

AMERICAN VANGUARD CORP  
Form 8-K  
March 13, 2006

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**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): March 8, 2006

**AMERICAN VANGUARD CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-13795**  
(Commission File Number)

**95-2588080**  
(I.R.S. Employer

Identification No.)

**4695 MacArthur Court**

**Newport Beach, California 92660**

(Address of principal executive offices)

Registrant's telephone number: (949) 260-1200

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:

- ..  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))

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

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**Item 5.05 Amendments to the Registrant's Code of Ethics, or Waiver of a Provision of the Code of Ethics.**

As of March 8, 2006, the Board of Directors of American Vanguard Corporation (the Company) approved an amendment to the Company's Code of Business Conduct and Ethics. The amendment consists of the addition to the Code of a provision on fair dealing.

A copy of the amended Code is furnished as Exhibit 99.1 hereto and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

(c) Exhibits.

Exhibit 99.1 The Code of Conduct and Ethics of American Vanguard Corporation dated March 8, 2006.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, American Vanguard Corporation has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

AMERICAN VANGUARD CORPORATION

Date: March 10, 2006

By: /s/ Timothy J. Donnelly  
Timothy J. Donnelly

Vice President & General Counsel

**INDEX TO EXHIBITS**

<b>Exhibit No.</b>	<b>Description</b>
Exhibit 99.1	Code of Conduct and Ethics of American Vanguard Corporation dated March 8, 2006.