

HUTTIG BUILDING PRODUCTS INC
Form 8-K
January 26, 2011

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549**

Form 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): January 24, 2011**

Huttig Building Products, Inc.
(Exact name of registrant as specified in its charter)

Delaware
**(State or other jurisdiction
of incorporation)**

001-14982
(Commission File Number)

43-0334550
**(IRS Employer
Identification No.)**

**555 Maryville University Dr., Suite 400, St. Louis,
MO**

(Address of principal executive offices)

63141

(Zip Code)

Registrant's telephone number, including area code (314) 216-2600

Former name or former address, if changed since last report: Not Applicable

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(e) On January 24, 2011, the Management Organization & Compensation Committee (the Committee) of the Board of Directors (the Board) of Huttig Building Products, Inc. (the Company) approved the grant of shares of restricted stock to the Company's named executive officers, as set forth in the table below. The grant of shares to Mr. Vrabely, the Company's President and Chief Executive Officer, was also approved by the Board on January 24, 2011, upon recommendation of the Committee.

| Executive Officer | # of Restricted Shares Granted |
|--|---------------------------------------|
| Jon P. Vrabely President and Chief Executive Officer | 200,000 |
| Philip W. Keipp Vice President and Chief Financial Officer | 80,000 |
| Gregory W. Gurley Vice President, Product Management and Marketing | 60,000 |
| Brian D. Robinson Vice President, Chief Information Officer | 60,000 |

The restricted shares were granted under the Company's 2005 Executive Incentive Compensation Plan Second Amendment and Restatement Effective December 8, 2009. The restricted shares vest over three years, assuming continued employment, with one-third of the shares vesting on each of the first three anniversaries of the grant date.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Huttig Building Products, Inc.
(Registrant)

Date: January 26, 2011

/s/ Jon P. Vrabely
Jon P. Vrabely
President and Chief Executive Officer