

Kane Thomas Michael
Form 4
August 24, 2011

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Kane Thomas Michael

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/23/2011

____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
Sr. VP-HR & Compliance Officer

(Street)
LANCASTER, PA 17603

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ 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)
Common Stock	08/23/2011		M	1,382 A	\$ 0 1,382	D	
Common Stock	08/23/2011		F	423 ⁽¹⁾ D	\$ 36.76 959	D	

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

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information contained in this form are not
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(9-02)

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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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted stock units	(2)	08/23/2011		M	1,382 (3)	08/23/2011	08/23/2011	Common stock	1,382

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Kane Thomas Michael
C/O ARMSTRONG WORLD INDUSTRIES,
INC.
2500 COLUMBIA AVENUE
LANCASTER, PA 17603

Sr. VP-HR & Compliance Officer

Signatures

/s/ Mary J. Huwaldt,
Attorney-in-fact

08/24/2011

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).

Represents the number of shares withheld by the issuer to satisfy the reporting person's tax obligations incurred upon the vesting of the
(1) restricted stock units granted to the reporting person under the 2006 Long-Term Incentive Plan and as previously disclosed by the reporting person.

(2) Each restricted stock unit represents the right to receive, following vesting, one share of issuer common stock together with a cash dividend payment proportionate to the vested shares.

(3) On August 23, 2011, 1,382 restricted stock units granted to the reporting person under the 2006 Long-Term Incentive Plan (as previously disclosed by the reporting person) vested and were settled in an equivalent amount of issuer common stock.

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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