

AMERICAN WOODMARK CORP  
Form 4  
June 08, 2016

**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 \*  
Campbell Roger Perry

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

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
SVP & GM New Construction

(Last) (First) (Middle)

AMERICAN WOODMARK CORPORATION, 3102 SHAWNEE DRIVE

3. Date of Earliest Transaction (Month/Day/Year)  
06/06/2016

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 Indirect Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	06/06/2016		M		2,433 A \$ 29.92	D	
Common Stock	06/06/2016		M		1,466 A \$ 57.11	D	
Common Stock	06/06/2016		S		721 <sup>(1)</sup> D \$ 66.9269	D	
Common Stock	06/06/2016		S		2,304 <sup>(1)</sup> D \$ 67.9249	D	

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					(3)		
Common Stock	06/06/2016	S	774 <u>(1)</u>	D	\$ 69.1199	13,532	D
					(4)		
Common Stock	06/06/2016	S	100 <u>(1)</u>	D	\$ 69.74	13,432	D
Common Stock	06/07/2016	M	2,067	A	\$ 36.74	15,499	D
Common Stock	06/07/2016	S	1,867 <u>(1)</u>	D	\$ 65.0322	13,632	D
					(5)		
Common Stock	06/07/2016	S	200 <u>(1)</u>	D	\$ 65.76	13,432	D

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employer Stock Option - Right to Buy	\$ 29.92	06/06/2016		M	2,433	06/06/2015	06/06/2024	Common Stock	2,433
Employer Stock Option - Right to Buy	\$ 57.11	06/06/2016		M	1,466	06/05/2016	06/05/2025	Common Stock	1,466
	\$ 36.74	06/07/2016		M	2,067	06/07/2014	06/07/2023		2,067

