

QUANEX CORP
Form 4
February 27, 2006

FORM 4

**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).

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)
02/24/2006

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)
			Code	V Amount (A) or (D) Price			
Common Stock	02/24/2006		M	3,000 A \$ 11.25	10,196.663	D	
Common Stock	02/24/2006		M	4,500 A \$ 19	14,696.663	D	
Common Stock	02/24/2006		S	1,000 D \$ 65	13,696.663	D	
Common Stock	02/24/2006		S	500 D \$ 65.05	13,196.663	D	
Common Stock	02/24/2006		S	500 D \$ 65.06	12,696.663	D	

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Common Stock	02/24/2006	S	700	D	\$ 65.15	11,996.663	D
Common Stock	02/24/2006	S	100	D	\$ 65.24	11,896.663	D
Common Stock	02/24/2006	S	500	D	\$ 65.25	11,396.663	D
Common Stock	02/24/2006	S	500	D	\$ 65.35	10,896.663	D
Common Stock	02/24/2006	S	500	D	\$ 65.45	10,396.663	D
Common Stock	02/24/2006	S	200	D	\$ 65.5	10,196.663	D
Common Stock	02/24/2006	S	400	D	\$ 65.6	9,796.663	D
Common Stock	02/24/2006	S	1,000	D	\$ 65.62	8,796.663	D
Common Stock	02/24/2006	S	500	D	\$ 65.75	8,296.663	D
Common Stock	02/24/2006	S	200	D	\$ 65.95	8,096.663	D
Common Stock	02/24/2006	S	100	D	\$ 66	7,996.663	D
Common Stock	02/24/2006	S	600	D	\$ 66.25	7,396.663	D
Common Stock	02/24/2006	S	200	D	\$ 66.35	7,196.663	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. D S (I
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					Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V	(A)	(D)		
Stock Options (Right to buy)	\$ 11.25	02/24/2006	M				Common Stock	3,000
					10/30/1998	10/30/2008		
Stock Options (Right to buy)	\$ 19	02/24/2006	M				Common Stock	4,500
					10/31/1996	10/31/2006		

Reporting Owners

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

Signatures

John J. Mannion, Power of Attorney
02/27/2006

 **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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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