

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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| OMB APPROVAL | |
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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

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

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|---|--|--|
| 1. Name and Address of Reporting Person* <u>Kurtenbach Matthew John</u> (Last) (First) (Middle) 201 DAKTRONICS DRIVE (Street) BROOKINGS SD 57006 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>DAKTRONICS INC /SD/ [DAKT]</u> | 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) <u>VP of Manufacturing</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>08/23/2018</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

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 | 08/23/2018 | | M | | 600 | A | \$0 ⁽¹⁾ | 199,352 | D | |
| Common Stock | 08/23/2018 | | M | | 600 | A | \$0 ⁽¹⁾ | 199,952 | D | |
| Common Stock | 08/23/2018 | | M | | 600 | A | \$0 ⁽¹⁾ | 200,552 | D | |
| Common Stock | 08/23/2018 | | M | | 600 | A | \$0 ⁽¹⁾ | 201,152 | D | |
| Common Stock | 08/23/2018 | | M | | 600 | A | \$0 ⁽¹⁾ | 201,752 | D | |
| Common Stock | 08/23/2018 | | F | | 140 | D | \$7.48 | 201,612 | D | |
| Common Stock | 08/23/2018 | | F | | 140 | D | \$7.48 | 201,472 | D | |
| Common Stock | 08/23/2018 | | F | | 140 | D | \$7.48 | 201,332 | D | |
| Common Stock | 08/23/2018 | | F | | 140 | D | \$7.48 | 201,192 | D | |
| Common Stock | 08/23/2018 | | F | | 140 | D | \$7.48 | 201,052 | D | |

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 |
| Restricted Stock Units | \$0.0 | 08/23/2018 | | M | | 600 | | (2) | (2) | Common Stock | 600 | \$0 | 8,400 | D | |
| Restricted Stock Units | \$0.0 | 08/23/2018 | | M/K | | 600 | | (3) | (3) | Common Stock | 600 | \$0 | 7,800 | D | |
| Restricted Stock Units | \$0.0 | 08/23/2018 | | M | | 600 | | (4) | (4) | Common Stock | 600 | \$0 | 7,200 | D | |
| Restricted Stock Units | \$0.0 | 08/23/2018 | | M | | 600 | | (5) | (5) | Common Stock | 600 | \$0 | 6,600 | D | |

**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 |
| Restricted Stock Units | \$0.0 | 08/23/2018 | | M | | | 600 | (6) | (6) | Common Stock | 600 | \$0 | 6,000 | D | |

Explanation of Responses:

- On August 23, 2018, 600 of the reporting persons restricted stock units vested, 460 shares of Common Stock were delivered, and 140 shares of Common Stock were withheld by the Company to satisfy income tax withholding obligation.
- Restricted Stock Units granted on 08/22/2013 vest 20% each year for five years beginning on 08/23/2014. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.
- Restricted Stock Units granted on 09/04/2014 vest 20% each year for five years beginning on 08/23/2015. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.
- 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.
- Restricted Stock Units granted on 09/01/2016 vest 20% each year for five years beginning on 08/23/2017. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.
- Restricted Stock Units granted on 08/31/2017 vest 20% each year for five years beginning on 08/23/2018. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.

Remarks:

Matthew J. Kurtenbach 08/24/2018

** 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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