

MADDOX KENNETH W
Form 4
March 24, 2006

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
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
MADDOX KENNETH W

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) (First) (Middle)
10943 NORTH SAM HOUSTON
PARKWAY WEST

3. Date of Earliest Transaction
(Month/Day/Year)
03/22/2006

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Exec. V.P., Administration

(Street)
HOUSTON, TX 77064

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
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock, \$0.01 par value	03/22/2006		M		4,701	A \$ 15.15	4,701 D
Common Stock, \$0.01 par value	03/22/2006		S		500	D \$ 58.7	4,201 D
Common Stock, \$0.01 par	03/22/2006		S		500	D \$ 58.8	3,701 D

value

Common
Stock,
\$0.01 par
value

03/22/2006

S

500

D

\$ 58.9

3,201

D

Common
Stock,
\$0.01 par
value

03/22/2006

S

300

D

\$
58.93

2,901

D

Common
Stock,
\$0.01 par
value

03/22/2006

S

200

D

\$
58.94

2,701

D

Common
Stock,
\$0.01 par
value

03/22/2006

S

2,000

D

\$ 59

701

D

Common
Stock,
\$0.01 par
value

03/22/2006

S

201

D

\$
59.01

500

D

Common
Stock,
\$0.01 par
value

03/22/2006

S

500

D

\$
59.05

0

D

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.

SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	

Options to purchase common stock	\$ 15.15	03/22/2006	M	4,701	12/15/2005	12/15/2011	Common Stock, \$0.01 par value	4,701
----------------------------------	----------	------------	---	-------	------------	------------	--------------------------------	-------

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MADDOX KENNETH W 10943 NORTH SAM HOUSTON PARKWAY WEST HOUSTON, TX 77064			Exec. V.P., Administration	

Signatures

Frances R. Powell (by power of attorney) 03/24/2006

****Signature of 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).

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.