

QUANEX CORP  
Form 5  
December 07, 2004

**FORM 5**

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

OMB APPROVAL

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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

(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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
10/31/2004

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)  
V Pres-Building Products Group

6. Individual or Joint/Group Reporting

(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 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	12/30/2003	Â	J(1)	3.497 A	\$ 47.68	D	Â
Common Stock	02/03/2004	Â	J(2)	38.614 A	\$ 46	D	Â
Common Stock	03/02/2004	Â	J(2)	39.516 A	\$ 44.95	D	Â
Common Stock	03/31/2004	Â	J(1)	4.228 A	\$ 42.49	D	Â
	04/02/2004	Â	J(2)	40.956 A		D	Â

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Common Stock						\$ 43.37			
Common Stock	05/05/2004	Â	J(2)	42.141	A	\$ 42.15	14,415.9655	D	Â
Common Stock	06/03/2004	Â	J(2)	40.507	A	\$ 43.85	14,460.5325	D	Â
Common Stock	06/30/2004	Â	J(1)	4.134	A	\$ 48.7	14,464.6665	D	Â
Common Stock	07/02/2004	Â	J(2)	38.855	A	\$ 48.08	14,503.5215	D	Â
Common Stock	08/10/2004	Â	J(2)	44.248	A	\$ 42.22	14,547.7695	D	Â
Common Stock	09/09/2004	Â	J(2)	38.598	A	\$ 48.4	14,590.6905	D	Â
Common Stock	09/30/2004	Â	J(1)	4.888	A	\$ 51.28	14,595.5785	D	Â
Common Stock	10/07/2004	Â	J(2)	5.698	A	\$ 52.98	14,601.2765	D	Â

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. of
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						(A)	(D)		

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director      10% Owner      Officer      Other

Â                      Â                      Â

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

AV  
Pres-Building  
Products Group

## Signatures

Terry M. Murphy, Power of  
Attorney

12/07/2004

\_\_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).

(1) Shares acquired with dividend reinvestment through the Quanex 401(k) Plan.

(2) Shares acquired through Quanex 401 (k) Plan.

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.