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ARMSTRONG WORLD INDUSTRIES INC

Form 144

May 28, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

OMB APPROVAL

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FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES

PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION:

Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

1 (a) NAME OF ISSUER (Please type or print)

Armstrong World Industries, Inc.

(b) IRS (c) S.E.C. WORK LOCATION

IDENT. FILE

NO. NO.

23-0366190116

1 (d) ADDRESS OF

ISSUER

STREET

(e) TELEPHONE NO.

CITY

CODE

NUMBER

CODE

7397-0611

2500 Columbia Ave., P.O. Box

3001

Lancaster

Pennsylvania 17603

2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD

Armstrong World Industries, Inc. Asbestos Personal  
Injury Settlement Trust

(b) RELATIONSHIP TO ISSUER

10% stockholder

ADDRESS

STREET

CITY

CODE

One E. 4<sup>th</sup> Street, Suite 1400, Cincinnati,  
OH 45202

INSTRUCTION:

The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

(b) SEC USE  
ONLY

3 (a)	Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	(c)	Number of Shares or Other Units To Be Sold (See instr. 3(c))	(d)	Aggregate Market Value (See instr. 3(d))	(e)	Number of Shares or Other Units Outstanding (See instr. 3(e))	(f)	Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.)	(g)	Name of Each Securities Exchange (See instr. 3(g))
Common Stock	Deutsche Bank Securities Inc. 60 Wall Street, 2 <sup>nd</sup> Floor New York, New York 10005		1,541,940	\$86,394,898.20	55,276,151	05/27/15	New York Stock Exchange				

INSTRUCTIONS:

1. (a) Name of issuer

(b) Issuer's I.R.S. Identification  
Number

(c) Issuer's S.E.C. file number, if  
any

(d) Issuer's address, including  
zip code

(e) Issuer's telephone number,  
including area code

2. (a) Name of person for  
whose account the securities are  
to be sold

(b) Such person's relationship to  
the issuer (e.g., officer, director,  
10% stockholder, or member of  
immediate family of any of the  
foregoing)

(c) Such person's address,  
including zip code

3.. (a) Title of the class of securities to be sold

(b) Name and address of each broker through whom the securities are intended to be  
sold

(c) Number of shares or other units to be sold (if debt securities, give the aggregate  
face amount)

(d) Aggregate market value of the securities to be sold as of a specified date within 10  
days prior to the filing of this notice

(e) Number of shares or other units of the class outstanding, or if debt securities the  
face amount thereof outstanding, as shown by the most recent report or statement  
published by the issuer

(f) Approximate date on which the securities are to be sold

(g) Name of each securities exchange, if any, on which the securities are intended to  
be sold.

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 control number.

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## TABLE I — SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Common Stock	02/02/2007	Bankruptcy Reorganization Plan	Issuer	36,981,480	02/02/2007	Settlement of Bankruptcy Claims

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

## TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
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## REMARKS:

INSTRUCTIONS: ATTENTION: The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e)

of Rule 144 to be  
aggregated with  
sales for the  
account of the  
person filing this  
notice.

May 27, 2015

/s/ Harry Huge

Date of Notice

(Signature)

DATE OF PLAN ADOPTION OR GIVING  
OF INSTRUCTION,  
IF RELYING ON RULE 10B5-1

The notice shall be signed by the person for whose account the  
securities are to be sold. At least one copy of the notice shall be  
manually signed. Any copies not manually signed shall bear typed or  
printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C.  
1001)