

Hershey Mark A  
Form 4  
September 24, 2018

**FORM 4**

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

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,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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

(Print or Type Responses)

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

2. Issuer Name **and** Ticker or Trading  
Symbol  
ARMSTRONG WORLD  
INDUSTRIES INC [AWI]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O ARMSTRONG WORLD  
INDUSTRIES, INC., 2500  
COLUMBIA AVENUE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/20/2018

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
SVP, Gen Cnsl, Compliance

LANCASTER, PA 17603

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ 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 (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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|---------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price                     |                                                                                               |                                                          |                                                       |
| Common Stock                    | 09/20/2018                           |                                                    | M <sup>(1)</sup>               |                                                                   | 19,602 | A          | \$ 37.83                  | 38,516                                                                                        | D                                                        |                                                       |
| Common Stock                    | 09/20/2018                           |                                                    | M <sup>(1)</sup>               |                                                                   | 13,699 | A          | \$ 35.29                  | 52,215                                                                                        | D                                                        |                                                       |
| Common Stock                    | 09/20/2018                           |                                                    | S <sup>(1)</sup>               |                                                                   | 33,301 | D          | \$ 70.0253 <sup>(2)</sup> | 18,914                                                                                        | D                                                        |                                                       |
| Common Stock                    | 09/21/2018                           |                                                    | M <sup>(1)</sup>               |                                                                   | 717    | A          | \$ 37.83                  | 19,631                                                                                        | D                                                        |                                                       |

Edgar Filing: Hershey Mark A - Form 4

|              |            |                  |       |   |                          |        |   |
|--------------|------------|------------------|-------|---|--------------------------|--------|---|
| Common Stock | 09/21/2018 | M <sup>(1)</sup> | 1,500 | A | \$ 35.29                 | 21,131 | D |
| Common Stock | 09/21/2018 | S <sup>(1)</sup> | 2,217 | D | \$ 70.037 <sup>(3)</sup> | 18,914 | D |
| Common Stock | 09/24/2018 | M <sup>(1)</sup> | 255   | A | \$ 35.29                 | 19,169 | D |
| Common Stock | 09/24/2018 | S <sup>(1)</sup> | 255   | D | \$ 70.45 <sup>(4)</sup>  | 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities 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) |  | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------|---------------------------------------------------------------|--|-------------------------------|
|                                            |                                                        |                                      |                                                    | 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<br>C/O ARMSTRONG WORLD INDUSTRIES, INC.<br>2500 COLUMBIA AVENUE<br>LANCASTER, PA 17603 |               |           | SVP, Gen Cnsl, Compliance |       |

## Signatures

/s/ Mark A.  
Hershey

09/24/2018

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).
- (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.
- (2) \$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.
- (3) \$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.