



NCI Building Systems Obtains Extension of Waivers From Its Bank Group

- Company in Advanced Discussions with a Leading Private Equity Firm -

HOUSTON, July 15 /PRNewswire-FirstCall/ -- NCI Building Systems, Inc. (NYSE: NCS) today announced that it has obtained an extension of the waivers granted by its senior credit facility lenders on May 20, 2009. The waivers of its financial maintenance covenants and of restrictions on the Company's ability to enter into an agreement for a substantial equity investment in the Company were extended until August 14, 2009, and shall automatically extend to September 15, 2009 upon the signing of a definitive agreement for an equity investment. Previously, the waivers had been in effect through July 15, 2009 with an automatic extension to September 15, 2009 upon the signing of a definitive agreement for an equity investment.

As previously disclosed, NCI is in advanced stages of negotiations with a leading private equity firm. Any transaction, however, will require considerable cooperation from the Company's lenders and note holders, and will be subject to customary closing conditions, including refinancing of its existing credit facilities and a recapitalization or redemption of its convertible notes. While there can be no assurances that a transaction will be concluded, the Company continues to work diligently towards the successful consummation of a comprehensive solution.

"We remain in advanced discussions with the same private equity investor and continue to make significant progress in addressing our comprehensive capital structure plan. The waiver extension announced today provides us additional time to work through various issues with all of the relevant parties," noted Norman C. Chambers, NCI's Chairman and Chief Executive Officer.

NCI Building Systems, Inc. has filed a Form 8-K today with respect to the foregoing waiver.

NCI Building Systems, Inc. is one of North America's largest integrated manufacturers of metal products for the nonresidential building industry. NCI is comprised of a family of companies operating manufacturing facilities across the United States and Mexico, with additional sales and distribution offices throughout the United States and Canada.

This release contains forward-looking statements concerning the potential equity investment in NCI and the outcome of related negotiations and NCI's business and operations and industry conditions, including among others industry trends, steel pricing, growth expectations and margin expansion. These statements and other statements identified by words such as "guidance," "potential," "expect," "should" and similar expressions are forward looking statements within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are subject to a number of risks and uncertainties that may cause NCI's actual performance to differ materially from that projected in such statements. Among the factors that could

cause actual results to differ materially are the possibility that the anticipated benefits from the RCC acquisition cannot be fully realized; the possibility that costs or difficulties related to the integration of the RCC operations into the Company's operations will be greater than expected;



industry cyclicality and seasonality; fluctuations in demand and prices for steel; the financial condition of NCI's raw material suppliers; competitive activity and pricing pressure; ability to execute NCI's acquisition strategy; and general economic conditions affecting the construction industry. Item 1A "Risk Factors" in the Company's Annual Report on Form 10-K for the fiscal year ended November 2, 2008, identifies other important factors, though not necessarily all such factors, that could cause future outcomes to differ materially from those set forth in the forward-looking statements. NCI expressly disclaims any obligation to release publicly any updates or revisions to these forwardlooking statements to reflect any changes in its expectations.

CONTACT: Investor and Media, Betsy Brod or Lynn Morgen, both of MBS Value Partners, +1-212-750-5800, for NCI Building Systems, Inc.; or Greenhill & Co., +1-212-389-1493, for NCI Building Systems, Inc.