FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

shington,	D.C.	20549		

	OMB APPROVAL
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OMB Number:	3235-0287							
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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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name ar	nd Address of	Reporting Person*						ker or Trading					f Reporting Per	son(s) to Issu	er	
DAVIS SUSAN F				<u>C</u>	Quanex Building Products CORP [NX]					Ι,	(Check all applicable) X Director 10% Owr			mer		
(Last) (First) (Middle) 1900 WEST LOOP SOUTH			(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 12/06/2012							_	(give title	Other (s below)		
SUITE 1500				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street)													led by One Rep	orting Persor		
HOUSTON TX 77027		77027	_								Form filed by More than One Reporting Person					
(City)	(S	tate)	(Zip)													
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned															
D			Dat	ate Month/Day/Year) i		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr.		ed (A) or str. 3, 4 and 5	5. Amour Securities Beneficia Owned Fo	Form lly (D) (D) (I) (I) (I)	n: Direct I or Indirect I nstr. 4)	7. Nature of ndirect Beneficial Ownership Instr. 4)		
								Amount	(A) o	r Price	Transacti (Instr. 3 a	on(s) nd 4)				
			Table II - Der									Owned				
			(e.g	., puts	s, cai	ıs, warr	ants	s, options,		bie seci	irities)		1			
Derivative Conversion Date Execution D Security or Exercise (Month/Day/Year) if any		3A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date of Se (Month/Day/Year) Unde Deriv		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)	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		(Instr. 4)			
Phantom Stock Units	(1)	12/06/2012		A ⁽²⁾		191.266		(1)	(1)	Common Stock	191.266	\$21.24	16,512.8612 ⁽³⁾	D		

Explanation of Responses:

- 1. Each Phantom Stock Unit is the economic equivalent of one share of common stock. Distributions under the Deferred Compensation Plan are made beginning on a specified date selected by the participant or upon the participant's death, disability, or termination of service as a director.
- 2. Units credited to the participant's account under the Deferred Compensation Plan as a result of deferral of Director Compensation.
- $3. \ Includes \ 34.58 \ Phantom \ Stock \ Units \ resulting \ from \ the \ reinvestment \ of \ dividends.$

/s/ Paul B. Cornett, Power of 12/10/2012 <u>Attorney</u>

** Signature of Reporting Person Date

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.