**QUANEX CORP** Form 4 October 03, 2005

### FORM 4

Check this box

#### **OMB APPROVAL** UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

3235-0287 Washington, D.C. 20549 Number: January 31,

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Expires: if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response...

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

See Instruction

1(b).

(Print or Type Responses)

Name and Address of Reporting Person * DELANEY KEVIN P			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
			QUANEX CORP [NX]			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
1900 WEST LOOP SOUTH, SUITE 1500 (Street)			(Month/Day/Year) 09/30/2005	Director 10% Owner _X Officer (give title Other (specification) below) Senior VP-Corporate Secretary		
			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		

## HOUSTON, TX 77027

(City)	(State)	(Zip) Tab	le I - Non-	Derivative Securities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/30/2005	10/03/2005	J <u>(1)</u>	0.371 A \$ 67.0832	8,922.02	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

2005

0.5

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year		7. Title and a Underlying (Instr. 3 and	Securities
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units (2)	\$ 0 (3)	09/30/2005		A	9.172	09/30/2005(4)	<u>(4)</u>	Common Stock	9.172
Stock Options (Right to buy)	\$ 20.1333					<u>(5)</u>	07/23/2013	Common Stock	9,000
Stock Options (Right to buy)	\$ 26.4					12/04/2004	12/03/2013	Common Stock	7,100
Stock Options (Right to buy)	\$ 39.4667					12/01/2005	12/01/2014	Common Stock	12,450

# **Reporting Owners**

Reporting Owner Name /	Address	Relationships

Director 10% Owner Officer Other

DELANEY KEVIN P 1900 WEST LOOP SOUTH SUITE 1500 HOUSTON, TX 77027

Senior VP-Corporate Secretary

## **Signatures**

Terry M. Murphy, Power of Attorney 10/03/2005

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).

(3) Conversion price is 1-for-1.

Reporting Owners 2

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- (1) Acquired through Quanex Dividend Reinvestment Plan.
  - All units credited under the Deferred Compensation Plan are 100% vested at all times; provided, however, that if a participant receives a benefit from the Deferred Compensation Plan for any reason other than death, disability or retirement within three years after a deferral is
- (4) credited to a participant's account, any matching awards made by the Company with respect to such deferral will be forfeited. Distributions under the Deferred Compensation Plan are made beginning on a specified date selected bythe participant or upon a participant's death, disability, or termination of employment.
- (5) Date exercisable is 7/23/2004. Due to the limitations in the Transcentive Software, a date cannot be entered at this time.
- (2) Units that are credited to the participant's account under the Quanex Corporation Deferred Compensation Plan as a result of Dividend Reinvestment.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.