

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <b>GATZKE CARLA S</b>			2. Issuer Name and Ticker or Trading Symbol <b>DAKTRONICS INC /SD/ [ DAKT ]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Secretary and VP of Human Reso</b>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>08/23/2016</b>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
201 DAKTRONICS DRIVE			4. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street)	(City)	(State)	(Zip)	BROOKINGS SD 57006		

**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			
Common Stock	08/23/2016		M		420	A	\$0 <sup>(1)</sup>	437,719	D	
Common Stock	08/23/2016		M		550	A	\$0 <sup>(2)</sup>	438,269	D	
Common Stock	08/23/2016		M		550	A	\$0 <sup>(2)</sup>	438,819	D	
Common Stock	08/23/2016		M		550	A	\$0 <sup>(2)</sup>	439,369	D	
Common Stock	08/23/2016		F		111	D	\$8.28	439,258	D	
Common Stock	08/23/2016		F		145	D	\$8.28	439,113	D	
Common Stock	08/23/2016		F		145	D	\$8.28	438,968	D	
Common Stock	08/23/2016		F		145	D	\$8.28	438,823	D	
Common Stock	08/23/2016		A		1,700	A	\$0	133,234 <sup>(3)</sup>	I	by 401k
Common Stock								90,000	I	by Spouse
Common Stock								15,380	I	Child A
Common Stock								15,005	I	Child B

**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 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: 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				
Restricted Stock Units	\$0.0	08/23/2016		M			420	(4)	(4)	Common Stock	420	\$0	7,420	D	
Restricted Stock Units	\$0.0	08/23/2016		M			550	(5)	(5)	Common Stock	550	\$0	6,870	D	
Restricted Stock Units	\$0.0	08/23/2016		M			550	(6)	(6)	Common Stock	550	\$0	6,320	D	
Restricted Stock Units	\$0.0	08/23/2016		M			550	(7)	(7)	Common Stock	550	\$0	5,770	D	

**Explanation of Responses:**

1. On August 23, 2016, 420 of the reporting persons restricted stock units vested, 309 shares of Common Stock were delivered, and 111 shares of Common Stock were withheld by the Company to satisfy income tax withholding obligation.

2. On August 23, 2016, 550 of the reporting persons restricted stock units vested, 405 shares of Common Stock were delivered, and 145 shares of Common Stock were withheld by the Company to satisfy income tax withholding obligation.

3. Between April 12, 2016 and August 23, 2016, the reporting person acquired 1700 shares of common stock of Daktronics, Inc. under the Daktronics, Inc. 401k Plan.
4. Restricted Stock Units granted on 8/23/2012 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.
5. Restricted Stock Units granted on 8/22/2013 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.
6. 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.
7. Restricted Stock Units granted on 09/03/2015 vest 20% each year for five years beginning on 08/23/2016. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.

**Remarks:**

Carla S. Gatzke

08/25/2016

\*\* 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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