Edgar Filing: AMERICAN WOODMARK CORP - Form 4

AMERICAN WOODMARK CORP

Form 4

Foundation

Common

Stock -Trustee for

December 08, 2006

December 0	3, 2000										
FORM	CIVITED STATES SECURITIES AND EXCHANGE COMMISSION						OMB AP OMB Number:	PROVAL 3235-0287			
Check th if no long subject to Section 1 Form 4 o	ger STATEM 6.	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							January 31, 2005 verage s per 0.5		
Form 5 obligatio may cont <i>See</i> Instru	ns Section 17(a	suant to Section a) of the Public U 30(h) of the I	tility Hol	ding Com	npany	Act of 19					
(Print or Type I	Responses)										
								Relationship of Reporting Person(s) to ssuer (Check all applicable)			
	(First) (M ICAN WOODMA TION, 3102 SHA	(Month/ ARK 12/07/2	of Earliest T Day/Year) 2006	ransaction		_	X Director Officer (give ti ow)	tleX 10% below)	Owner (specify		
WINCHEST	(Street) ΓER, VA 22601		endment, Day/Yea	_		Ap _X	Individual or Join plicable Line) _ Form filed by Or _ Form filed by Mo son	ne Reporting Per	son		
(City)	(State)	(Zip) Tak	ole I - Non-I	Derivative S	Securi	ties Acquire	ed, Disposed of,	or Beneficially	y Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	ionor Dispos (Instr. 3,	sed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	12/07/2006		Code V	Amount 20,000	(D)	Price \$ 41.2894	(Instr. 3 and 4) 3,309,994	D			
Common Stock - Brandt Family	12/07/2006		S	5,000	D	\$ 41.3173	15,988	D			

193,600

D

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Children

Common Stock - Trustee for Children	61,952	. I	By Spouse
Common Stock - 401-K Plan	10,962	D	
Common Stock	40,000	I	By Spouse

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

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 control number.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Security or Exercise (Instr. 3) Price of Derivative Security	(Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed		rear)	Underlying Securities (Instr. 3 and	Security (Instr. 5) 4)	Secur Bene Owne Follo Repo Trans
			of (D) (Instr. 3,					(Instr
			4, and 5)					
			(A) (D)	Date Exercisable	Expiration Date	Amou or Title Numb of Share.	er	

Relationships

Reporting Owners

Reporting Owner Name / Address		Keittionsinps				
. 0	Director	10% Owner	Officer	Other		
BRANDT WILLIAM F						
C/O AMERICAN WOODMARK CORPORATION	X	X				
3102 SHAWNEE DRIVE	Λ	Λ				
WINCHESTER VA 22601						

Reporting Owners 2

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Signatures

Brenda Dupont, Attorney-in-fact

**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).

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.

Signatures 3