QUANEX CORP Form SC 13G July 29, 2005

#### UNITED STATES

#### SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# SCHEDULE 13G

#### (Rule 13d-102)

Information Statement Pursuant to Rules 13d-1 and 13d-2

Under the Securities Exchange Act of 1934

(Amendment No. )\*

Quanex Corporation (Name of Issuer)

Common Stock (Title of Class of Securities)

> 747620102 (CUSIP Number)

July 21, 2005 Date of Event Which Requires Filing of the Statement

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

[ ] Rule 13d-1(b)

- [X] Rule 13d-1(c)
- [] Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. NAME OF REPORTING P S.S. OR I.R.S. IDENTIFIC/			
		NO. OF ABOVE PERSON	
Citadel Limited Partnersh			
2. CHECK THE APPROPRIA	TE BOX	(a) X IF A MEMBER OF A GROUP	ý
		(b)	0
3. SEC USE ONLY			
4. CITIZENSHIP OR PLACE	OF OR	GANIZATION	
Illinois limited partnership	р		
NUMBER OF	5.	SOLE VOTING POWER	
SHARES BENEFICIALLY	6.	0 SHARED VOTING POWER	
OWNED BY	0.	SHARED VOTING POWER	
EACH		1,272,468 shares	
REPORTING	7.	SOLE DISPOSITIVE POWE	R
PERSON		0	
WITH	8.	SHARED DISPOSITIVE PO	WER
		See Row 6 above.	
AGGREGATE AMOUNT BENEFICIAL	LLY OW	NED BY EACH REPORTING PE	ERSON
See Row 6 above.			
CHECK BOX IF THE AGGREGATE AN CERTAIN SHARES	MOUNT	IN ROW (9) EXCLUDES	
PERCENT OF CLASS REPRESENTED	BY AM	OUNT IN ROW (9)	
	21/101		

- Approximately 4.8% as of the date of this filing TYPE OF REPORTING PERSON **PN; HC**
- 12.

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CUSIP	NO. 747620102		13G	Page 3 of 13 Pages
1	. NAME O	F REPORTING PERSON		
	S.S. OR I	R.S. IDENTIFICATION N	NO. OF ABOVE PERSON	
		vestment Group, L.L.C.		
2	. CHECK	THE APPROPRIATE BOX	K IF A MEMBER OF A GROU	
			(a) (b)	ý
3	. SEC USE	ONLY	(D)	0
5	. 510 001	01.21		
4	. CITIZEN	SHIP OR PLACE OF OR	GANIZATION	
		limited liability company		
	NUMBER OF	5.	SOLE VOTING POWER	
	SHARES		0	
	BENEFICIALLY	6.	SHARED VOTING POWE	ER
	OWNED BY			
	EACH		1,272,468 shares	
	REPORTING	7.	SOLE DISPOSITIVE POW	VER
	PERSON		0	
	WITH	8.	SHARED DISPOSITIVE P	POWER
			See Row 6 above.	
		NT BENEFICIALLY OW	NED BY EACH REPORTING	PERSON
	ee Row 6 above.			
		AGGREGATE AMOUNT	IN ROW (9) EXCLUDES	
	ERTAIN SHARES			
11. P	ERCENT OF CLASS	REPRESENTED BY AM	OUNT IN ROW (9)	
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**Approximately 4.8% as of the date of this filing** TYPE OF REPORTING PERSON **OO; HC** 

12.

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CUSIP NO. 7	747620102		13G	Page 4 of 13 Pages
1.	NAME O	F REPORTING PERSON		
1.			NO. OF ABOVE PERSON	
	Kenneth	Griffin		
2.	CHECK 7	THE APPROPRIATE BOX	K IF A MEMBER OF A GROU	UP
			(a)	•
2		0) H H	(b)	0
3.	SEC USE	ONLY		
4.	CITIZEN	SHIP OR PLACE OF OR	GANIZATION	
	U.S. Citiz	en		
N	UMBER OF	5.	SOLE VOTING POWER	
	SHARES		0	
	NEFICIALLY	6.	SHARED VOTING POW	'ER
0	WNED BY			
	EACH		1,272,468 shares	
	EPORTING	7.	SOLE DISPOSITIVE PO	WER
	PERSON		0	
	WITH	8.	SHARED DISPOSITIVE	POWER
			See Row 6 above.	
9. AGGR	EGATE AMOU	NT BENEFICIALLY OW	NED BY EACH REPORTING	G PERSON
See Ro	w 6 above.			
0. CHECH	K BOX IF THE	AGGREGATE AMOUNT	IN ROW (9) EXCLUDES	
CERTA	AIN SHARES			
1. PERCE	ENT OF CLASS	REPRESENTED BY AM	OUNT IN ROW (9)	
Approx	ximately 4.8% a	as of the date of this filing		

**Approximately 4.8% as of the date of this filing** TYPE OF REPORTING PERSON **IN; HC** 

12.

