Quanex Building Products CORP

Form 4

December 16, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES obligations may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Korb Brent L

2. Issuer Name and Ticker or Trading

Symbol

Quanex Building Products CORP

[NX]

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

Sr. VP-Finance & CFO

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

12/12/2008

Director 10% Owner X_ Officer (give title

Other (specify

1900 WEST LOOP SOUTH, SUITE

(Street)

1500

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

HOUSTON, TX 77027

| (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 our Disposed (Instr. 3, 4 a | of (D | ` ′ | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | Code V | Amount | or (D) | Price | Transaction(s) (Instr. 3 and 4) | (Instr. 4) | | | |
| Common Stock | 12/12/2008 | | M | 7,580.43 | A | \$ 0 (1) | 58,822.545 | D | | | |
| Common Stock | 12/12/2008 | | D | 7,580.43 | D | \$ 8.83 | 51,242.115 | D | | | |
| Common Stock | 12/16/2008 | | P | 5,700 | A | \$ 8.3042 | 56,942.115 | D | | | |
| Common Stock | 12/16/2008 | | P | 1,880 | A | \$ 8.33 | 58,822.115 | D | | | |

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

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SEC 1474 (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) | 4. Transactic Code (Instr. 8) | 5. Number of orDerivative 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) | |
|---|---|---|--|---|----------|--|--------------------|---|----------------------------|
| | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Phantom Stock Units | \$ 0 | 12/12/2008 | M | | 7,580.43 | 12/12/2008(2) | (3) | Common Stock | 7,580.4 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Korb Brent L 1900 WEST LOOP SOUTH SUITE 1500 HOUSTON, TX 77027

Sr. VP-Finance & CFO

Signatures

BrentL.Korb

12/16/2008

**Signature of Pate Reporting Person

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) Each phantom stock unit was the economic equivalent of 1 share of Quanex Building Products common stock. On the transaction date, the amount in column 5 of the reporting person's phantom stock units where settled for cash.
- (3) Due to limitations in the Transcentive software, the Expiration Date is the same date as Date Exercisable.
- Units credited under the Deferred Compensation Plan are 100% vested unless they are a result of the company's 20% matching award which vest 3 years from the date of deferral. Distributions under the Deferred Compensation Plan are made beginning on a specified date selected by the participant or upon a participant's death, disability, or termination of employment.

Note: File three copies of this Form, one of which must be manually signed. If space 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.

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