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

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			or Section So(n) of the investment Company Act of 1940			
1. Name and Add	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>Quanex Building Products CORP</u> [NX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner		
(Last) 1800 WEST L	Last) (First) (Middle) 1800 WEST LOOP SOUTH-STE. 1500 Street) HOUSTON TX 77027		3. Date of Earliest Transaction (Month/Day/Year) 12/01/2016	Officer (give title Other (specify below) below)		
(Street) HOUSTON (City)			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		
		Table I - Non-D	Derivative Securities Acquired, Disposed of, or Ben	eficially Owned		

1. Title of Security (Instr. 3)	2. Transaction Date	2A. Deemed Execution Date,	Date, Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
	(Month/Day/Year)	(Month/Day/Year)								
			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)

1. Title of Derivative										8. Price of Derivative	9. Number of derivative	10. Ownership	11. Nature of Indirect		
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Year)	if any '	Code (8)				Expiration Date (Month/Day/Year)		Underlying Derivative Security (Instr. 3 and 4)		Security (Instr. 5)	Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
Phantom Stock Units ⁽¹⁾	(2)	12/01/2016		A		477.099		(2)	(2)	Common Stock	477.099	\$19.65	12,392.323 ⁽³⁾	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. Each Phantom Stock Unit is the economic equivalent of one share of common stock. Distributions under the Deferred Compensation Plan are made in cash beginning on a specified date selected by the participant or upon the participant's death, disability, or termination of service as a director.

3. Includes 27.545 Phantom Stock Units resulting from the reinvestment of dividends.

/s/ Paul B. Cornett, Power of

<u>Attorney</u>

12/02/2016

** 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.