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CUSIP NO. 74	47620102		13G	Page 5 of 13 Pages
1.	NAME OF	REPORTING PERSON		
	S.S. OR I.I	R.S. IDENTIFICATION N	IO. OF ABOVE PERSON	
	Citadel W	ellington LLC		
2.	CHECK T	HE APPROPRIATE BOX	IF A MEMBER OF A GROU	
			(a) (b)	ý
3.	SEC USE	ONLY	(0)	0
4.	CITIZENS	HIP OR PLACE OF ORC	ANIZATION	
		limited liability company		
	MBER OF	5.	SOLE VOTING POWER	
	SHARES EFICIALLY	6.	0 SHARED VOTING POWE	<b>P</b>
	WNED BY	0.	SHARED VOTINGTOWE	
	EACH		1,272,468 shares	
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		REPRESENTED BY AMO	OUNT IN ROW (9)	
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**Approximately 4.8% as of the date of this filing** TYPE OF REPORTING PERSON **OO; HC** 

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Page 5 of 13

1.       NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON         Citadel Kensington Global Strategies Fund Ltd.         2.       CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	SIP NO. 747620102		13G	Page 6 of 13 Page
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Citadel Kensington Global Strategies Fund Ltd. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ý (b) o CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ý (b) o SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION Bernuda company NUMBER OF 5. SOLE VOTING POWER SHARES 0 BENEFICIALLY 6. SHARED VOTING POWER OWNED BY EACH 1,272,468 shares REPORTING 7. SOLE DISPOSITIVE POWER PERSON 0 WITH 8. SHARED DISPOSITIVE POWER PERSON 0 WITH 8. SHARED DISPOSITIVE POWER				
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See Row 6 above.			See Row 6 above.	
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Approximately 4.8% as of the date of this filing TYPE OF REPORTING PERSON CO; HC

12.

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CUS	IP NO. 747	620102		13G	H	Page 7 of 13 Pages
	1.	NAME O	F REPORTING PERSC	DN		
		S.S. OR I	R.S. IDENTIFICATIO	N NO. OF ABOVE P	ERSON	
		Citadel E	quity Fund Ltd.			
	2.	CHECK 7	THE APPROPRIATE B	OX IF A MEMBER		,
					(a) (b)	ý
	3.	SEC USE	ONLY			
	4.		SHIP OR PLACE OF O	RGANIZATION		
		•	Islands company			
		IBER OF	5.	SOLE VOTIN	G POWER	
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		NED BY	0.			
	E	EACH		1,272,468 sha	res	
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		ERSON		0		
	1	WITH	8.	SHARED DIS	SPOSITIVE POW	/ER
				See Row 6 ab		
).			NT BENEFICIALLY C	WNED BY EACH R	EPORTING PER	RSON
).	See Row		ACCDECATE AMOUT		TIDES	
).			AGGREGATE AMOU	1110  KOW (9)  EAC	LUDES	
1.	CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					

# **Approximately 4.8% as of the date of this filing** TYPE OF REPORTING PERSON **CO**

12.

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Citadel Derivatives Gr	FICATION N	NO. OF ABOVE PERSON K IF A MEMBER OF A GROUP	
S.S. OR I.R.S. IDENTIF	FICATION N		
S.S. OR I.R.S. IDENTIF	FICATION N		
S.S. OR I.R.S. IDENTIF	FICATION N		
	-	K IF A MEMBER OF A GROUP	
	-	K IF A MEMBER OF A GROUP	
		(a)	ý
3. SEC USE ONLY		(b)	0
5. SEC USE ONLY			
4. CITIZENSHIP OR PLA	CE OF OR	GANIZATION	
Delaware limited liabil	lity company	y	
NUMBER OF	5.	SOLE VOTING POWER	
SHARES	_	0	_
BENEFICIALLY	6.	SHARED VOTING POWER	κ.
OWNED BY EACH		1 272 4/9	
REPORTING	7	1,272,468 shares	ED
PERSON	7.	SOLE DISPOSITIVE POWI	EK
WITH	8.	U SHARED DISPOSITIVE PO	OWER
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		See Row 6 above.	
AGGREGATE AMOUNT BENEFIC	IALLY OW	NED BY EACH REPORTING P	PERSON
See Row 6 above.			
CHECK BOX IF THE AGGREGATE	E AMOUNT	IN ROW (9) EXCLUDES	
CERTAIN SHARES PERCENT OF CLASS REPRESENT	ED BY AM	OUNT IN ROW (9)	
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Approximately 4.8% as of the date of this filing TYPE OF REPORTING PERSON **OO; BD** 

12.

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	P NO. 747620102	13G	Page 9 of 13 Pages
tem 1(a)	Name of Issuer:	QUANE	X CORPORATION
tem 1(b)	Address of Issuer s	Principal Executive Offices:	
			st Loop South, Suite 1500 , TX 77027
tem 2(a) tem 2(b) tem 2(c)	Name of Person Fili Address of Principa Citizenship		
		Citadel Limited Partnership 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Illinois limited partnership Citadel Investment Group, L.L.C. 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Delaware limited liability company Kenneth Griffin 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 U.S. Citizen Citadel Wellington LLC c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Delaware limited liability company Citadel Kensington Global Strategies Fund c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Delaware limited liability company	Ltd.

