#### NCI BUILDING SYSTEMS INC

Form 4

October 06, 2006

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

Number:

3235-0287

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January 31, 2005

0.5

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response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. See Instruction

1(b).

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \* Robeson Bradley D

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

NCI BUILDING SYSTEMS INC [NCS]

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

Director \_X\_\_ Officer (give title

10% Owner Other (specify

(Month/Day/Year) 10/04/2006

below)

Pres. & COO/Mtl Coil Coat Div.

10943 NORTH SAM HOUSTON PARKWAY WEST

(Street)

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

HOUSTON, TX 77064

(City)	(State)	(Zip) Tabl	e I - Non-D	Derivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly 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. Secur on(A) or D (Instr. 3.	(A)	d of (D)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$0.01 par value							1,100	I	By NCI 401(k) plan (1)
Common Stock, \$0.01 par value	10/04/2006		M	286	A	\$ 17.5	286	D	
Common Stock , \$0.01 par	10/04/2006		M	276	A	\$ 18.12	562	D	

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value							
Common Stock, \$0.01 par value	10/04/2006	M	166	A	\$ 30.18	728	D
Common Stock, \$0.01 par value	10/04/2006	M	150	A	\$ 33.19	878	D
Common Stock, \$0.01 par value	10/04/2006	S	178	D	\$ 57.67	700	D
Common Stock, \$0.01 par value	10/04/2006	S	200	D	\$ 57.62	500	D
Common Stock, \$0.01 par value	10/04/2006	S	500	D	\$ 57.54	0	D

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

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SEC 1474 (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. Transact Code (Instr. 8)	ctionof Derivative		6. Date Exer Expiration D (Month/Day)	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
Option to purchase common	\$ 17.5	10/04/2006		Code V	/ (A)	(D) 286	Date Exercisable	Expiration Date  06/14/2012	Title  Common Stock, \$0.01 par	Amount or Number of Shares 286	S

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stock							value	
Option to purchase common stock	\$ 18.12	10/04/2006	M	276	<u>(3)</u>	06/14/2013	Common Stock, \$0.01 par value	276
Option to purchase common stock	\$ 30.18	10/04/2006	M	166	<u>(4)</u>	06/14/2014	Common Stock, \$0.01 par value	166
Option to purchase common stock	\$ 33.19	10/04/2006	M	150	(5)	06/14/2015	Common Stock, \$0.01 par value	150

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Robeson Bradley D 10943 NORTH SAM HOUSTON PARKWAY WEST

Pres. & COO/Mtl Coil Coat Div.

HOUSTON, TX 77064

## **Signatures**

Frances Powell Hawes (by power of attorney)

10/06/2006

\*\*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).
- (1) Holdings under 401(k) plan are reported as of September 30, 2006.
- (2) Options vest in four equal annual installments beginning on June 15, 2003.
- (3) Options vest in four equal annual installments beginning on June 15, 2004.
- (4) Options vest in four equal annual installments beginning on June 15, 2005.
- (5) Options vest in four equal annual installments beginning on June 15, 2006.

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.

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