

NCI BUILDING SYSTEMS INC  
Form 8-K  
December 11, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report: December 11, 2012

**NCI BUILDING SYSTEMS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation)

**1-14315**

(Commission File Number)

**76-0127701**

(I.R.S. Employer  
Identification Number)

**10943 North Sam Houston Parkway West  
Houston, Texas**

(Address of principal executive offices)

**77064**

(Zip Code)

Registrant's telephone number, including area code: **(281) 897-7788**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the obligation of the registrant under any of the following provisions:

- Written communication 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))

Item 7.01 Regulation FD Disclosure.

On December 11, 2012, NCI Building Systems, Inc. (“NCI”) made available on its website certain slides (the “Presentation Materials”) to be used by NCI management in upcoming presentations to investors and analysts. A copy of the Presentation Materials is attached as Exhibit 99.1 and is incorporated herein by reference and is also available on NCI’s website, [www.ncigroup.com](http://www.ncigroup.com).

The information in this Item and in the attached Exhibit shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference into any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits.**

Exhibit

Number Description

99.1 Investor Presentation issued by NCI Building Systems, Inc. dated December 2012. \*

\* As described in Item 7.01 above, Exhibit 99.1 is “furnished” and not deemed to be “filed” with this Current Report on Form 8-K for purposes of Section 18 of the Exchange Act.

**SIGNATURES**

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.

NCI BUILDING SYSTEMS, INC.

By: /s/ Mark E. Johnson  
Mark E. Johnson  
Executive Vice President, Chief Financial  
Officer and Treasurer

Dated: December 11, 2012

Exhibit

Number Description

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