FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| 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)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person* (Check all applicable) Ouanex Building Products CORP [NX] **RUPP JOSEPH D** Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Middle) (Last) (First) 10/31/2012 1900 WEST LOOP SOUTH **SUITE 1500** 6. Individual or Joint/Group Filing (Check Applicable 4. If Amendment, Date of Original Filed (Month/Day/Year) Line) (Street) Form filed by One Reporting Person 77027 **HOUSTON** TX Form filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2A. Deemed 6. Ownership 7. Nature 2. Transaction 5. Amount of of Indirect Beneficial **Execution Date** Transaction Securitie Form: Direct (Month/Day/Year) 5) Beneficially (D) or Indirect Code (Instr. if any (Month/Day/Year) 8) Owned Following (I) (Instr. 4) Ownership (Instr. 4) Reported Transaction(s) (Instr. 3 and 4) (A) or (D) ٧ Price Code Amount Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 8. Price of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 11. Nature 9. Number of 10. Conversion Execution Date, Transaction Expiration Date (Month/Day/Year) Derivative Ownership of Indirect Beneficial (Month/Day/Year) Derivative Security or Exercise Price of if any Security Securities Code (Instr. Securities Form: Ownership Underlying Derivative Security Direct (D) (Instr. 3) (Month/Day/Year) 8) Securities (Instr. 5) Beneficially Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Derivative Owned (Instr. 4) (Instr. 3 and 4) Security Following (I) (Instr. 4) Reported Transaction(s) (Instr. 4) Amount

Explanation of Responses:

\$19.77

(2)

Stock Options

Buy) Restricted

Units

(Right to

1. The option becomes 100% exercisable immediately in whole or in part.

10/31/2012

10/31/2012

2. Each restricted stock unit represents a contingent right to receive cash in an amount equivalent to the value of one share of NX common stock

Code

3. The restricted stock unit will vest immediately, but will not be payable until death, disability or cessation of service on the board or change of control.

/s/ Paul B. Cornett, Power of **Attorney**

Number

Shares

5,987

1,272

\$0

Expiration

10/31/2022

(3)

Date

Title

Stock

Commor

Stock

11/02/2012

5.987

8,683

D

D

** Signature of Reporting Person

Date

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

- * 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

(D)

(A)

5.983

1,272

Exercisable

10/31/2012(1)

(3)