| SEC Form 4 |  |
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

|   |    | •  |   |                        | _                 | _   |   |               |  |           |                   |   |                             |   |                  |   |  |   |  |
|---|----|--|---|------------------------|-------------------|---|---|---------------|--|-----------|-------------------|---|-----------------------------|---|------------------|---|--|---|--|
|   |    |  |   | Washington, D.C. 20549 |                   |   |   |               |  |           |                   |   |                             | OME   | 3 APPRO          | VAL   |  |   |  |
| Section 16. Form 4 or Form 5<br>obligations may continue. See       |    |  |   |                        |                   | TOF CHANGES IN BENEFICIAL OWNER<br>pursuant to Section 16(a) of the Securities Exchange Act of 1934<br>or Section 30(h) of the Investment Company Act of 1940 |   |               |  |           |                   |   |                             | SHIP  | E                | OMB Numb<br>stimated a<br>ours per re   | verage burde   | 3235-0287<br>m<br>0.5   |  |
| 1. Name and Address of Reporting Person* <u>Anderson Sheila Mae</u> |    |  |   |                        |                   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>DAKTRONICS INC /SD/</u> [ DAKT ]   |   |               |  |           |                   |   |                             | Check all app<br>Direc  | blicable)<br>tor | ,<br>10% O  |  | o Issuer<br>% Owner<br>her (specify                               |  |
| (Last) (First) (Middle)<br>201 DAKTRONICS DRIVE                     |    |  |   |                        |                   | 3. Date of Earliest Transaction (Month/Day/Year)<br>09/06/2018  |   |               |  |           |                   |   |                             | X below   | v)               |   |  | эрсспу  |  |
| (Street)<br>BROOKINGS SD 57006                                      |    |  |   |                        | 4. If             | 4. If Amendment, Date of Original Filed (Month/Day/Year)  |   |               |  |           |                   |   |                             | 6. Individual or Joint/Group Filing (Check Applicab<br>Line)<br>X Form filed by One Reporting Person<br>Form filed by More than One Reporting |                  |   |  | on  |  |
| (City)  | (S | itate)                                     | (Zip)   |                        |                   |   |   |               |  |           |                   |   |                             | Pers  | on               |   |  |   |  |
|   |    | Tab  | le I - Noi                                    | 1-Deriv                | ative             | e Sec   | urities A   | cqu           | uired, Di  | sp        | osed c            | of, or Be   | enefici                     | ally Owne   | ed               |   |  |   |  |
| 1. Title of Security (Instr. 3)       2. Transac Date (Month/Date)  |    |  |   |                        |                   | Execution Date,   |   | ·             | Transaction Dispose<br>Code (Instr. 5)                       |           | Disposed          | rities Acquired (A) e<br>ed Of (D) (Instr. 3, 4                               |                             |   |                  | Forr<br>(D) (   | wnership<br>n: Direct<br>or Indirect<br>nstr. 4)                         | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|   |    |  |   |                        |                   |   |   | Code V        |  | Amount    | (A) (<br>(D)      | or Price  | Transa                      | iction(s)<br>3 and 4)   |                  |   | (1150.4)   |   |  |
|   |    | ٦  | Table II -                                    | Deriva<br>(e.g., p     | tive S<br>outs, o | Secu<br>calls,  | rities Ac<br>, warran   | quii<br>ts, c | red, Dis<br>options,   | pos<br>co | sed of,<br>nverti | , or Ber<br>ble sec   | neficial<br>urities         | ly Owned<br>)   | l                |   |  |   |  |
| Derivative Conversion Date  |    | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deeme<br>Execution<br>if any<br>(Month/Da | on Date, Transactio    |                   |   | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) | Ex            | . Date Exercisable and<br>Expiration Date<br>Month/Day/Year) |           |                   | 7. Title ar<br>Amount o<br>Securitie<br>Underlyin<br>Derivativ<br>(Instr. 3 a | of<br>s<br>ng<br>e Security | Derivative de<br>Security Se<br>(Instr. 5) Br<br>FC<br>R<br>R<br>Tr   |                  | mber of<br>ative<br>rities<br>ficially<br>ed<br>wing<br>rted<br>action(s)<br>. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | Beneficial<br>Ownership<br>(Instr. 4)                             |  |
| 1   |    |  |   | Г                      |                   |   |   |               |  |           |                   |   | Amoun                       | t   | 1                |   |  |   |  |

Restricted Stock Units 09/06/2018 A 2,500

09/06/2018

Explanation of Responses:

\$<mark>9.63</mark>

1. Incentive Stock Options 20% vested each year for a total of five years - vesting schedule 8/23/2019, 8/23/2020, 08/23/2021, 08/23/2022, 08/23/2023.

Code V

Α

(A)

6,250

(D)

2. Each Restricted Stock Unit represents the contingent right to receive one share of Daktronics, Inc. common stock.

3. Restricted Stock Units granted on 09/06/2018 vest 20% each year for five years beginning on 08/23/2019. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.

Date Exercisable

(1)

(3)

Expiration

09/06/2028

09/06/2028

Title

Common

Stock

Common Stock

Date

**Remarks:** 

Non-Qualified

Stock Option

Sheila M. Anderson

09/10/2018 Date

66,565

8,500

D

D

\*\* Signature of Reporting Person

or Number

of Shares

6,250

2,500

\$<mark>0</mark>

\$<mark>0</mark>

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

 $^{\ast}$  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.

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 Number.