

ARMSTRONG WORLD INDUSTRIES INC

Form 3

November 25, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Schulz David S.

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/16/2013

3. Issuer Name and Ticker or Trading Symbol

ARMSTRONG WORLD INDUSTRIES INC [AWI]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
SVP and CFO6. Individual or Joint/Group
Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person
☐ Form filed by More than One
Reporting Person

C/O 2500 COLUMBIA AVE

(Street)

LANCASTER, PA 17603

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date Expiration
Exercisable Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of
Shares4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)
(Instr. 5)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Stock Options	Â (1)	06/01/2021	Common Stock	4,472	\$ 40.71	D	Â
Stock Options	Â (2)	02/28/2022	Common Stock	4,287	\$ 43.21	D	Â
Stock Options	Â (3)	02/20/2023	Common Stock	3,602	\$ 51.76	D	Â

Reporting Owners

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

Signatures

/s/Christopher S. Parisi,
Attorney-in-fact

11/25/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

The options are non-qualified, have a ten-year term that began on June 1, 2011 and were previously granted under the 2011 Long-Term Incentive Plan. 2,981 of such options are vested and the remaining 1,491 options will vest on June 1, 2014 (contingent upon the Reporting

- (1) Person's employment with the Issuer on the scheduled vesting date, except as provided for under the Issuer's 2011 Long-term Incentive Plan). Each stock option entitles the Reporting person to purchase one share of Issuer's common stock at an exercise price equal to \$40.71.

The options are non-qualified, have a ten-year term that began on February 28, 2012 and were previously granted under the 2011 Long-Term Incentive Plan. 1,429 of such options are vested and the remaining options will vest as follows: 1,429 options on February 28,

- (2) 2014 and 1,429 options on February 28, 2015 (contingent upon the Reporting Person's employment with the Issuer on the scheduled vesting date, except as provided for under the Issuer's 2011 Long-term Incentive Plan). Each stock option entitles the Reporting person to purchase one share of Issuer's common stock at an exercise price equal to \$43.21.

The options are non-qualified, have a ten-year term that began on February 20, 2013 and were previously granted under the 2011 Long-Term Incentive Plan. The options will vest in three installments as follows: 1,200 options on February 20, 2014; 1,201 options on

- (3) February 20, 2015; and 1,201 options on February 20, 2016 (contingent upon the Reporting Person's employment with the Issuer on the scheduled vesting date, except as provided for under the Issuer's 2011 Long-term Incentive Plan). Each stock option entitles the Reporting person to purchase one share of Issuer's common stock at an exercise price equal to \$51.76.

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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