

DAKTRONICS INC /SD/  
Form 4  
August 02, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SANDER DUANE E

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

BROOKINGS, 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)  
08/01/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 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 Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|  |                                      |  | Code                           | V   | Amount (D) Price  |  |                                   |
| Daktronics, Inc. Zero Par Value Common Stock | 08/01/2006                           |  | S                              |   | 100 <sup>(1)</sup> D \$ 28  | 587,628  | D                                 |
| Daktronics, Inc. Zero Par Value Common Stock | 08/01/2006                           |  | S                              |   | 500 <sup>(1)</sup> D \$ 27.84   | 587,128  | D                                 |
| Daktronics, Inc. Zero Par Value Common Stock | 08/01/2006                           |  | S                              |   | 100 <sup>(1)</sup> D \$ 27.85   | 587,028  | D                                 |

|  |            |   |                     |   |             |                    |   |   |
|--|------------|---|---------------------|---|-------------|--------------------|---|---|
| Value<br>Common<br>Stock                                 |            |   |                     |   |             |                    |   |   |
| Daktronics,<br>Inc. Zero Par<br>Value<br>Common<br>Stock | 08/01/2006 | S | <u>2,900</u><br>(1) | D | \$<br>27.79 | 584,128            | D |   |
| Daktronics,<br>Inc. Zero Par<br>Value<br>Common<br>Stock | 08/01/2006 | S | <u>2,000</u><br>(1) | D | \$<br>27.83 | 582,128            | D |   |
| Daktronics,<br>Inc. Zero Par<br>Value<br>Common<br>Stock | 08/01/2006 | S | 400 <u>(1)</u>      | D | \$<br>27.87 | 581,728            | D |   |
| Daktronics,<br>Inc. Zero Par<br>Value<br>Common<br>Stock | 08/01/2006 | S | 100 <u>(1)</u>      | D | \$<br>27.76 | 581,628            | D |   |
| Daktronics,<br>Inc. Zero Par<br>Value<br>Common<br>Stock | 08/01/2006 | S | <u>1,800</u><br>(1) | D | \$<br>27.74 | 579,828            | D |   |
| Daktronics,<br>Inc. Zero Par<br>Value<br>Common<br>Stock | 08/01/2006 | S | 100 <u>(1)</u>      | D | \$<br>27.75 | 579,728 <u>(2)</u> | D |   |
| Daktronics,<br>Inc. Zero Par<br>Value<br>Common<br>Stock |            |   |                     |   |             | 477,264            | I | Phyllis A.<br>Sander<br>Living<br>Trust |

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)

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| 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. Nu... |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------|

Date Exercisable      Expiration Date      Title      Amount or Number of Shares

Code    V    (A)    (D)

### Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| SANDER DUANE E<br>331 32ND AVENUE<br>PO BOX 5128<br>BROOKINGS, SD 57006 | X             |           |         |       |

### Signatures

By: /s/ Carla S. Gatzke, POA      08/02/2006

\_\_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 1, 2006. Shares include 22,324 held individually in the name of the reporting person and 557,404 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.
- (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.