Hershey Mark A Form 4 September 24, 2018

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL OMB

Washington, D.C. 20549 Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

3235-0287 Number: January 31,

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

obligations

Expires: 2005 Estimated average

0.5

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

SECURITIES

burden hours per response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Hershey Mark A

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

ARMSTRONG WORLD **INDUSTRIES INC [AWI]**

(Check all applicable)

(Last) (First) (Middle)

(Street)

3. Date of Earliest Transaction

Director 10% Owner Other (specify X_ Officer (give title

C/O ARMSTRONG WORLD INDUSTRIES, INC., 2500

09/20/2018

(Month/Day/Year)

SVP, Gen Cnsl, Compliance

COLUMBIA AVENUE

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

below)

LANCASTER, PA 17603

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secui	rities Acquir	ed, Disposed of,	or Beneficiall	y 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. Securit onor Dispos (Instr. 3, 4	ed of	` '	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)
Common Stock	09/20/2018		M <u>(1)</u>	19,602	A	\$ 37.83	38,516	D	
Common Stock	09/20/2018		M(1)	13,699	A	\$ 35.29	52,215	D	
Common Stock	09/20/2018		S <u>(1)</u>	33,301	D	\$ 70.0253 (2)	18,914	D	
Common Stock	09/21/2018		M(1)	717	A	\$ 37.83	19,631	D	

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Common Stock	09/21/2018	M(1)	1,500	A	\$ 35.29	21,131	D
Common Stock	09/21/2018	S <u>(1)</u>	2,217	D	\$ 70.037 (3)	18,914	D
Common Stock	09/24/2018	M(1)	255	A	\$ 35.29	19,169	D
Common Stock	09/24/2018	S <u>(1)</u>	255	D	\$ 70.45 (4)	18,914	D

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

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 control number.

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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of Transactio Derivative Code Securities (Instr. 8) 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 37.83	09/20/2018		M	19,602	<u>(5)</u>	02/28/2022	Common Stock	19,602
Stock Options (Right to Buy)	\$ 35.29	09/20/2018		M	13,699	<u>(6)</u>	07/01/2021	Common Stock	13,699
Stock Options (Right to Buy)	\$ 37.83	09/21/2018		M	717	<u>(5)</u>	02/28/2022	Common Stock	717
Stock Options (Right to Buy)	\$ 35.29	09/21/2018		M	1,500	<u>(6)</u>	07/01/2021	Common Stock	1,500
Stock Options	\$ 35.29	09/24/2018		M	255	<u>(6)</u>	07/01/2021	Common Stock	255

(Right to Buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Hershey Mark A C/O ARMSTRONG WORLD INDUSTRIES, INC. 2500 COLUMBIA AVENUE LANCASTER, PA 17603

SVP, Gen Cnsl, Compliance

Signatures

/s/ Mark A. Hershey 09/24/2018

**Signature of Date
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) Option exercised and shares sold pursuant to a 10b5-1 Plan.
- The price reported is a weighted average price. These shares were sold in multiple transactions at per share prices ranging from \$70.00 to \$71.25. The reporting person undertakes to provide upon request to the SEC staff, the Issuer, or any stockholder of the Issuer, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The price reported is a weighted average price. These shares were sold in multiple transactions at per share prices ranging from \$70.00 to \$70.30. The reporting person undertakes to provide upon request to the SEC staff, the Issuer, or any stockholder of the Issuer, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (4) The price reported is a weighted average price. The reporting person undertakes to provide upon request to the SEC staff, the Issuer, or any stockholder of the Issuer, full information regarding the number of shares sold at each separate price.
- (5) The stock options were granted on February 28, 2012. Grant has a graded vesting schedule. Date Exercisable will vary for each vesting tranche. All options are currently vested and exercisable.
- (6) The stock options were granted on July 1, 2011. Grant has a graded vesting schedule. Date Exercisable will vary for each vesting tranche. All options are currently vested and exercisable.

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.

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