CUSIP NO. 747	7620102		13G	Page 10 of 13 Pages
		131 S. Dearb 32nd Floor Chicago, Illin Cayman Islan Citadel Deriv c/o Citadel In 131 S. Dearb 32nd Floor Chicago, Illin	nvestment Group, L.L.C. orn Street nois 60603 nds company vatives Group LLC nvestment Group, L.L.C. orn Street	
2(d)		ss of Securities		
	Common S	stock, par valu	e \$0.50 per share	
2(e)	CUSIP Nur	nber:	74762010	02
Item 3	If this state	ment is filed pu	ursuant to Rules 13d-1(b), or 13d-2(b) or (c), o	check whether the person filing is a:
	(a)	[]	Broker or dealer registered under Section 15	5 of the Exchange Act;
	(b)	[]	Bank as defined in Section 3(a)(6) of the Ex	change Act;
	(c)	[]	Insurance company as defined in Section 3(	a)(19) of the Exchange Act;
	(d)	[]	Investment company registered under Section	on 8 of the Investment Company Act;
	(e)	[]	An investment adviser in accordance with R	Rule 13d-1(b)(1)(ii)(E);
	(f)	[]	An employee benefit plan or endowment fu	nd in accordance with Rule 13d-1(b)(1)(ii)(F);
	(g)	[]	A parent holding company or control person	n in accordance with Rule 13d-1(b)(1)(ii)(G);
	(h)	[]	A savings association as defined in Section	3(b) of the Federal Deposit Insurance Act;
	(i)	[]	A church plan that is excluded from the definition Section 3(c)(14) of the Investment Company	
	(j)	[]	Group, in accordance with Rule 13d-1(b)(1)	)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box.  $\acute{y}$ 

Item 4

Ownership:

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CUSIP NO. 747	7620102	13G	Page 11 of 13 Pages
CITADEL LIMITE CITADEL INVEST KENNETH GRIFF CITADEL WELLI CITADEL KENSIN CITADEL EQUITY	IMENT GRO IN NGTON LLC NGTON GLO	UP, L.L.C. BAL STRATEGIES FUND LTD.	
CITADEL DERIVA	ATIVES GRO	UP LLC	
(a)	Amo	unt beneficially owned:	
1,272,468 shares			
(b)	Perce	ent of Class:	
Approximately 4.8%	as of the date	of this filing	
(c)	Num	ber of shares as to which such person l	nas:
	(i)		sole power to vote or to direct the vote:
			0
	(ii)		shared power to vote or to direct the vote:
			See Item 4(a) above.
	(iii)		sole power to dispose or to direct the disposition of:
			0
	(iv)		shared power to dispose or to direct the disposition of:
			See Item 4(a) above.
the currently reported	d percentage.	At no time since July 21, 2005 have the	orting Persons have subsequently reduced their beneficial ownership to e Reporting Persons been the beneficial owners of greater than 10% of with Rule 13d of the Securities Exchange Act of 1934.
Item 5		Ownership of Five Perc	ent or Less of a Class:
			Not Applicable.
Item 6		Ownership of More than	n Five Percent on Behalf of Another Person:
			Not Applicable.
Item 7		Identification and Class Reported on by the Pare	ification of the Subsidiary which Acquired the Security Being ont Holding Company:

See Item 2 above.

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	CUSIP NO. 7	47620102	13G	Page 12 of 13 Pages
It	em 8	Identification	nd Classification of Members of the Group:	
			Not Applicable.	
It	em 9	Notice of Diss	plution of Group:	
			Not Applicable.	
It	em 10	Certification:		

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

\* Mathew B. Hinerfeld is signing on behalf of Kenneth Griffin as attorney-in-fact pursuant to a power of attorney previously filed with the Securities and Exchange Commission on February 4, 2005, and hereby incorporated by reference herein. The power of attorney was filed as an attachment to a filing by Citadel Limited Partnership on Schedule 13G/A for Komag, Incorporated.

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After reasonable inquiry and to the best of its knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated this 28th day of July, 2005

#### CITADEL INVESTMENT GROUP, L.L.C.

#### **KENNETH GRIFFIN**

By:	/s/ Matthew B. Hinerfeld Matthew B. Hinerfeld, Managing Director and Deputy General Counsel	By:	/s/ Matthew B. Hinerfeld Matthew B. Hinerfeld, attorney-in-fact*
		CITADEL EQUITY FUND LTD.	
CITADEL L	IMITED PARTNERSHIP	By:	Citadel Limited Partnership,
By:	Citadel Investment Group, L.L.C., its General Partner	_ ) .	its Portfolio Manager
		By:	Citadel Investment Group, L.L.C.,