| SEC Form 4 |  |
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

| OMB Number: 3235-0287    |     |  |  |  |  |  |  |  |  |
|--------------------------|-----|--|--|--|--|--|--|--|--|
| Estimated average burden |     |  |  |  |  |  |  |  |  |
| hours per response:      | 0.5 |  |  |  |  |  |  |  |  |

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

## 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

| 1. Name and Addre      |                      | 0                         |                | ssuer Name <b>and</b> Ti<br>uanex Buildir |                   | g Symbol<br>t <u>s CORP</u> [ NX ]                               | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>X Director 10% Owner |   |                              |                          |  |
|------------------------|----------------------|---------------------------|----------------|---|-------------------|--|--|---|------------------------------|--------------------------|--|
| (Last)<br>1800 WEST LC | (First)<br>DOP SOUTH | (Middle)<br>I, SUITE 1500 |                | Date of Earliest Tran<br>/02/2020         | nsaction (Mon     | th/Day/Year)   | x  | Officer (give title<br>below)<br>Executive                      | Other<br>below<br>e Chairman | (specify<br>)            |  |
| (Street)<br>HOUSTON    | ТХ                   | 77027                     | 4. 1           | f Amendment, Date                         | of Original Fil   | ed (Month/Day/Year)  | 6. Indiv<br>Line)<br>X   | ridual or Joint/Group<br>Form filed by One<br>Form filed by Mor | Reporting Pers               | on                       |  |
| (City)                 | (State)              | (Zip)                     |                |   |                   |  |  | Person  | e than one rtep              | orting                   |  |
|                        |                      | Table I - N               | Non-Derivative | e Securities A                            | cquired, D        | isposed of, or Benefi  | cially   | Owned   |                              |                          |  |
| 1. Title of Security   | y (Instr. 3)         |                           | 2. Transaction | 2A. Deemed<br>Execution Date.             | 3.<br>Transaction | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 ar | nd 5)  | 5. Amount of<br>Securities                                      | 6. Ownership<br>Form: Direct | 7. Nature<br>of Indirect |  |

|              |            | if any<br>(Month/Day/Year) | Code (Instr. |   | Disposed of (D) (instit. 0, 4 and 0) |               |                                  | Beneficially<br>Owned Following<br>Reported | (D) or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4) |
|--------------|------------|----------------------------|--------------|---|--------------------------------------|---------------|----------------------------------|---|-----------------------------------|---------------------------------------|
|              |            |                            | Code         | v | Amount                               | (A) or<br>(D) | Price                            | Transaction(s)<br>(Instr. 3 and 4)          |                                   | (1150. 4)                             |
| Common Stock | 10/02/2020 |                            | М            |   | 6,390                                | A             | \$18.02                          | 235,670                                     | D                                 |                                       |
| Common Stock | 10/02/2020 |                            | S            |   | 6,390                                | D             | <b>\$</b> 18.8158 <sup>(1)</sup> | 229,280                                     | D                                 |                                       |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |       | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|-----|-------|--|--------------------|--|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A) | (D)   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Stock<br>Options<br>(Right to<br>Buy)               | \$18.02   | 10/02/2020                                 |   | М                            |   |     | 6,390 | 10/29/2010 <sup>(2)</sup>                                      | 10/29/2020         | Common<br>Stock  | 6,390                                  | \$0   | 0  | D  |  |

Explanation of Responses:

1. The price reported in Column 4 is a weighted price. These shares were sold in multiple transactions at prices ranging from \$18.71 to \$18.98, inclusive. The reporting person undertakes to provide to Quanex Building Products Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

2. The option becomes 100% exercisable immediately in whole or in part.



10/02/2020

\*\* Signature of Reporting Person Date

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

 $^{\star}$  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.

EXHIBIT 24

## Quanex Building Products Corporation Power of Attorney

The undersigned hereby constitutes and appoints Paul Cornett, Kevin Delaney, and Brent Korb his true and lawful attorneys-in-fact and agents, with full power of substitution and re-substitution, for him and in his name, place and stead, in any and all capacities, to complete and sign all Form 3s, Form 4s and Form 5s relating to equity securities of Quanex Building Products Corporation and to file the same, with all exhibits thereto or documents in connection therewith, with the Securities and Exchange Commission, the New York Stock Exchange and Quanex Building Products Corporation, granting to said attorney-in-fact and agent, full power and authority to do and perform each and every act and thing requisite and necessary to be done in and about the premises, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorney-in-fact and agent, or substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Executed this 10th day of July, 2013.

/s/ William C. Griffiths William C. Griffiths