

NCI BUILDING SYSTEMS INC
 Form 4
 December 18, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Robeson Bradley D

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
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 12/15/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Pres. & COO/Mtl Coil Coat Div.

HOUSTON, TX 77064

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock, \$0.01 par value	12/15/2007		A	A	4,942	\$ 0	8,288 D
Common Stock, \$0.01 par value					0		I By NCI 401(k) plan ⁽¹⁾

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.

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(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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 3, 4, and 5)	10. Derivative Security's Exercise or Conversion Price (Instr. 5)	11. Derivative Security's Conversion Type (Instr. 5)	12. Date Conversion or Exercise Price Fixed (Instr. 5)	13. Conversion or Exercise Price (Instr. 5)	14. Conversion or Exercise Price (Instr. 5)	15. Derivative Security's Maturity Date (Instr. 5)	16. Derivative Security's Maturity Date (Instr. 5)	17. Derivative Security's Maturity Date (Instr. 5)	18. Derivative Security's Maturity Date (Instr. 5)	19. Derivative Security's Maturity Date (Instr. 5)	20. Derivative Security's Maturity Date (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares											

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Robeson Bradley D
10943 NORTH SAM HOUSTON PARKWAY
WEST
HOUSTON, TX 77064

Pres. & COO/Mtl Coil Coat
Div.

Signatures

Frances Hawes (by power of attorney)

12/18/2007

__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).

(1) Holdings under 401(k) plan are reported based on the last plan statement provided as of December 14, 2007.

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.