

AMERICAN WOODMARK CORP
Form 8-K
May 21, 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): May 21, 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.)
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 5. OTHER EVENTS

On May 21, 2004, the Registrant announced a quarterly cash dividend of \$0.05 per share to be paid on June 22, 2004 to shareholders of record on June 8, 2004. The press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS

(C) Exhibits.

99.1 The Registrant's Press Release dated May 21, 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.

/s/ Kent B. Guichard

Dennis M. Nolan, Jr.

Kent B. Guichard

Corporate Controller
Date: May 21, 2004

Executive Vice President
Date: May 21, 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

<u>Exhibit Number</u>	<u>Exhibit</u>
99.1	The Registrant's Press Release dated May 21, 2004