

NCI BUILDING SYSTEMS INC

Form 8-K

December 16, 2009

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**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 16, 2009  
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**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing 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))
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Item 7.01 Regulation FD Disclosure.

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**Item 7.01 Regulation FD Disclosure.**

On December 16, 2009, NCI Building Systems, Inc. ( NCI ) will make available presentation materials (the Presentation Materials ) to be used by NCI in certain presentations by management. 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.ncilp.com](http://www.ncilp.com).

The information in this report, including the Presentation Materials incorporated herein by reference, is being furnished pursuant to General Instruction F to Current Report on Form 8-K, and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or otherwise subject to the liabilities of that Section. The information in this report, including the Presentation Materials incorporated herein by reference, shall not be incorporated by reference into any registration statement or other documents pursuant to the Securities Act of 1933, as amended, or into any filing or other document pursuant to the Exchange Act except as otherwise expressly stated in any such 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 16, 2009.\*

\* As described in Item 7.01 above of the Current Report, this exhibit is furnished and not filed with this Current Report.

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**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 thereunto duly authorized.

**NCI BUILDING SYSTEMS, INC.**

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

Dated: December 16, 2009