

# **DAKTRONICS INC /SD/**

Reported by  
**GATZKE CARLA S**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 09/01/17 for the Period Ending 08/31/17

Address	PO BOX 5128 201 DAKTRONICS DRIVE BROOKINGS, SD, 57006
Telephone	6056974000
CIK	0000915779
Symbol	DAKT
SIC Code	3990 - Miscellaneous Manufacturing Industries
Industry	Electronic Equipment & Parts
Sector	Technology
Fiscal Year	04/30

# FORM 4

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person -*</b>  <b>GATZKE CARLA S</b>  (Last) (First) (Middle)  <b>201 DAKTRONICS DRIVE</b>  (Street)  <b>BROOKINGS, SD 57006</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>DAKTRONICS INC /SD/ [ DAKT ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  ___ Director ___ 10% Owner ___ X ___ Officer (give title below) ___ Other (specify below) <b>Secretary and VP of Human Reso</b>
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <b>8/31/2017</b>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  ___ X ___ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
<b>Non-Qualified Stock Option</b>	\$9.63	8/31/2017		A		6870		(1)	8/31/2027	Common Stock	6870.0	\$0	88805	D	
<b>Restricted Stock Units</b>	\$0.0 (2)	8/31/2017		A		2750		(3)	8/31/2027	Common Stock	2750.0	\$0	8250	D	

**Explanation of Responses:**

- (1) Incentive Stock Options 20% vested each year for a total of five years - vesting schedule 8/23/2018, 8/23/2019, 08/23/2020, 08/23/2021, 08/23/2022.
- (2) Each Restricted Stock Unit represents the contingent right to receive one share of Daktronics, Inc. common stock.
- (3) Restricted Stock Units granted on 08/31/2017 vest 20% each year for five years beginning on 08/23/2018. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>GATZKE CARLA S 201 DAKTRONICS DRIVE BROOKINGS, SD 57006</b>			<b>Secretary and VP of Human Reso</b>	

**Signatures**

**Carla S. Gatzke**

**9/1/2017**

—Signature of Reporting Person

Date

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

\* 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.

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