

QUANEX CORP  
Form 4  
April 11, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BARGER DONALD G JR

(Last) (First) (Middle)

1900 WEST LOOP SOUTH, SUITE 1500

(Street)

HOUSTON, TX 77027

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
12/31/2002

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 12/31/2002 <sup>(1)</sup>            |  | J <sup>(1)</sup>               |   | 39,427.1  | A  | \$ 4,109.7606                     |
| Common Stock                    | 01/02/2003                           |  | J <sup>(2)</sup>               |   | 5.4204  | A  | \$ 33.8 4,115.181                 |
| Common Stock                    | 06/30/2003                           |  | J <sup>(2)</sup>               |   | 2.833   | A  | \$ 30 4,118.014                   |
| Common Stock                    | 09/30/2003                           |  | J <sup>(2)</sup>               |   | 2.53  | A  | \$ 33.79 4,120.544                |
| Common Stock                    | 12/30/2003                           |  | J <sup>(2)</sup>               |   | 1.812   | A  | \$ 47.41 4,122.356                |

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|              |            |                  |        |   |          |           |   |
|--------------|------------|------------------|--------|---|----------|-----------|---|
| Common Stock | 03/31/2004 | J <sup>(2)</sup> | 4.059  | A | \$ 42.18 | 4,126.415 | D |
| Common Stock | 06/30/2004 | J <sup>(2)</sup> | 3.522  | A | \$ 48.81 | 4,129.937 | D |
| Common Stock | 09/30/2004 | J <sup>(2)</sup> | 3.751  | A | \$ 51.4  | 4,133.688 | D |
| Common Stock | 01/05/2005 | J <sup>(2)</sup> | 5.481  | A | \$ 45.57 | 4,139.169 | D |
| Common Stock | 04/05/2005 | J <sup>(2)</sup> | 4.655  | A | \$ 53.79 | 4,143.824 | D |
| Common Stock | 07/06/2005 | J <sup>(2)</sup> | 3.931  | A | \$ 52.82 | 4,147.755 | D |
| Common Stock | 10/05/2005 | J <sup>(2)</sup> | 1.733  | A | \$ 67.08 | 4,149.488 | D |
| Common Stock | 10/05/2005 | J <sup>(2)</sup> | 3.562  | A | \$ 67.09 | 4,153.05  | D |
| Common Stock | 12/30/2005 | J <sup>(2)</sup> | 6.053  | A | \$ 50.68 | 4,159.103 | D |
| Common Stock | 04/05/2006 | J <sup>(2)</sup> | 8.085  | A | \$ 44.2  | 4,167.188 | D |
| Common Stock | 07/06/2006 | J <sup>(2)</sup> | 8.449  | A | \$ 42.41 | 4,175.637 | D |
| Common Stock | 10/04/2006 | J <sup>(2)</sup> | 13.713 | A | \$ 30.57 | 4,189.35  | D |

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

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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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  |                                | Code V (A) (D)  | Title  |   |  |   |

|             |            |        |
|-------------|------------|--------|
| Date        | Expiration | Amount |
| Exercisable | Date       | or     |
|             |            | Number |
|             |            | of     |
|             |            | Shares |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BARGER DONALD G JR<br>1900 WEST LOOP SOUTH<br>SUITE 1500<br>HOUSTON, TX 77027 | X             |           |         |       |

## Signatures

|  |                     |
|--|---------------------|
| /s/ John J. Mannion, Power of<br>Attorney      | 04/11/2008          |
| <small>**Signature of Reporting Person</small> | <small>Date</small> |

## 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).
- Mr. Barger received an aggregate of 39.4271 shares of Quanex common stock as a result of certain dividend reinvestment and other
- (1) transactions occurring on various dates prior to December 31, 2002. No records are available for these transactions and the specific dates of purchase, specific purchase prices, and specific share amounts related to each transaction are therefore unknown.
  - (2) Shares acquired through dividend reinvestment.

### Remarks:

12/31/2002 represents the earliest date for which records are available.

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.