SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

or Section 30(ii) or the investment Company Act of 1940											
1. Name and Addr BUCK ROE	1 0	J Person [*]	2. Issuer Name and Ticker or Trading Symbol Quanex Building Products CORP [NX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
<u>BUCK KUP</u>	<u>DERI K</u>			X Director 10% Owner							
(Last) (First) 1900 W LOOP SOUTH		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/23/2012	Officer (give title Other (specify below) below)							
SUITE 1500			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)							
(Street) HOUSTON	TX	77027		X 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	2A. Deemed	3.	4. Securities Acquired (A) or	5. Amount of	6. Ownership	7. Nature of
	Date	Execution Date,	Transaction	Disposed Of (D) (Instr. 3, 4 and 5)	Securities	Form: Direct	Indirect
	(Month/Day/Year)	if any '	Code (Instr.		Beneficially	(D) or Indirect	Beneficial
	(Month/Day/Year) 8)		Owned Following	(I) (Instr. 4)	Ownership		
					Reported		(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)
 Owned

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Derivati Code (Instr. Securiti) 8) Acquire		Derivative Expiration Date Securities (Month/Day/Year) Acquired (A)		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	10. Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	Security					of (D) (Instr. 3, 4 and 5)				Amount			Following Reported Transaction(s) (Instr. 4)	(I) (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	or Number of Shares				
Phantom Stock Units ⁽¹⁾	(2)	02/23/2012		A ⁽¹⁾		775.351		(2)	(2)	Common Stock	775.351	\$18.54	775.351	D	

Explanation of Responses:

1. Units credited to the participant's account under the Deferred Compensation Plan as a result of deferral of Director Compensation.

2. Units credited under the Deferred Compensation Plan are 100% vested. 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.

<u>/s/ Paul B. Cornett, Power of</u>

Attornev

02/27/2012

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.

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.