2011 | | A | 4,000 | | 07/13/2013 | 07/12/2021 | COMMON | 4 |
| OPTION ⁽³⁾ | \$ 8.02 | 07/13/2011 | | A | 4,000 | | 07/13/2014 | 07/12/2021 | COMMON | 4 |
| OPTION ⁽³⁾ | \$ 8.02 | 07/13/2011 | | A | 4,000 | | 07/13/2016 | 07/12/2021 | COMMON | 4 |
| Option ⁽³⁾ | \$ 4.38 | 11/23/2011 | | M | | 5,000 | 07/14/2011 | 07/13/2020 | Common | 5 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SPILMAN ROBERT H JR 3525 FAIRYSTONE PARK HWY | X | | Pres & Chief Executive Officer | |

P O BOX 626
BASSETT, VA 24055

Signatures

Robert H
Spilman Jr

11/28/2011

 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) Granted under the 1997 Employee Stock Plan which is a Rule 16b-3 Plan.
- (2) INCLUDES SHARES ACQUIRED UNDER THE 2000 EMPLOYEE STOCK PURCHASE PLAN IN TRANSACTIONS EXEMPT UNDER RULE 16B-3(A)
- (3) GRANTED UNDER THE 2010 STOCK INCENTIVE PLAN WHICH IS A RULE 16B-3 PLAN.

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