

AMERICAN WOODMARK CORP
 Form 4
 November 15, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average 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(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 *
BRANDT WILLIAM F

2. Issuer Name and Ticker or Trading Symbol
AMERICAN WOODMARK CORP [AMWD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 11/14/2011

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

AMERICAN WOODMARK CORPORATION, 3102 SHAWNEE DRIVE

(Street)

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

WINCHESTER, VA 22601

(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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	11/14/2011		S ⁽¹⁾	100	D	\$ 13.15	3,301,431 D
Common Stock	11/14/2011		S	100	D	\$ 13.185	3,301,331 D
Common Stock	11/14/2011		S	100	D	\$ 13.195	3,301,231 D
Common Stock	11/14/2011		S	100	D	\$ 13.2	3,301,131 D
	11/14/2011		S	333	D	\$ 13.22	3,300,798 D

Edgar Filing: AMERICAN WOODMARK CORP - Form 4

Common Stock							
Common Stock	11/14/2011	S	100	D	\$ 13.26	3,300,698	D
Common Stock	11/14/2011	S	600	D	\$ 13.3	3,300,098	D
Common Stock	11/14/2011	S	200	D	\$ 13.345	3,299,898	D
Common Stock	11/14/2011	S	400	D	\$ 13.36	3,299,498	D
Common Stock	11/14/2011	S	200	D	\$ 13.375	3,299,298	D
Common Stock	11/14/2011	S	100	D	\$ 13.39	3,299,198	D
Common Stock	11/14/2011	S	200	D	\$ 13.4	3,298,998	D
Common Stock	11/14/2011	S	100	D	\$ 13.41	3,298,898	D
Common Stock	11/14/2011	S	200	D	\$ 13.45	3,298,698	D
Common Stock	11/14/2011	S	300	D	\$ 13.455	3,298,398	D
Common Stock	11/14/2011	S	200	D	\$ 13.46	3,298,198	D
Common Stock	11/14/2011	S	100	D	\$ 13.475	3,298,098	D
Common Stock	11/14/2011	S	100	D	\$ 13.4825	3,297,998	D
Common Stock	11/14/2011	S	100	D	\$ 13.4875	3,297,898	D
Common Stock	11/14/2011	S	200	D	\$ 13.49	3,297,698	D
Common Stock	11/14/2011	S	500	D	\$ 13.5	3,297,198	D
Common Stock	11/14/2011	S	200	D	\$ 13.51	3,296,998	D
Common Stock	11/14/2011	S	300	D	\$ 13.535	3,296,698	D
Common Stock	11/14/2011	S	100	D	\$ 13.54	3,296,598	D
	11/14/2011	S	67	D	\$ 13.58	3,296,531	D

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 June 20, 2011, as amended August 26, 2011.

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.