

AMERICAN WOODMARK CORP

Form 8-K

August 25, 2004

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): August 25, 2004

American Woodmark Corporation[®]

(Exact name of registrant as specified in its charter)

Virginia
(State or other jurisdiction of
incorporation or organization)

0-14798
(Commission
File Number)

54-1138147
(IRS Employer
Identification No.)

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3102 Shawnee Drive, Winchester, Virginia
(Address of principal executive offices)

22601
(Zip Code)

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

American Woodmark Corporation

ITEM 8.01. OTHER EVENTS

On August 25, 2004, the Registrant issued a press release announcing results for the first quarter ended July 31, 2004. The press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

(C) Exhibits.

99.1 The Registrant's Press Release dated August 25, 2004.

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.

Dennis M. Nolan, Jr.

Corporate Controller

Date: August 25, 2004

Signing on behalf of the registrant and as principal accounting officer

/s/ JAMES J. GOSA

James J. Gosa

President & Chief Executive Officer

Date: August 25, 2004

Signing on behalf of the registrant and as principal executive officer

EXHIBIT INDEX

| Exhibit Number | Exhibit |
|---------------------------|--|
| 99.1 | The Registrant's Press Release dated August 25, 2004 |