SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1034

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| instruction 1 | .(5). | | or Section 30(h) of the Investment Company Act of 1940 | 54 | <u>.</u> | | | |
|--|---------------------|----------|---|-------------------|---|-----------------------|--|--|
| | Idress of Reporting | | 2. Issuer Name and Ticker or Trading Symbol <u>Quanex Building Products CORP</u> [NX] | | 5. Relationship of Reporting Person(s (Check all applicable) | | | |
| | | | | | Director | 10% Owner | | |
| (Last) (First) 1900 WEST LOOP SOUTH | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 10/30/2009 | | Officer (give title below) | Other (specify below) | | |
| SUITE 1500 | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | vidual or Joint/Group Filir | ng (Check Applicable | | |
| (Street) | | | | X | Form filed by One Re | porting Person | | |
| HOUSTON | TX | 77027 | | | Form filed by More the Person | an One Reporting | | |
| (City) | (State) | (Zip) | | | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following | (D) or Indirect | 7. Nature of Indirect Beneficial Ownership |
|---------------------------------|--------------------------|---|--------------|---|---|---------------|-------|---|-----------------|---|
| | | | Code | v | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |

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. Transa Code (8) | | 5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5) | tive ties ed sed 3, 4 | 6. Date Exerci Expiration Dat (Month/Day/Ye | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---|---|--|---|------------------------------|---|---|-----------------------------------|---|--|-----------------|---|--|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Stock Units | (1) | 10/30/2009 | | А | | 1,571 | | (2) | (2) | Common Stock | 1,571 | \$0 | 6,573 | D | |
| Stock Options (Right to Buy) | \$14.87 | 10/30/2009 | | A | | 5,489 | | 10/30/2009 ⁽³⁾ | 10/30/2019 | Common Stock | 5,489 | \$14.87 | 5,489 | D | |

Explanation of Responses:

1. Each restricted stock unit represents a contingent right to receive cash in an amount equivalent to the value of one share of NX common stock.

2. The restricted stock unit will vest immediately, but will not be payable until death, disability or cessation of service on the board or change of control.

3. The option becomes 100% exercisable immediately in whole or in part.

/s/ Jairaj Chetnani, Power of

<u>Attorney</u>

11/03/2009

** Signature of Reporting Person Date

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.