

DELANEY KEVIN P
Form 5
December 01, 2009

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
DELANEY KEVIN P

2. Issuer Name and Ticker or Trading Symbol
Quanex Building Products CORP
[NX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
10/31/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
SVP-Gen. Counsel & Secretary

1900 WEST LOOP
SOUTH, SUITE 1500

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

HOUSTON, TX 77027

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock | 12/31/2008 | Â | J ⁽¹⁾ | 8.111 A \$ 9.3699 | 59,411.4045 | D | Â |
| Common Stock | 03/04/2009 | Â | J ⁽²⁾ | 0.11 D \$ 6 | 59,411.2945 | D | Â |
| Common Stock | 03/31/2009 | Â | J ⁽¹⁾ | 10.076 A \$ 7.6002 | 59,421.3705 | D | Â |
| Common Stock | 06/30/2009 | Â | J ⁽¹⁾ | 6.766 A \$ 11.2193 | 59,428.1365 | D | Â |

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| | | | | | | | | | |
|--------------|------------|---|------------------|-----------|---|------------|-------------|---|---|
| Common Stock | 09/30/2009 | Â | J ⁽¹⁾ | 5.291 | A | \$ 14.3602 | 59,433.4275 | D | Â |
| Common Stock | 10/07/2009 | Â | J ⁽³⁾ | 2,372.592 | D | \$ 15.2399 | 57,060.8355 | D | Â |

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

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 control number.

SEC 2270 (9-02)

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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Price of Underlying Security (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|--------------------------------|
| | Director | 10% Owner | Officer | Other |
| DELANEY KEVIN P 1900 WEST LOOP SOUTH SUITE 1500 HOUSTON, TX 77027 | Â | Â | Â | SVP-Gen. Counsel & Secretary Â |

Signatures

/s/ Paul B. Cornett, Power of Attorney 12/01/2009

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Shares acquired with dividend reinvestment through Quanex 401(k) Plan.
- (2) Reflects automatic disposition of fractional shares under the Quanex 401(k) Plan.
- (3) Represents disposition of shares as a result of liquidation of 401(k) stock account in connection with the elimination of Company stock as an investment option under Quanex 401(k) Plan.

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Remarks:

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.