

# ARMSTRONG WORLD INDUSTRIES INC

Reported by  
**GRIZZLE VICTOR**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 02/28/17 for the Period Ending 02/27/17

|             |  |
|-------------|--|
| Address     | 2500 COLUMBIA AVE<br>LANCASTER, PA 17603           |
| Telephone   | 7173970611   |
| CIK         | 0000007431   |
| Symbol      | AWI  |
| SIC Code    | 3089 - Plastics Products, Not Elsewhere Classified |
| Industry    | Construction Supplies & Fixtures                   |
| Sector      | Consumer Cyclical                                  |
| Fiscal Year | 12/31  |

# FORM 4

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

OMB APPROVAL  
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[ ] Check this box if no longer  
subject to Section 16. Form 4 or  
Form 5 obligations may  
continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

|   |  |   |  |   |  |
|---|--|---|--|---|--|
| 1. Name and Address of Reporting Person *                                 |  | 2. Issuer Name and Ticker or Trading Symbol       |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)  |  |
| <b>Grizzle Victor</b>   |  | <b>ARMSTRONG WORLD INDUSTRIES<br/>INC [ AWI ]</b> |  | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner   |  |
| (Last) (First) (Middle)   |  | 3. Date of Earliest Transaction (MM/DD/YYYY)      |  | <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)                                   |  |
| <b>C/O ARMSTRONG WORLD<br/>INDUSTRIES, INC., 2500 COLUMBIA<br/>AVENUE</b> |  | <b>2/27/2017</b>                                  |  | <b>CEO</b>  |  |
| (Street)  |  | 4. If Amendment, Date Original Filed (MM/DD/YYYY) |  | 6. Individual or Joint/Group Filing (Check Applicable Line)   |  |
| <b>LANCASTER, PA 17603</b>  |  |   |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |  |
| (City) (State) (Zip)  |  |   |  |   |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security<br>(Instr. 3) | 2. Trans. Date | 2A. Deemed<br>Execution<br>Date, if any | 3. Trans. Code<br>(Instr. 8) |   | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) |               |         | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------------|----------------|---|------------------------------|---|---|---------------|---------|---|---|---|
|                                    |                |   | Code                         | V | Amount  | (A) or<br>(D) | Price   |   |   |   |
| Common Stock                       | 2/27/2017      |   | F                            |   | 1884<br>(1)   | D             | \$40.10 | 31708   | D   |   |

### Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Trans.<br>Date | 3A. Deemed<br>Execution<br>Date, if any | 4. Trans. Code<br>(Instr. 8) |   | 5. Number of<br>Derivative Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 6. Date Exercisable and<br>Expiration Date |     | 7. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                    | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10. Ownership<br>Form of<br>Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I) (Instr.<br>4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|--|-------------------|---|------------------------------|---|--|--|-----|--|--------------------|---|--|---|--|
|  |  |                   |   | Code                         | V |  | (A)  | (D) | Date<br>Exercisable  | Expiration<br>Date |   |  |   |  |

#### Explanation of Responses:

( Represents the number of shares withheld by the Issuer to satisfy the Reporting Person's tax obligations incurred upon the vesting of certain restricted stock  
1) units granted to the Reporting Person under the 2011 Long-Term Incentive Plan and previously disclosed by the Reporting Person on Table II on April 11,  
2016.

#### Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |            |       |
|---|---------------|-----------|------------|-------|
|   | Director      | 10% Owner | Officer    | Other |
| <b>Grizzle Victor</b><br><b>C/O ARMSTRONG WORLD INDUSTRIES, INC.</b><br><b>2500 COLUMBIA AVENUE</b><br><b>LANCASTER, PA 17603</b> | <b>X</b>      |           | <b>CEO</b> |       |

#### Signatures

/s/Bryan Y. m. Tham, Attorney-in-fact

2/28/2017

\*\*Signature of Reporting Person

Date

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

\* 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).

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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