

FLAVIN PATRICK B
Form 4
September 22, 2011

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FLAVIN PATRICK B

2. Issuer Name and Ticker or Trading Symbol
CULP INC [CFI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
978 W ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/22/2011

Director 10% Owner
 Officer (give title below) Other (specify below)

NEW CANAAN, CT 06840

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	09/22/2011		M		1,875	A	\$ 7.27
Common Stock	09/22/2011		M		2,000	A	\$ 4.59
Common Stock	09/22/2011		M		2,000	A	\$ 5.41
Common Stock	09/22/2011		M		2,000	A	\$ 5.56
Common Stock	09/22/2011		M		2,000	A	\$ 5.79

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

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(9-02)

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)	8. Amount or Number of Shares
Incentive Stock Option (Right to buy) ⁽¹⁾	\$ 7.27	09/22/2011		M	1,875	10/01/2004 09/30/2014	Common Stock	1,875
Incentive Stock Option (Right to buy) ⁽¹⁾	\$ 4.59	09/22/2011		M	2,000	10/03/2005 10/02/2015	Common Stock	2,000
Incentive Stock Option (right to buy) ⁽¹⁾	\$ 5.41	09/22/2011		M	2,000	10/02/2006 10/01/2016	Common Stock	2,000
Incentive Stock Option (right to buy) ⁽²⁾	\$ 5.56	09/22/2011		M	2,000	10/01/2008 09/30/2018	Common Stock	2,000
Incentive Stock Option (right to buy) ⁽²⁾	\$ 5.79	09/22/2011		M	2,000	10/01/2009 09/30/2019	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FLAVIN PATRICK B 978 W ROAD NEW CANAAN, CT 06840	X			

Signatures

/s/ Kenneth R. Bowling, Attorney In Fact	09/22/2011
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__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) Employee stock option (right to buy) pursuant to the Culp, Inc. 2002 Stock Option Plan in reliance upon exemption provided by Rule 16b - 3(d).
- (2) Employee stock option (right to buy) pursuant to the 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.