Edgar Filing: Powell Frances R - Form 4

Form 4 February 15, FORN Check thi if no long subject to Section 1 Form 4 o Form 5 obligation may cont	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, other of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940					
(Print or Type F	Responses)					
1. Name and A Powell Fran	ddress of Reporting Person <u>*</u> ces R	2. Issuer Name and Ticker or Trading Symbol NCI BUILDING SYSTEMS INC [NCS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 10943 NOR PARKWAY	(First) (Middle) TH SAM HOUSTON WEST	3. Date of Earliest Transaction (Month/Day/Year) 02/14/2007	below)	give title 10% Owner Other (specify below) VP, CFO and Treasurer		
	(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
HOUSTON			Person		porting	
(City)	(State) (Zip)	Table I - Non-Derivative Securities Ac	quired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3) Common	2. Transaction Date 2A. D (Month/Day/Year) Execu any (Mont		Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Stock, \$0.01 par value	02/14/2007	F 382 D \$ 59.17	10,848	D		
Common Stock, \$0.01 par value			1,278	I	By NCI 401(k) plan <u>(1)</u>	

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

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 control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	e and	8. Price of	9. Nu
Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securi	ties	(Instr. 5)	Bene
Derivative				Securities			(Instr.	3 and 4)		Owne
Security				Acquired						Follo
				(A) or						Repo
				Disposed						Trans
				of (D)						(Instr
				(Instr. 3,						
				4, and 5)						
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
	Conversion or Exercise Price of Derivative	Conversion (Month/Day/Year) or Exercise Price of Derivative	Conversion(Month/Day/Year)Execution Date, ifor ExerciseanyPrice of(Month/Day/Year)Derivative	Conversion (Month/Day/Year) Execution Date, if Transaction or Exercise any Code Price of (Month/Day/Year) (Instr. 8) Derivative Security	Conversion or Exercise(Month/Day/Year)Execution Date, if anyTransactionNumber CodePrice of Derivative(Month/Day/Year)(Instr. 8)Derivative SecuritiesSecurityAcquired (A) or Disposed of (D) (Instr. 3,	Conversion (Month/Day/Year) Execution Date, if or Exercise Price of (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Security Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable	Conversion (Month/Day/Year) Execution Date, if any Code of (Month/Day/Year) Expiration Date Price of (Month/Day/Year) (Month/Day/Year) (Instr. 8) Derivative Security Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Date Expiration	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Code of (Instr. 8)Expiration Date (Month/Day/Year)Amou Under Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)Expiration Date (Month/Day/Year)Amou Under Securities Securities Month/Day/Year)DateExpiration Date, if any (Month/Day/Year)TransactionNumber Code of (Instr. 8)Expiration Date (Month/Day/Year)Amou Under Securities Securities Month/Day/Year)DateExpiration Date (Instr. 3, 4, and 5)DateTitle	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Code ofExpiration Date (Month/Day/Year)Amount of Underlying Securities (Instr. 8)Derivative Security(Month/Day/Year)(Month/Day/Year)Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)Texpiration Date (Month/Day/Year)Amount of Underlying Securities (Instr. 3 and 4)Mount<	Conversion or Exercise Price of Derivative Security(Month/Day/Year)Execution Date, if any (Month/Day/Year)TransactionNumber Code of (Instr. 8)Expiration Date (Month/Day/Year)Amount of Underlying Securities (Instr. 3 and 4)Derivative Securities (Instr. 4, and 5)Amount of Underlying Securities (Instr. 3 and 4)Derivative Securities (Instr. 4, and 5)Amount of Underlying Securities (Instr. 3) (Instr. 4, and 5)Derivative Securities (Instr. 4, and 5)Amount of Underlying Securities (Instr. 4, and 5)Derivative Securities (Instr. 4, and 5)Amount of Underlying Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Underlying Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Underlying Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of Underlying Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of OfDerivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of OfDerivative Securities (Instr. 5)Derivative Securities (Instr. 5)Derivative Securities (Instr. 5)Amount of OfDerivative Securities (Instr. 5)Derivative Securities (Instr. 6)Derivative Securities (Instr. 6)Amount of Securities (Instr. 6)Derivative Securities (Instr. 6)Derivative Securities (Instr. 6)Amount of Number ofDerivative

Reporting Owners

F 1 F

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Powell Frances R 10943 NORTH SAM HOUSTON PARKWAY WEST HOUSTON, TX 77064			Exec. VP, CFO and Treasurer			
Signatures						
Frances R. 02/15/2007						

Powell 02/

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 January 31, 2007.

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.