### Edgar Filing: ARMSTRONG WORLD INDUSTRIES INC - Form 4

#### ARMSTRONG WORLD INDUSTRIES INC

Form 4

February 09, 2016

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

0.5

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average burden hours per

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

Check this box

obligations may continue. See Instruction

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

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Schulz David S.

2. Issuer Name and Ticker or Trading Symbol

Issuer

ARMSTRONG WORLD

INDUSTRIES INC [AWI]

(Check all applicable)

5. Relationship of Reporting Person(s) to

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

Director X\_ Officer (give title below)

10% Owner Other (specify

C/O 2500 COLUMBIA AVE

(First)

(State)

(Middle)

(Zip)

02/05/2016

SVP and CFO

6. Individual or Joint/Group Filing(Check

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

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

(Street)

LANCASTER, PA 17603

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	n(A) or Disposed of	Securities	Form: Direct	Indirect
(Instr. 3)		any	Code	(D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership
					Following	(Instr. 4)	(Instr. 4)

Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

Common 02/05/2016 M 572 <sup>(1)</sup> A \$0 1,375 D Stock

Common 211 (2) D 02/05/2016 F D 1,164 Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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. Transactic Code (Instr. 8)	5. Number on for Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerc Expiration D (Month/Day/	ate	d 7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. P Der Seci (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Performance Restricted Stock Units	(3)	02/05/2016		A	572	<u>(4)</u>	<u>(5)</u>	Common Stock	572	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
.r. g	Director	10% Owner	Officer	Other		
Schulz David S.						
C/O 2500 COLUMBIA AVE			SVP and CFO			
LANCASTER PA 17603						

# **Signatures**

/s/Christopher S. Parisi, 02/09/2016 Attorney-in-fact

> \*\*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).
- Reflects the conversion of previously granted performance restricted stock units into shares of Issuer's common stock in connection with **(1)** the vesting of the units based on underlying performance metrics.
- Represents the number of shares withheld by the Issuer to satisfy the Reporting Person's tax obligations upon the vesting of performance **(2)** restricted stock units granted to the Reporting Person under the Issuer's Long-Term Incentive Plan.
- (3) Each performance restricted stock unit represents a contingent right to receive one share of Issuer's common stock.
  - The performance restricted stock units were granted upon achievement of certain performance metrics pursuant to the performance-based restricted stock units granted on February 20, 2013 under the Company's Long-Term Incentive Plan. The performance period for the
- (4) performance restricted stock units was January 1, 2013 to December 31, 2015, with vesting subject to approval of the performance calculation by the Management Development and Compensation Committee of the Issuer's Board of Directors. This approval was obtained on February 5, 2016.
- (5) Not applicable.

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

Reporting Owners 2

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