Anderson Sheila Mae Form 4 August 25, 2017

FORM 4

Form 4 or

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Anderson Sheila Mae

2. Issuer Name and Ticker or Trading

DAKTRONICS INC /SD/ [DAKT]

5. Relationship of Reporting Person(s) to Issuer

Symbol

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

(Check all applicable) Director 10% Owner

201 DAKTRONICS DRIVE

08/23/2017

X_ Officer (give title below)

Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

CFO & Treasurer

(Street)

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

BROOKINGS, SD 57006

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								lly 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)	TransactionAcquired (A) or Code Disposed of (D)))	5. Amount of Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	08/23/2017		M	160	A	\$0	9,070.94	D	
Common Stock	08/23/2017		M	240	A	\$0	9,310.94	D	
Common Stock	08/23/2017		M	550	A	\$0	9,860.94	D	
Common Stock	08/23/2017		M	600	A	\$0	10,460.94	D	
Common Stock	08/23/2017		M	600	A	\$0	11,060.94	D	

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Common Stock	08/23/2017	M	600	A	\$0	11,660.94	D	
Common Stock	08/23/2017	A	664	A	\$0	7,240 (1)	I	by 401k

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transactic Code (Instr. 8)		Expiration D (Month/Day	Expiration Date U1		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0	08/23/2017		M	160	(2)	(2)	Common Stock	160	\$ 0
Restricted Stock Units	\$ 0	08/23/2017		M	240	(3)	(3)	Common Stock	240	\$ 0
Restricted Stock Units	\$ 0	08/23/2017		M	550	<u>(4)</u>	<u>(4)</u>	Common Stock	550	\$ 0
Restricted Stock Units	\$ 0	08/23/2017		M	600	(5)	<u>(5)</u>	Common Stock	600	\$ 0
Restricted Stock Units	\$ 0	08/23/2017		M	600	<u>(6)</u>	<u>(6)</u>	Common Stock	600	\$ 0
Restricted Stock Units	\$ 0	08/23/2017		M	600	<u>(7)</u>	<u>(7)</u>	Common Stock	600	\$ 0

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Anderson Sheila Mae 201 DAKTRONICS DRIVE BROOKINGS, SD 57006

CFO & Treasurer

Signatures

Sheila M. 08/25/2017 Anderson

**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) Between December 1, 2016 and August 23, 2017, the reporting person acquired 664 shares of common stock of Daktronics, Inc. under the Daktronics, Inc. 401k Plan.
- (2) Restricted Stock Units granted on 08/23/2012 vest 20% each year for five years beginning on 8/23/2013. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.
- (3) Restricted Stock Units granted on 09/12/2012 vest 20% each year for five years beginning on 8/23/2013. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.
- (4) Restricted Stock Units granted on 08/22/2013 vest 20% each year for five years beginning on 8/23/2014. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.
- (5) Restricted Stock Units granted on 09/04/2014 vest 20% each year for five years beginning on 8/23/2015. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.
- (6) Restricted Stock Units granted on 09/03/2015 vest 20% each year for five years beginning on 8/23/2016. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.
- (7) Restricted Stock Units granted on 09/01/2016 vest 20% each year for five years beginning on 8/23/2017. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.

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.

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