

AMERICAN WOODMARK CORP

Form 8-K

December 01, 2016

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): December 1, 2016

American Woodmark Corporation  
(Exact name of registrant as specified in its charter)

Virginia 000-14798 54-1138147  
(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

3102 Shawnee Drive,  
Winchester, Virginia 22601  
(Address of principal executive offices) (Zip Code)

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

Not applicable  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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American Woodmark Corporation

ITEM 8.01 OTHER EVENTS.

On November 30, 2016, the Board of Directors authorized an additional stock repurchase program of up to \$50 million of the Company's outstanding common shares. This authorization is in addition to the \$15 million remaining from the November 2014 authorization and \$1.5 million remaining from the November 2015 authorization. Management expects to fund share repurchases using available cash and cash generated from operations.

On December 1, 2016, the Company also announced that it will be building a new corporate headquarters in Winchester, Virginia. The new space will consolidate employees that currently occupy four buildings in Winchester, Virginia and Frederick County, Virginia, in early 2018. The new building will be self-funded for approximately \$30 million. The press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits

Exhibit 99.1 Registrant's Press Release dated December 1, 2016.

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SIGNATURES

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/ M. SCOTT CULBRETH

M. Scott Culbreth  
Senior Vice President and Chief Financial Officer

Date: December 1, 2016  
Signing on behalf of the registrant and as principal  
financial officer

/s/ S. CARY DUNSTON

S. Cary Dunston  
Chairman & Chief Executive Officer

Date: December 1, 2016  
Signing on behalf of the registrant and as principal  
executive officer