

NCI BUILDING SYSTEMS INC
 Form 3
 March 17, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Fischer Keith E		(Month/Day/Year)	NCI BUILDING SYSTEMS INC [NCS]	
(Last)	(First)	(Middle)	03/10/2006	
10943 NORTH SAM		4. Relationship of Reporting Person(s) to Issuer		
HOUSTON PARKWAY WEST		(Check all applicable)		
(Street)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Executive Vice President		
HOUSTON, Â TX Â 77064		5. If Amendment, Date Original Filed(Month/Day/Year)		
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line)	
		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, \$0.01 par value	2,192	I	By NCI 401(k) plan ⁽¹⁾

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

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Common Stock, \$0.01 par value	Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Options to purchase common stock	Â <u>(2)</u>	05/30/2012	Common Stock, \$0.01 par value	10,000	\$ 21.2	D	Â
Options to purchase common stock	Â <u>(3)</u>	06/15/2012	Common Stock, \$0.01 par value	3,429	\$ 17.5	D	Â
Options to purchase common stock	Â <u>(4)</u>	12/15/2012	Common Stock, \$0.01 par value	2,907	\$ 20.64	D	Â
Options to purchase common stock	Â <u>(5)</u>	06/15/2013	Common Stock, \$0.01 par value	3,311	\$ 18.12	D	Â
Options to purchase common stock	Â <u>(6)</u>	12/15/2013	Common Stock, \$0.01 par value	2,455	\$ 24.44	D	Â
Options to purchase common stock	Â <u>(7)</u>	06/15/2014	Common Stock, \$0.01 par value	1,988	\$ 30.18	D	Â
Options to purchase common stock	Â <u>(8)</u>	12/15/2014	Common Stock, \$0.01 par value	1,639	\$ 36.62	D	Â
Options to purchase common stock	Â <u>(9)</u>	06/15/2015	Common Stock, \$0.01 par value	1,808	\$ 33.19	D	Â
Options to purchase common stock	Â <u>(10)</u>	12/15/2015	Common Stock, \$0.01 par value	1,364	\$ 44	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	Â	Â		Â

Fischer Keith E
10943 NORTH SAM HOUSTON PARKWAY WEST
HOUSTON, TX 77064

Executive
Vice
President

Signatures

Keith E. Fischer 03/17/2006

Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 based on the plan statement provided as of March 10, 2006.
- (2) The options become fully exercisable on May 30, 2006.
- (3) The options become fully exercisable on June 15, 2006.
- (4) The options become fully exercisable on December 15, 2006.
- (5) The options become fully exercisable in two equal annual installments beginning on June 15, 2006.
- (6) The options become fully exercisable in two equal annual installments beginning on December 15, 2006.
- (7) The options become fully exercisable in three equal annual installments beginning on June 15, 2006.
- (8) The options become fully exercisable in three equal annual installments beginning on December 15, 2006.
- (9) The options become fully exercisable in four equal annual installments beginning on June 15, 2006.
- (10) The options become fully exercisable in four equal annual installments beginning on December 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.