

BAYLES MICHAEL R
Form 5
December 08, 2005

FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0362
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person *
BAYLES MICHAEL R

2. Issuer Name and Ticker or Trading Symbol
QUANEX CORP [NX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
10/31/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Senior VP-Building Prod. Group

1900 WEST LOOP
SOUTH, SUITE 1500

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

HOUSTON, TX 77027

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 Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (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 ⁽¹⁾ | Â | J ⁽²⁾ | 40.174 A \$ 50.93 | 15,907.6991 | D | Â |
| Common Stock | 09/30/2005 ⁽³⁾ | Â | J ⁽²⁾ | 39.876 A \$ 51.31 | 15,947.5751 | D | Â |
| Common Stock | 09/30/2005 ⁽⁴⁾ | Â | J ⁽²⁾ | 38.678 A \$ 52.9 | 15,986.2531 | D | Â |
| Common Stock | 09/30/2005 ⁽⁵⁾ | Â | J ⁽⁶⁾ | 5.484 A \$ 53.01 | 15,991.7371 | D | Â |
| | 09/30/2005 ⁽⁷⁾ | Â | J ⁽⁶⁾ | 5.111 A | 15,996.8481 | D | Â |

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| | | | | | | | | | | | |
|--------------|----------------------------|---|------------------|--------|---|----------|-------------|---|--|---|-------|
| Common Stock | | | | | | \$ | | | | | 53.32 |
| Common Stock | 09/30/2005 ⁽⁸⁾ | Â | J ⁽²⁾ | 37.269 | A | \$ 54.9 | 16,034.1171 | D | | Â | |
| Common Stock | 09/30/2005 ⁽⁹⁾ | Â | J ⁽²⁾ | 40.213 | A | \$ 55.05 | 16,074.3301 | D | | Â | |
| Common Stock | 09/30/2005 ⁽¹⁰⁾ | Â | J ⁽²⁾ | 35.46 | A | \$ 57.7 | 16,109.7901 | D | | Â | |
| Common Stock | 09/30/2005 ⁽¹¹⁾ | Â | J ⁽²⁾ | 37.168 | A | \$ 59.56 | 16,146.9581 | D | | Â | |
| Common Stock | 09/30/2005 ⁽¹²⁾ | Â | J ⁽²⁾ | 0.12 | A | \$ 60.8 | 16,147.0781 | D | | Â | |
| Common Stock | 09/30/2005 ⁽¹³⁾ | Â | J ⁽²⁾ | 25.56 | A | \$ 62.99 | 16,172.6381 | D | | Â | |
| Common Stock | 09/30/2005 | Â | J ⁽⁶⁾ | 0.058 | A | \$ 66.22 | 16,172.6961 | D | | Â | |
| Common Stock | 09/30/2005 ⁽¹⁴⁾ | Â | J ⁽⁶⁾ | 3.861 | A | \$ 68.57 | 16,176.5571 | D | | Â | |

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

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 control number.

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(9-02)

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

| 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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|--------------------------------|
| | Director | 10% Owner | Officer | Other |
| | Â | Â | Â | Senior VP-Building Prod. Group |
| | | | | Â |

BAYLES MICHAEL R
1900 WEST LOOP SOUTH
SUITE 1500
HOUSTON, TX 77027

Signatures

Terry M. Murphy, Power of
Attorney

12/08/2005

__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).
- (6) Shares acquired with dividend reinvestment through the Quanex 401(k) Plan.
- (2) Shares acquired through Quanex 401 (k) Plan.
- (13) Due to the upgrade and transition of the Transcentive software, the Transaction Date is 9/8/05.
- (9) Due to the upgrade and transition of the Transcentive software, the Transaction Date is 7/7/05.
- (8) Due to the upgrade and transition of the Transcentive software, the Transaction Date is 2/7/05.
- (1) Due to the upgrade and transition of the Transcentive software, the Transaction Date is 5/5/05.
- (14) Due to the upgrade and transition of the Transcentive software, the Transaction Date is 12/31/04.
- (11) Due to the upgrade and transition of the Transcentive software, the Transaction Date is 8/5/05.
- (4) Due to the upgrade and transition of the Transcentive software, the Transaction Date is 4/6/05.
- (7) Due to the upgrade and transition of the Transcentive software, the Transaction Date is 3/31/05.
- (5) Due to the upgrade and transition of the Transcentive software, the Transaction Date is 6/30/05.
- (12) Due to the upgrade and transition of the Transcentive software, the Transaction Date is 10/5/05.
- (3) Due to the upgrade and transition of the Transcentive software, the Transaction Date is 6/3/05.
- (10) Due to the upgrade and transition of the Transcentive software, the Transaction Date is 3/2/05.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.