

DAKTRONICS INC /SD/
Form 4
July 05, 2006

FORM 4

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

OMB APPROVAL

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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, 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 *
SANDER DUANE E

2. Issuer Name and Ticker or Trading Symbol
DAKTRONICS INC /SD/ [DAKT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
331 32ND AVENUE, PO BOX 5128
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/03/2006

Director 10% Owner
 Officer (give title below) Other (specify below)

BROOKINGS, SD 57006

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Daktronics, Inc. Zero Par Value Common Stock	07/03/2006		S		200 ⁽¹⁾ D \$ 29.29	D	
Daktronics, Inc. Zero Par Value Common Stock	07/03/2006		S		1,500 ⁽¹⁾ D \$ 29.28	D	
Daktronics, Inc. Zero Par Value Common Stock	07/03/2006		S		2,100 ⁽¹⁾ D \$ 29.25	D	

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Value Common Stock							
Daktronics, Inc. Zero Par Value	07/03/2006	S	100 <u>(1)</u>	D	\$ 29.26	591,828	D
Common Stock							
Daktronics, Inc. Zero Par Value	07/03/2006	S	800 <u>(1)</u>	D	\$ 29.4	591,028	D
Common Stock							
Daktronics, Inc. Zero Par Value	07/03/2006	S	200 <u>(1)</u>	D	\$ 29.43	590,828	D
Common Stock							
Daktronics, Inc. Zero Par Value	07/03/2006	S	1,100 <u>(1)</u>	D	\$ 29.27	589,728	D
Common Stock							
Daktronics, Inc. Zero Par Value	07/03/2006	S	424 <u>(1)</u>	D	\$ 29.54	589,304	D
Common Stock							
Daktronics, Inc. Zero Par Value	07/03/2006	S	900 <u>(1)</u>	D	\$ 29.52	588,404	D
Common Stock							
Daktronics, Inc. Zero Par Value	07/03/2006	S	188 <u>(1)</u>	D	\$ 29.66	588,216	D
Common Stock							
Daktronics, Inc. Zero Par Value	07/03/2006	S	200 <u>(1)</u>	D	\$ 29.57	588,016	D
Common Stock							
Daktronics, Inc. Zero Par Value	07/03/2006	S	88 <u>(1)</u>	D	\$ 29.58	587,928	D

Common
Stock

Daktronics,
Inc. Zero Par

Value 07/03/2006 S 200 ⁽¹⁾ D \$ 29.56 587,728 ⁽²⁾ D

Common
Stock

Daktronics,
Inc. Zero Par

Value 477,264 I Phyllis A. Sander Living Trust

Common
Stock

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

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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 Beneficially Owned (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
SANDER DUANE E 331 32ND AVENUE PO BOX 5128 BROOKINGS, SD 57006		X		

Signatures

By: /s/ William R. Retterath,
POA

07/05/2006

__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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 9, 2006.
- Shares include 22,324 held individually in the name of the reporting person and 565,404 shares held in the name of Duane E Sander Living Trust. The shares are held in the trust for the benefit of the reporting person. Both the reporting person and the reporting person's
- (2) spouse are the co-trustees of the trust. As co-trustees, they have the right, alone or with the other trustee, to sell, dispose, vote and execute other transactions involving the shares held in the trust. The reporting person is also the sole primary beneficiary of the trust. Shares owned by the Duane E Sander Living Trust are indirectly owned by the reporting person.

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.