FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

**OMB APPROVAL** OMB Number: Estimated average burden 0.5 hours per response

Instruction 1(b) Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person CULP INC [ CFI ] Gallagher Thomas Bernard JR Director 10% Owner Officer (give title Other (specify X below) below) 3. Date of Earliest Transaction (Month/Day/Year) (Last) (First) (Middle) 07/13/2017 Principal Accounting Officer 1823 EASTCHESTER DRIVE 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) Line) **HIGH POINT** 27265 Form filed by One Reporting Person NC Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 6. Ownership 7. Nature Form: Direct **Execution Date**, Transaction of Indirect Securities (Month/Day/Year) Beneficially if anv Code (Instr. (D) or Indirect Beneficial (Month/Day/Year) 8) Owned Following (I) (Instr. 4) (Instr. 4) Reported (A) or (D) Transaction(s) v Price Code Amount (Instr. 3 and 4) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

# (e.g., puts, calls, warrants, options, convertible securities)

5. Number

Transaction

6. Date Exercisable and

**Expiration Date** 

Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	if any (Month/Day/Year)	Code (Instr. 8)		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		(Month/Day/Year)		Underlying Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock	\$0	07/13/2017		A		1,200		(2)	(2)	Common Stock	2,400(2)	\$0	1,200	D	

### **Explanation of Responses:**

1. Title of

Derivative

2. Conversion

1. Contingent right to receive issuance of Culp Inc. common stock

3. Transaction Date

2. These restricted stock units could vest up to 2 shares of common stock (2,400 shares of common stock) over a three year period May 1, 2017 through May 3, 2020, if the company achieves certain performance criteria as defined in the award agreement.

> /s/ Thomas B. Gallagher, Jr. 07/17/2017

9. Number of

derivative

Derivative

11. Nature

of Indirect

Ownership

\*\* Signature of Reporting Person Date

7. Title and Amount

of Securities

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

3A. Deemed

**Execution Date** 

- \* 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.

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