| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

I OMB APPROVAL

| OMB Number: | 3235-0287 | | | | | | | | |
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| Estimated average burden | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | |

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

EMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (City) | (State) | (Zip) | | | | | | | |
|---|------------|----------|--|--|---|--|--|--|--|
| | | | — | Form filed by More Person | than One Reporting | | | | |
| (Street) HOUSTON | ТХ | 77027 | | Line) X Form filed by One | Reporting Person | | | | |
| (Otres et)) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group | 6. Individual or Joint/Group Filing (Check Applicable | | | | |
| . , | OOP SOUTH, | . , | 02/24/2021 | Executive | Chairman | | | | |
| (Last) (First) (Middle) | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | X Officer (give title below) | Other (specify below) | | | | |
| 1. Name and Address of Reporting Person [*] GRIFFITHS WILLIAM C | | | 2. Issuer Name and Ticker or Trading Symbol <u>Quanex Building Products CORP</u> [NX] | 5. Relationship of Reporting (Check all applicable) X Director | Person(s) to Issuer 10% Owner | | | | |

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) | | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|---|------|--|--|---------------|--------------------------|---|---|---|
| | | | Code | | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1150.4) |
| Common Stock | 02/24/2021 | | М | | 5,602 ⁽¹⁾ | A | \$19.45 | 239,238 | D | |
| Common Stock | 02/24/2021 | | S | | 5,602 | D | \$25.0317 ⁽²⁾ | 233,636 | D | |

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) | | of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 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 | | | | |
| Stock Options (Right to Buy) | \$19.45 | 02/24/2021 | | М | | | 5,602 | (3) | 11/30/2026 | Common Stock | 5,602 | \$0 | 0 | D | |

Explanation of Responses:

1. The stock options were exercised pursuant to a Rule 10b5-1 preset diversification program previously adopted by the reporting person.

2. The price reported in Column 4 is a weighted price. These shares were sold in multiple transactions at prices ranging from \$24,69 to \$25.17, inclusive. The reporting person undertakes to provide to Quanex Building Products Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote

3. The option vests in three equal annual installments beginning on November 30, 2017.



** 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.