SEC Form 4	
FORM 4	

Instruction 1(b)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL							
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			or Se	ection 30(h) of the In	vestme	nt Con	npany Act of 19	40					
1. Name and Address of Reporting Person* WALKER THOMAS M				er Name and Ticker			mbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>WALKER I</u>	HUMAS M				1				x	Director Officer (give title	Other	Owner (specify	
(Last) 1900 WEST LC SUITE 1500	(First) DOP SOUTH	(Middle)	3. Date 12/04	e of Earliest Transact /2007	tion (Mo	nth/Da	ay/Year)		below) Senior VP- F	below inance and CF	,		
(Street) HOUSTON	ТХ	77027	4. If An	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 Form filed by More than One Reporting Person			
(City)	(State)	(Zip)											
		Table I - No	n-Derivative \$	Securities Acq	uired,	Disp	oosed of, o	r Bene	ficially	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) Disposed Of (D) (Instr. 3, 4			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)		(

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

			(0.	J., P	,			s, options	,						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	te Execution Date, Transaction Derivative Expiration Date Securities Under		Underlying Security Derivative Security		9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
Phantom Stock Units ⁽¹⁾	\$0 ⁽²⁾	12/04/2007		A		228.229		(3)	(3)	Common Stock	228.229	\$49.34	1,637.34	D	
Phantom Stock Units ⁽⁴⁾	\$0 ⁽²⁾	12/04/2007		A		1,141.143		(3)	(3)	Common Stock	1,141.143	\$49.34	2,778.483	D	
Stock Options (Right to buy)	\$35.93							06/12/2007	06/12/2016	Common Stock	15,000		15,000	D	
Stock Options (Right to buy)	\$37.47							12/05/2007	12/05/2016	Common Stock	25,000		25,000	D	

Explanation of Responses:

1. Represents units credited to a participant's account under the Deferred Compensation Plan as a result of the Company's 20% matching award of the participant's deferral of income or fees, as the case may be. 2. Conversion price is 1-for-1.

3. All units credited under the Deferred Compensation Plan are 100% vested at all times; provided, however, that if a participant receives a benefit from the Deferred Compensation Plan for any reason other than death, disability or retirement within three years after a deferral is credited to a participant's account, any matching awards made by the Company with respect to such deferral will be forfeited. Distributions under the Deferred Compensation Plan are made beginning on a specified date selected bythe participant or upon a participant's death, disability, or termination of employment.

4. Units that are credited to the participants account under the Quanex Corporation Deferred Compensation Plan as a result of the participant's deferral of income or fees, as the case may be.

<u>John J. Mannion, Power of</u>	12/00/2007
Attorney	<u>12/06/2007</u>

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.

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