SEC Form 4

[]

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden

0.5

hours per response:

Filed pursuant to Sectior	n 16(a) of the S	Securities Exchange	Act of 1934
	en 1 .		1010

			or Section 30(n) or the investment Company Act of 1940							
		Person*	2. Issuer Name and Ticker or Trading Symbol <u>Quanex Building Products CORP</u> [NX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) 945 BUNKER	(First) HILL	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/02/2023	X Officer (give title Other (specify below) below) SVP General Counsel, Secretary						
SUITE 900			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
(Street) HOUSTON	ТХ	77024		Form filed by More than One Reporting Person						
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication							
			X Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							
		Table I - Non-De	rivative Securities Acquired Disposed of or Bene	ficially Owned						

Table 1 - Non-Derivative Occurrics Acquired, Disposed of, or Derivitiany 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	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Common Stock	12/02/2023		F		1,218(1)	D	\$31.68	36,448.666 ⁽²⁾	D	
Common Stock	12/04/2023		М		1,800	Α	\$20.28	38,248.666 ⁽²⁾	D	
Common Stock	12/04/2023		S		1,800 ⁽³⁾	D	\$32	36,448.666 ⁽²⁾	D	

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

	(-3, parts, cance, opinions, control and coordinate)														
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)				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)	\$20.28	12/04/2023		М			1,800	12/03/2017	12/03/2024	Common Stock	1,800	\$0	0	D	

Explanation of Responses:

1. Shares were sold to cover taxes due in connection with the lapse of forfeiture restrictions on restricted stock originally granted to the reporting person on December 2, 2020.

2. Includes 56.1546 shares credited to the reporting person's account as the result of prior dividend reinvestments under the Company's Employee Stock Purchase Plan.

3. The stock options were exercised pursuant to a Rule 10b5-1 preset diversification program previously adopted by the reporting person on July 1, 2021.

/s/ Paul B. Cornett 12/05/2023 Date

** Signature of Reporting Person

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.

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