

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 Dobbins Mark W		(Month/Day/Year)	NCI BUILDING SYSTEMS INC [NCS]	
(Last)	(First)	(Middle)	03/10/2006	
10943 NORTH SAM HOUSTON PARKWAY WEST			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
HOUSTON,Â TXÂ 77008			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer (give title below)	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			Pres & COO of EBS Division	<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	27,000	D	Â
Common Stock, \$0.01 par value	310	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)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Options to purchase common stock	01/20/2004	01/20/2010	Common Stock, \$0.01 par value	4,000	\$ 16.5	D	Â
Options to purchase common stock	12/15/2004	12/15/2010	Common Stock, \$0.01 par value	2,222	\$ 18	D	Â
Options to purchase common stock	06/15/2005	06/15/2011	Common Stock, \$0.01 par value	2,614	\$ 15.3	D	Â
Options to purchase common stock	12/15/2005	12/15/2011	Common Stock, \$0.01 par value	5,281	\$ 15.15	D	Â
Options to purchase common stock	Â <u>(2)</u>	06/15/2012	Common Stock, \$0.01 par value	2,286	\$ 17.5	D	Â
Options to purchase common stock	Â <u>(3)</u>	12/15/2012	Common Stock, \$0.01 par value	2,907	\$ 20.64	D	Â
Options to purchase common stock	Â <u>(4)</u>	06/15/2013	Common Stock, \$0.01 par value	3,311	\$ 18.12	D	Â
Options to purchase common stock	Â <u>(5)</u>	12/15/2013	Common Stock, \$0.01 par value	2,455	\$ 24.44	D	Â
Options to purchase common stock	Â <u>(6)</u>	06/15/2014	Common Stock, \$0.01 par value	1,988	\$ 30.18	D	Â
Options to purchase common stock	Â <u>(7)</u>	12/15/2014	Common Stock, \$0.01 par value	1,639	\$ 36.62	D	Â
	Â <u>(8)</u>	06/15/2015		1,808	\$ 33.19	D	Â

Options to purchase common stock			Common Stock, \$0.01 par value				
Options to purchase common stock	Â (9)	12/15/2015	Common Stock, \$0.01 par value	1,364	\$ 44	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Dobbins Mark W 10943 NORTH SAM HOUSTON PARKWAY WEST HOUSTON, TX 77008	Â	Â	Â Pres & COO of EBS Division		Â

Signatures

Mark W.
Dobbins

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 December 14, 2005.
- (2) The options become fully exercisable on June 15, 2006.
- (3) The options become fully exercisable on December 15, 2006.
- (4) The options become fully exercisable in two equal annual installments beginning on June 15, 2006.
- (5) The options become fully exercisable in two equal annual installments beginning on December 15, 2006.
- (6) The options become fully exercisable in three equal annual installments beginning on June 15, 2006.
- (7) The options become fully exercisable in three equal annual installments beginning on December 15, 2006.
- (8) The options become fully exercisable in four equal annual installments beginning on June 15, 2006.
- (9) 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.