UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

Current Report Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 3, 2004

American Woodmark Corporation®

(Exact name of registrant as specified in its charter)

Virginia 0-14798 54-1138147

(State or other jurisdiction (Commission (IRS Employer

of incorporation or organization) File Number) Identification No.)

3102 Shawnee Drive,

Winchester, Virginia 22601

(Address of principal executive offices) (Zip Code)

Edgar Filing: AMERICAN WOODMARK CORP - Form 8-K

Registrant s telephone number, including area code: (540) 665-9100

Edgar Filing: AMERICAN WOODMARK CORP - Form 8-K

American Woodmark Corporation

ITEM 5. OTHER EVENTS

On May 3, 2004, the Registrant issued a press release announcing key organizational changes. The press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

AMERICAN WOODMARK CORPORATION

(Registrant)

/s/ Dennis M. Nolan, Jr.	/s/ Kent B. Guichard
Dennis M. Nolan, Jr.	Kent B. Guichard
Corporate Controller	Senior Vice President, Finance and Chief Financial Officer
Date: May 3, 2004	Date: May 3, 2004
Signing on behalf of the registrant and as principal accounting officer	Signing on behalf of the registrant and as principal financial officer

EXHIBIT INDEX

Exhibit	
Number	Exhibit
	
99.1	The Registrant s Press Release dated May 3, 2004