

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of  
The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) **December 13, 2006**

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**QUANEX CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-5725**  
(Commission File Number)

**38-1872178**  
(IRS Employer Identification No.)

**1900 West Loop South, Suite 1500, Houston, Texas**  
(Address of principal executive offices)

**77027**  
(Zip Code)

Registrant's telephone number, including area code: **713-961-4600**

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12(b) under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 7.01 Regulation FD Disclosure**

This information shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

On December 13, 2006, Quanex Corporation (the "Company") issued a press release (the "Press Release") announcing the signing of a definitive agreement to purchase all of the assets of Atmosphere Annealing, Inc., a metal heat treating company with four plants located in the Midwest. The foregoing is qualified by reference to the Press Release, which is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

Exhibit 99.1. Press release dated December 13, 2006

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**QUANEX CORPORATION**

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(Registrant)

December 13, 2006

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/s/ THOMAS M. WALKER

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(Date)

Thomas M. Walker  
*Senior Vice President - Finance and Chief Financial Officer, (Principal  
Financial Officer)*

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## Exhibit Index

99.1 Press release dated December 13, 2006

## Quanex Announces Definitive Agreement to Purchase Atmosphere Annealing, Inc.

HOUSTON, Dec. 13, 2006 (PRIME NEWSWIRE) -- Quanex Corporation (NYSE:NX), an industry-leading manufacturer of value-added engineered materials and components for the vehicular products and building products markets, announced today that it signed a definitive agreement with Maxco, Inc., to purchase the assets of Atmosphere Annealing, Inc. (AAI), a wholly owned subsidiary of Maxco, Inc. The acquisition is subject to governmental approval and the approval of Maxco, Inc. shareholders. The purchase is expected to close on or about February 1, 2007. Terms were not disclosed.

Atmosphere Annealing Inc. is a metal heat treating company with four plants located in the Midwest and fiscal 2006 sales of \$46.6 million. Considered one of North America's leading heat-treating companies, AAI specializes in high volume, ferrous heat treating services for customers focused primarily on automotive powertrain applications.

"AAI is an excellent example of the type of acquisition we seek to continue to grow MACSTEEL," said Raymond Jean, Quanex chairman and chief executive officer. "AAI will allow us to offer additional value-added services for our Tier 1 and Tier 2 automotive customers. Today, about 50% of AAI's new business is in the fast growing automotive transplant market, where MACSTEEL also continues to achieve market penetration. Like MACSTEEL, AAI's sales approach is differentiated through the application of metallurgical solutions."

Quanex is an industry-leading manufacturer of engineered materials and components for the vehicular products and building products markets. For further information, visit the Company's website at [www.quanex.com](http://www.quanex.com).

The Quanex Corporation logo is available at <http://www.primenewswire.com/newsroom/prs/?pkgid=1117>

Statements that use the words "expect," "should," "may," "could," "will," "might," or similar words reflecting future expectations or beliefs are forward-looking statements. The statements above are based on Quanex's current expectations. Actual results or events may differ materially from this release. Factors that could impact future results may include, without limitation, the effect of both domestic and global economic conditions, the impact of competitive products and pricing, and the availability and cost of raw materials. For a more complete discussion of factors that may affect the Company's future performance, please refer to the Company's most recent 10-K filing of December 21, 2005, under the Securities Exchange Act of 1934, in particular the sections titled, "Private Securities Litigation Reform Act" contained therein.

CONTACT: Quanex Corporation  
Jeff Galow  
713-877-5327  
Valerie Calvert  
713-877-5305