Quanex Building Products CORP Form 4/A

November 09, 2009

Check this box

if no longer

subject to

Section 16.

Form 4 or

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

OMB APPROVAL OMB

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

RUPP JOSEPH D

2. Issuer Name and Ticker or Trading

Symbol

Quanex Building Products CORP

[NX]

5. Relationship of Reporting Person(s) to

Issuer

below)

(Middle)

(Zip)

(Month/Day/Year) Execution Date, if

(Last) (First) 3. Date of Earliest Transaction

(Month/Day/Year)

10/30/2009

(Check all applicable)

10% Owner Officer (give title Other (specify

1900 WEST LOOP SOUTH, SUITE

1500

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

11/03/2009

6. Individual or Joint/Group Filing(Check

(Instr. 4)

Applicable Line)

X_ Director

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

HOUSTON, TX 77027

(City)

1. Title of

Security

(Instr. 3)

(State) 2. Transaction Date 2A. Deemed

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

(Instr. 8)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) 5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I)

Ownership (Instr. 4)

Reported (A) or

Transaction(s) (Instr. 3 and 4)

Following

Code V Amount (D) Price

(Instr. 3, 4 and 5)

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

(Month/Day/Year)

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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

Conversion

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if Transaction of Derivative Expiration Date

5. Number

6. Date Exercisable and

7. Title and Amount of **Underlying Securities**

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)) A (Securition Acquires (A) or Disposes (D) (Instr. 3 and 5)	d d of	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 14.87	10/30/2009		A		5,489		10/30/2009	10/30/2019	Common Stock	5,489
Restricted Stock Units	<u>(1)</u>	10/30/2009		A		1,571		<u>(2)</u>	(2)	Common Stock	1,571

Reporting Owners

Reporting Owner Name / Address	Relationships						
r g	Director	10% Owner	Officer	Other			
RUPP JOSEPH D 1900 WEST LOOP SOUTH SUITE 1500 HOUSTON, TX 77027	X						

Signatures

/s/ Paul B. Cornett, Power of Attorney 11/09/2009

**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) 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.

Remarks:

Exhibit List:

Exhibit 24 - Power of Attorney

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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