LARSON KENNETH R

Form 4

October 10, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

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January 31, Expires: 2005

OMB APPROVAL

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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).

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** LARSON KENNETH R | | | 2. Issuer Name and Ticker or Trading Symbol | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
|---|--------------|--------------|--|--------------|---------------------------|--|-------------------------|--|--|
| (Last) | (First) | (Middle) | CULP INC [CFI] 3. Date of Earliest Transaction | | | (Check all applicable) | | | |
| 1823 EASTCHESTER DRIVE | | | (Month/Day/Year) 10/08/2012 | | | _X_ Director 10% Owne Other (special below) | | | |
| | (Street) | | 4. If Ame | ndment, Da | nte Original | 6. Individual or Jo | int/Group Filing(Check | | |
| | | | Filed(Mor | nth/Day/Year | •) | • | One Reporting Person | | |
| HIGH POI | NT, NC 2726 | 5 | | | | Person | fore than One Reporting | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-D | Derivative Securities Acq | quired, Disposed of | , or Beneficially Owned | | |
| 1 Title of | 2 Transactio | n Date 2A De | emed | 3 | 1 Securities | 5 Amount of | 6 Ownership 7 Natura | | |

| (City) | (State) (2 | Table | I - Non-De | erivative S | Securi | ties Ac | quired, Disposed o | of, or Beneficial | lly Owned |
|---------------------|---------------------|--------------------|------------|------------------|--------|---------|--------------------|-------------------|--------------|
| 1.Title of | 2. Transaction Date | | 3. | 4. Securi | | | 5. Amount of | 6. Ownership | 7. Nature of |
| Security | (Month/Day/Year) | Execution Date, if | Transactio | nAcquired (A) or | | | Securities | Form: Direct | Indirect |
| (Instr. 3) | | any | Code | Disposed | of (D |) | Beneficially | (D) or | Beneficial |
| | | (Month/Day/Year) | (Instr. 8) | (Instr. 3, | 4 and | 5) | Owned | Indirect (I) | Ownership |
| | | | | | | | Following | (Instr. 4) | (Instr. 4) |
| | | | | | (4) | | Reported | | |
| | | | | | (A) | | Transaction(s) | | |
| | | | G 1 17 | | or | ъ. | (Instr. 3 and 4) | | |
| | | | Code V | Amount | (D) | Price | | | |
| Common Stock (1) | 10/08/2012 | | A | 829 | A | \$0 | 78,767 | D | |

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.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title and | 8. Price of | 9. Nu |
|-------------|-------------|---------------------|--------------------|-------------------|---------------------------------------|---------------|-----------------|-----------------|-------------|--------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | TransactionNumber | | Expiration Da | Expiration Date | | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Underlying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivativ | re | | Securities | (Instr. 5) | Bene |
| | Derivative | | | | Securities | S | | (Instr. 3 and 4 | ·) | Own |
| | Security | | | | Acquired | | | · | | Follo |
| | Ĭ | | | | (A) or | | | | | Repo |
| | | | | | Disposed | | | | | Trans |
| | | | | | of (D) | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | ` |
| | | | | | 4, and 5) | | | | | |
| | | | | ~ | , , , , , , , , , , , , , , , , , , , | - | | | | |
| | | | | Code V | (A) (D) | | * | Title Amour | nt | |
| | | | | | | Exercisable | Date | or | | |
| | | | | | | | | Numbe | er | |
| | | | | | | | | of | | |
| | | | | | | | | Shares | | |

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

LARSON KENNETH R

1823 EASTCHESTER DRIVE X

HIGH POINT, NC 27265

Signatures

/s/ Kenneth R. Bowling, 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).
- (1) Grant to reporting person under Culp, Inc. 2007 Equity Incentive Plan in reliance upon exemption provided by Rule 16b 3(d).

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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