**INTERFACE INC** Form 4

January 16, 2008

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box

if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

obligations may continue. See Instruction 1(b).

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)

(Last)

1. Name and Address of Reporting Person \* WILLOCH RAYMOND S

> (First) (Middle)

2859 PACES FERRY ROAD, OVERLOOK III, SUITE 2000

(Street)

ATLANTA, GA 30339

2. Issuer Name and Ticker or Trading Symbol

INTERFACE INC [IFSIA]

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

01/14/2008

4. If Amendment, Date Original

Filed(Month/Day/Year)

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

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5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner X\_ Officer (give title Other (specify below)

Sr. Vice President

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(City)	(State)	(Zip) Tab	ole I - Non-	-Derivative Se	ecurities Acq	iired, Disposed of,	or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	omr Disposed (Instr. 3, 4 and		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)
Class B Common Stock	01/14/2008		C	12,477 D	,	169,339 (2)	D	
Class A Common Stock	01/14/2008		C	12,477 A	A \$0	42,477	D	
Class A Common Stock	01/14/2008		S	222 <u>(3)</u> D	\$ 15.55	42,255	D	
Class A	01/14/2008		S	348 D	\$ 15.54	41,907	D	

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Common Stock							
Class A Common Stock	01/14/2008	S	538	D	\$ 15.53	41,369	D
Class A Common Stock	01/14/2008	S	475	D	\$ 15.52	40,894	D
Class A Common Stock	01/14/2008	S	1,266	D	\$ 15.51	39,628	D
Class A Common Stock	01/14/2008	S	790	D	\$ 15.5	38,838	D
Class A Common Stock	01/14/2008	S	63	D	\$ 15.495	38,775	D
Class A Common Stock	01/14/2008	S	685	D	\$ 15.49	38,090	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.48	38,058	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.4775	38,026	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.47	37,994	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.4675	37,962	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.46	37,930	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.44	37,898	D
Class A Common Stock	01/14/2008	S	380	D	\$ 15.42	37,518	D
Class A Common Stock	01/14/2008	S	32	D	\$ 15.4	37,486	D

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

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SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transa	ection	Number	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	(	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8) I	Derivative	e		Secur	ities	(Instr. 5)
	Derivative				5	Securities			(Instr.	3 and 4)	
	Security				I	Acquired					
					(	(A) or					
					I	Disposed					
					C	of (D)					
					(	(Instr. 3,					
					4	4, and 5)					
										A	
										Amount	
							Date	Expiration	TP:41	or	
							Exercisable	Date	Title	Number	
				C 1	<b>3</b> 7 /	(A) (D)				of	
				Code	V (	(A) (D)				Shares	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

WILLOCH RAYMOND S 2859 PACES FERRY ROAD OVERLOOK III, SUITE 2000 ATLANTA, GA 30339

Sr. Vice President

## **Signatures**

/s/ David B. Foshee, Attorney in Fact

01/16/2008

\*\*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) Conversion of a security exempted under Rule 16(b)-6b. The reporting person exchanged Class B shares for Class A shares on a one-for-one basis.
- (2) A substantial number of such shares are restricted shares subject to a risk of forfeiture under certain circumstances.
- (3) All sales reported in this Form 4 were effected pursuant to a Rule 10b5-1(c) trading plan adopted by the reporting person on December 14, 2007.

#### Remarks:

Reporting Owners 3

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#### Exhibit List:

## **Exhibit 24-Confirming Statement**

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.