

AMERICAN WOODMARK CORP
 Form 4
 September 13, 2005

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

OMB APPROVAL

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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 *
GUICHARD KENT

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)
AMERICAN WOODMARK CORP, 3102 SHAWNEE DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/12/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive VP & COO

WINCHESTER, VA 22601

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

(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: Indirect Beneficial Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Common stock	09/12/2005		M			3,850	A	\$ 10.86	15,850	D
Common Stock	09/12/2005		S ⁽¹⁾			899	D	\$ 35	14,951	D
Common Stock	09/12/2005		S			100	D	\$ 35.006	14,851	D
Common Stock	09/12/2005		S			151	D	\$ 35.01	14,700	D
Common Stock	09/12/2005		S			100	D	\$ 35.02	14,600	D

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Common Stock	09/12/2005	S	200	D	\$ 35.03	14,400	D
Common Stock	09/12/2005	S	306	D	\$ 35.04	14,094	D
Common Stock	09/12/2005	S	100	D	\$ 35.0424	13,994	D
Common Stock	09/12/2005	S	294	D	\$ 35.05	13,700	D
Common Stock	09/12/2005	S	100	D	\$ 35.06	13,600	D
Common Stock	09/12/2005	S	200	D	\$ 35.07	13,400	D
Common Stock	09/12/2005	S	100	D	\$ 35.13	13,300	D
Common Stock	09/12/2005	S	100	D	\$ 35.16	13,200	D
Common Stock	09/12/2005	S	200	D	\$ 35.17	13,000	D
Common Stock	09/12/2005	S	100	D	\$ 35.18	12,900	D
Common Stock	09/12/2005	S	100	D	\$ 35.2	12,800	D
Common Stock	09/12/2005	S	100	D	\$ 35.21	12,700	D
Common Stock	09/12/2005	S	100	D	\$ 35.24	12,600	D
Common Stock	09/12/2005	S	100	D	\$ 35.25	12,500	D
Common Stock	09/12/2005	S	300	D	\$ 35.3532	12,200	D
Common Stock	09/12/2005	S	100	D	\$ 35.5	12,100	D
Common Stock	09/12/2005	S	100	D	\$ 35.6	12,000	D

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.

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(9-02)

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

