

DAKTRONICS INC /SD/
Form 3
September 12, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â GATZKE CARLA S | | (Month/Day/Year) | DAKTRONICS INC /SD/ [DAKT] | |
| (Last) | (First) | (Middle) | 09/04/2014 | |
| 201 DAKTRONICS DRIVE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| BROOKING,Â SDÂ 57006 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Secretary and VP of Human Reso | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 429,040 | D | Â |
| Common Stock | 15,380 | I | Child A |
| Common Stock | 15,005 | I | Child B |
| Common Stock | 118,091.1983 | I | by 401k |
| Common Stock | 90,000 | I | by Spouse |

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

SEC 1473 (7-02)

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

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| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--------------------|--|----------------------------------|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Incentive Stock Options | Â <u>(1)</u> | 12/03/2018 | Common Stock | 5,701 | \$ 8.29 | D | Â |
| Incentive Stock Options | Â <u>(2)</u> | 12/02/2019 | Common Stock | 5,981 | \$ 8.65 | D | Â |
| Incentive Stock Options | Â <u>(3)</u> | 11/30/2021 | Common Stock | 9,638 | \$ 9.24 | D | Â |
| Incentive Stock Options | Â <u>(4)</u> | 08/22/2022 | Common Stock | 10,500 | \$ 9.51 | D | Â |
| Incentive Stock Options | Â <u>(3)</u> | 08/22/2023 | Common Stock | 6,870 | \$ 11.05 | D | Â |
| Incentive Stock Options | Â <u>(5)</u> | 11/22/2014 | Common Stock | 8,000 | \$ 12.835 | D | Â |
| Incentive Stock Options | Â <u>(6)</u> | 09/04/2024 | Common Stock | 6,870 | \$ 13.31 | D | Â |
| Incentive Stock Options | Â <u>(7)</u> | 11/16/2015 | Common Stock | 10,000 | \$ 13.595 | D | Â |
| Incentive Stock Options | Â <u>(8)</u> | 12/01/2020 | Common Stock | 5,164 | \$ 14.37 | D | Â |
| Incentive Stock Options | Â <u>(9)</u> | 11/14/2017 | Common Stock | 4,880 | \$ 20.07 | D | Â |
| Incentive Stock Options | Â <u>(10)</u> | 11/15/2016 | Common Stock | 5,890 | \$ 34.065 | D | Â |
| Non-Qualified Stock Option | Â <u>(1)</u> | 12/03/2018 | Common Stock | 3,799 | \$ 8.29 | D | Â |
| Non-Qualified Stock Option | Â <u>(2)</u> | 12/02/2019 | Common Stock | 3,519 | \$ 8.65 | D | Â |
| Non-Qualified Stock Option | Â <u>(3)</u> | 11/30/2021 | Common Stock | 362 | \$ 9.24 | D | Â |
| Non-Qualified Stock Option | Â <u>(8)</u> | 12/01/2020 | Common Stock | 1,291 | \$ 14.37 | D | Â |
| Non-Qualified Stock Option | Â <u>(9)</u> | 11/14/2017 | Common Stock | 3,620 | \$ 20.07 | D | Â |
| Non-Qualified Stock Option | Â <u>(10)</u> | 11/15/2016 | Common Stock | 1,110 | \$ 34.065 | D | Â |

Restricted Stock Units (11) (11) Common Stock 12,920 \$ (12) D (11)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|----------------|----------------|----------------|----------------|
| | Director | 10% Owner | Officer | Other |
| GATZKE CARLA S 201 DAKTRONICS DRIVE BROOKING, SD 57006 | <u> </u> (11) | <u> </u> (11) | <u> </u> (11) | <u> </u> (11) |

Signatures

Carla S. Gatzke 09/12/2014

 (11) Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Incentive Stock Options: 20% vested each year for a total of five years - vesting schedule: 12/04/2009; 12/04/2010; 12/04/2011; 12/04/2012; 12/04/2013
- (2) Incentive Stock Options: 20% vested each year for a total of five years - vesting schedule: 12/03/2010; 12/03/2011; 12/03/2012; 12/03/2013; 12/03/2014
- (3) Incentive Stock Options: 20% vested each year for a total of five years - vesting schedule: 12/01/2012; 12/01/2013; 12/01/2014; 12/01/2015; 12/01/2016
- (4) Incentive Stock Options: 20% vested each year for a total of five years - vesting schedule: 8/23/2013; 8/23/2014; 8/23/2015; 8/23/2016; 8/23/2017
- (5) Incentive Stock Options: 20% vested each year for a total of five years - vesting schedule: 11/23/2005; 11/23/2006; 11/23/2007; 11/23/2008; 11/23/2009
- (6) Incentive Stock Options: 20% vested each year for a total of 5 years - vesting schedule: 8/23/2015; 8/23/2016; 8/23/2017; 8/23/2018; 8/23/2019
- (7) Incentive Stock Options: 20% vested each year for a total of five years - vesting schedule: 11/17/2006; 11/17/2007; 11/17/2008; 11/17/2009; 11/17/2010
- (8) Incentive Stock Options: 20% vested each year for a total of five years - vesting schedule: 12/02/2011; 12/02/2012; 12/02/2013; 12/02/2014; 12/02/2015
- (9) Incentive Stock Options: 20% vested each year for a total of five years - vesting schedule: 11/15/2008; 11/15/2009; 11/15/2010; 11/15/2011; 11/15/2012
- (10) Incentive Stock Options: 20% vested each year for a total of five years - vesting schedule: 11/16/2007; 11/16/2008; 11/16/2009; 11/16/2010; 11/16/2011
- (11) Restricted Stock Units granted on 9/4/14 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.
- (12) Each Restricted Stock Unit represents the contingent right to receive one share of Daktronics, Inc. common stock.

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.