

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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* <u>CULP ROBERT G III</u>  (Last) (First) (Middle) <u>1823 EASTCHESETER DRIVE</u>  (Street) <u>HIGH POINT NC 27265</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CULP INC [ CFI ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>12/17/2014</u>  4. If Amendment, Date of Original Filed (Month/Day/Year) <u>12/19/2014</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner  <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)  <u>Chairman of the Board</u>  6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  Form filed by More than One Reporting Person
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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	12/17/2014		S		15,857 <sup>(1)</sup>	D	\$20.59	1,316,845	I <sup>(2)</sup>	Family Trust <sup>(3)</sup>
Common Stock	12/18/2014		S		5,752 <sup>(1)</sup>	D	\$21	1,311,093	I <sup>(2)</sup>	Family Trust <sup>(3)</sup>
Common Stock								114,738	D	
Common Stock								16,863	I	Spousal
Common Stock								24,638	I	401(k) Plan

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:

1. Open market sale pursuant to a 10b5-1 trading plan adopted June 17, 2014, by Reporting Person in accordance with Rule 10b5-1 of the Securities Exchange Act, as amended.
2. Amendment of original Form 4 filed on December 19, 2014, was due to adding footnote 3 to this amended Form 4 to describe the Reporting Person's indirect beneficial ownership regarding the referenced Family Trust.
3. Shares held of record by Atlantic Trust for the benefit of Robert G. Culp, III, Judith C. Walker, and Harry R. Culp, all of which shares Robert G. Culp, III has the right to vote and jointly (with Atlantic Trust) has the right to invest.

/s/ Kenneth R. Bowling,  
Attorney-In-Fact  
\*\* Signature of Reporting Person      Date      12/24/2014

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.  
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 Number.