

INTERFACE INC  
Form 4  
January 07, 2009

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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## 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 \*  
LYNCH PATRICK C

(Last) (First) (Middle)

2859 PACES FERRY  
ROAD, OVERLOOK III, SUITE  
2000

(Street)

ATLANTA, GA 30339

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
INTERFACE INC [IFSLA]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/05/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Sr. Vice President & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4) |                        |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|------------------------|---|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |                                   |                        |   |
| Class B Common Stock            | 01/05/2009                           |  | C                              |   | 8,334 <sup>(1)</sup>  | D  | \$ 0                              | 128,333 <sup>(2)</sup> | D |
| Class A Common Stock            | 01/05/2009                           |  | C                              |   | 8,334 <sup>(1)</sup>  | A  | \$ 0                              | 69,167                 | D |
| Class A Common Stock            | 01/05/2009                           |  | S                              |   | 108 <sup>(3)</sup>  | D  | \$ 4.76                           | 69,059                 | D |
| Class A Common Stock            | 01/05/2009                           |  | S                              |   | 180 <sup>(3)</sup>  | D  | \$ 4.8                            | 68,879                 | D |

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|                      |            |  |   |                    |   |         |        |  |   |
|----------------------|------------|--|---|--------------------|---|---------|--------|--|---|
| Common Stock         |            |  |   |                    |   |         |        |  |   |
| Class A Common Stock | 01/05/2009 |  | S | 36 <sup>(3)</sup>  | D | \$ 4.81 | 68,843 |  | D |
| Class A common Stock | 01/05/2009 |  | S | 18 <sup>(3)</sup>  | D | \$ 4.83 | 68,825 |  | D |
| Class A Common Stock | 01/05/2009 |  | S | 378 <sup>(3)</sup> | D | \$ 4.84 | 68,447 |  | D |
| Class A Common Stock | 01/05/2009 |  | S | 198 <sup>(3)</sup> | D | \$ 4.85 | 68,249 |  | D |
| Class A Common Stock | 01/05/2009 |  | S | 126 <sup>(3)</sup> | D | \$ 4.86 | 68,123 |  | D |
| Class A Common Stock | 01/05/2009 |  | S | 363 <sup>(3)</sup> | D | \$ 4.87 | 67,760 |  | D |
| Class A Common Stock | 01/05/2009 |  | S | 37 <sup>(3)</sup>  | D | \$ 4.88 | 67,723 |  | D |
| Class A Common Stock | 01/05/2009 |  | S | 451 <sup>(3)</sup> | D | \$ 4.89 | 67,272 |  | D |
| Class A Common Stock | 01/05/2009 |  | S | 703 <sup>(3)</sup> | D | \$ 4.9  | 66,569 |  | D |
| Class A Common Stock | 01/05/2009 |  | S | 736 <sup>(3)</sup> | D | \$ 4.92 | 65,833 |  | D |

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

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SEC 1474  
(9-02)

**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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene |
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|------------------------|
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|------------------------|

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| Derivative Security | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | (Instr. 3 and 4) |
|---------------------|---|------|---|-----|-----|------------------|-----------------|-------|----------------------------|------------------|
|                     |   |      |   |     |     |                  |                 |       |                            | Own              |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                          |       |
|---|---------------|-----------|--------------------------|-------|
|   | Director      | 10% Owner | Officer                  | Other |
| LYNCH PATRICK C<br>2859 PACES FERRY ROAD<br>OVERLOOK III, SUITE 2000<br>ATLANTA, GA 30339 |               |           | Sr. Vice President & CFO |       |

## Signatures

/s/ Patrick C. Lynch  
01/07/2009  
Date

\*\*Signature of Reporting Person

## 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 pursuant to Rule 16b-6(b). 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) The sale was effected pursuant to a Rule 10b5-1(c) trading plan adopted by the reporting person on December 14, 2007.

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