Edgar Filing: FLAUM RUSSELL M - Form 4

FLAUM RU	JSSELL M										
Form 4											
January 04,	2005										
FORM	14		GEGU				COMMISSIO		PPROVAL		
		RITIES A shington		N OMB Number:	3235-0287						
Check th if no lon			Expires:	January 31,							
subject t	- NIATHA	AENT OI	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					F Estimated	2005 average		
Section								burden hou	0		
Form 4 or							response	0.5			
Form 5 obligatio	n o 1						nge Act of 1934,				
may con <i>See</i> Instr 1(b).	tinue. Section 17(-	-	npany Act iy Act of 1	of 1935 or Secti 940	on			
(Print or Type	Responses)										
	Address of Reporting	Person [*]	21 issuer i faine and i fener of i faang			•	p of Reporting Person(s) to				
FLAUM R	USSELL M		Symbol				Issuer				
			QUANEX CORP [NX]				(Check all applicable)				
(Last)	(First) (.	Middle)	3. Date of	of Earliest T	ransaction		(enter an apprendie)				
			(Month/Day/Year)				_X_ Director10% Owner				
1900 WEST LOOP SOUTH, SUITE 1500 (Street)			12/31/2004				Officer (give title Other (specify below)				
			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
		Filed(Month/Day/Year)				Applicable Line)					
HOUSTON	I, TX 77027							y One Reporting Po More than One Ro			
(City)	(State)	(Zip)									
(City)	(blate)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of		tion Date 2A. Deemed ay/Year) Execution Date, if any		3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)			5. Amount of	6. Ownership	7. Nature of Indirect Beneficial		
Security (Instr. 3)	(Month/Day/Year)							Form: Direct (D) or Indirect			
(1130.5)		(Month/Da	ay/Year)	(Instr. 8)	(Instr. 3, 4		Owned	(I)	Ownership		
							Following	(Instr. 4)	(Instr. 4)		
						(A)	Reported Transaction(s)				
				Code V	Amount	or (D) Price	(Instr. 3 and 4)				
Reminder: Rej	port on a separate line	e for each cl	ass of sec	urities bene	ficially own	ned directly of	or indirectly.				
					inform requir	nation cont ed to resp	spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)		

number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and Expiration	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)) (Instr. 8)	Acquired (A) or Disposed (D) (Instr. 3, and 5)	d of				
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Shares
Stock Options (Right to buy)	\$ 11.25					05/01/1999	10/30/2008	Common Stock	3,00
Stock Options (Right to buy)	\$ 12.1667					12/02/1999	12/01/2008	Common Stock	6,00
Stock Options (Right to buy)	\$ 13.2083					10/31/2000	10/31/2010	Common Stock	3,00
Stock Options (Right to buy)	\$ 14.4583					05/01/2000	10/31/2009	Common Stock	3,00
Stock Options (Right to buy)	\$ 17.3333					10/31/2001	10/31/2011	Common Stock	3,00
Stock Options (Right to buy)	\$ 23.6933					10/31/2002	10/31/2012	Common Stock	3,00
Stock Options (Right to buy)	\$ 26.7					10/31/2003	10/31/2013	Common Stock	3,00
Stock Options (Right to buy)	\$ 33.8					10/31/2004	10/31/2014	Common Stock	3,00
Phantom Stock Units <u>(1)</u>	\$ 0 <u>(2)</u>	12/31/2004	А	11.01		12/31/2004 <u>(3)</u>	08/08/1988 <u>(3)</u>	Common Stock	11.0

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
FLAUM RUSSELL M 1900 WEST LOOP SOUTH SUITE 1500 HOUSTON, TX 77027	Х					
Signatures						
Terry M. Murphy, Power of Attorney		01/04/200)5			
<u>**</u> 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) Units that are credited to the participant's account under the Quanex Corporation Deferred Compensation Plan as a result of Dividend Reinvestment.
- (2) Conversion price is 1-for-1.

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

- (3) 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 by the participant or upon a participant's death, disability, or termination of employment.
- (4) Balances have been changed to reflect the 3 for 2 stock split effective 12/31/04.

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.