AMERICAN WOODMARK CORP

Form 4 June 06, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number: January 31,

2005 Estimated average

Expires:

burden hours per response...

0.5

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

1. Name and Address of Reporting Person *

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(b).

Boyer Bradley Scott Issuer Symbol AMERICAN WOODMARK CORP (Check all applicable) [AMWD] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) 3102 SHAWNEE DRIVE 06/04/2013 SVP Remodeling Sales&Mktg

2. Issuer Name and Ticker or Trading

(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

WINCHESTER, VA 22601

(City)	(State)	^(Zip) Tabl	e I - Non-D	erivative	Secur	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	06/04/2013		M	9,420	A	\$ 32.76	28,632	D	
Common Stock	06/04/2013		S	9,420 (1)	D	\$ 38.76	19,212	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Edgar Filing: AMERICAN WOODMARK CORP - Form 4

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

1. Title of	2.	3. Transaction Date		4. 5. Number		6. Date Exercisable and		7. Title and Amount of		
Derivative Security	Conversion or Exercise	(Month/Day/Year)	Execution Date, if any	Transaction Derivative Code Securities		Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)			(Wolldin Day/ Teal)		(Ilisti. 3 alid 4)	
	Derivative		•		(A) o					
	Security					osed of				
					(D) (Instr. 3, 4,					
					and 5)					
						,	Date Exercisable	Expiration Date	Title	Amous or Number of
				Code V	(A)	(D)				Shares
Common Stock Option	\$ 32.76	06/04/2013		M		9,420	06/12/2007	06/12/2016	Right-to-Buy	9,42
•										

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Boyer Bradley Scott 3102 SHAWNEE DRIVE WINCHESTER, VA 22601

SVP Remodeling Sales&Mktg

Signatures

Debbie Bucklew, Attorney-In-Fact

06/06/2013

**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) Sales on this form were affected pursuant to 10b5-1 Sales Plan adopted by the reporting person on December 13, 2006 and last amended on February 28, 2013.

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.

Reporting Owners 2