

DAKTRONICS INC /SD/

Form 4

December 04, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Kurtenbach Matthew John

(Last) (First) (Middle)

201 DAKTRONICS DRIVE

(Street)

BROOKING, SD 57006

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/02/2013

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

VP of Manufacturing

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| Common<br>Stock                       | 12/02/2013                              |                                                             | M                                    | 315 A                                                                   | \$ 0 <sup>(1)</sup> 251,526                                                                                        | D                                                                    |                                         |
| Common<br>Stock                       | 12/02/2013                              |                                                             | F                                    | 84 D                                                                    | \$ 15.25 251,442                                                                                                   | D                                                                    |                                         |
| Common<br>Stock                       | 12/03/2013                              |                                                             | M                                    | 420 A                                                                   | \$ 0 <sup>(2)</sup> 251,862                                                                                        | D                                                                    |                                         |
| Common<br>Stock                       | 12/03/2013                              |                                                             | F                                    | 114 D                                                                   | \$ 15.28 251,748                                                                                                   | D                                                                    |                                         |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         | 10,900                                                                                                             | I                                                                    | Child A                                 |

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|              |            |   |         |
|--------------|------------|---|---------|
| Common Stock | 10,200     | I | Child B |
| Common Stock | 10,000     | I | Child C |
| Common Stock | 9,897.5594 | I | by 401k |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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. 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 or Value of Derivative Security (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-----------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title                                                         | Amount or Number of Shares                          |
| Restricted Stock Units                     | \$ 0                                                   | 12/02/2013                           |                                                    | M                              | 315                                                                                     | (3) (3)                                                  | Common Stock                                                  | 315 \$ 0                                            |
| Restricted Stock Units                     | \$ 0                                                   | 12/03/2013                           |                                                    | M                              | 420                                                                                     | (4) (4)                                                  | Common Stock                                                  | 420 \$ 0                                            |

## Reporting Owners

| Reporting Owner Name / Address                                        | Relationships |           |                     |       |
|-----------------------------------------------------------------------|---------------|-----------|---------------------|-------|
|                                                                       | Director      | 10% Owner | Officer             | Other |
| Kurtenbach Matthew John<br>201 DAKTRONICS DRIVE<br>BROOKING, SD 57006 |               |           | VP of Manufacturing |       |

## Signatures

/s/ Matthew J.  
Kurtenbach

12/04/2013

\_\_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) On December 2, 2013, 315 of the reporting person's Restricted Stock Units vested, 231 shares of Common Stock were delivered, and 84 shares of Common Stock were withheld by the Company to satisfy income tax withholding obligations.
- (2) On December 3, 2013, 420 of the reporting person's Restricted Stock Unites vested, 306 shares of Common Stock were delivered, and 114 shares of Common Stock were withheld by the Company to satisfy the income tax withholding obligation.
- (3) Restricted Stock Units granted on 12/2/2010 vest 20% each year for five years beginning on 12/2/2011. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.
- (4) Restricted Stock Units granted on 12/3/2009 vest 20% each year for five years beginning on 12/3/2010. 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.

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