# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

1. Name and Addr	1 0	Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>DAKTRONICS INC /SD/</u> [ DAKT ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
				X Director 10% Owner					
				Officer (give title Other (specify					
(Last)	(First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year)	below) below)					
331 32ND AVENUE			02/26/2004						
PO BOX 5128				<u> </u>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)				X Form filed by One Reporting Person					
BROOKINGS	SD	57006		Form filed by More than One Reporting Person					
(City)	(State)	(Zip)							

#### 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. Transa Code ( 8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150. 4)	
Daktronics, Inc. Zero Par Value Common Stock	02/26/2004		М		36,000	A	\$2.59	48,000	D		
Daktronics, Inc. Zero Par Value Common Stock	02/26/2004		S	v	4,000	D	\$23.44	44,000	D		
Daktronics, Inc. Zero Par Value Common Stock	02/26/2004		S	v	1,000	D	\$23.36	43,000	D		
Daktronics, Inc. Zero Par Value Common Stock	02/26/2004		S	v	2,000	D	\$23.49	41,000	D		
Daktronics, Inc. Zero Par Value Common Stock	02/26/2004		S	v	1,000	D	\$23.5	40,000	D		
Daktronics, Inc. Zero Par Value Common Stock	02/26/2004		S	v	28,000	D	\$23.35	12,000	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. Transa Code ( 8)		of		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				
Daktronics, Inc. Non- Qualified Stock Option	\$2.59	02/26/2004		M <sup>(1)</sup>			36,000	08/19/1999 <sup>(1)</sup>	08/18/2005	Daktronics, Inc. Zero Par Value Common Stock	36,000	\$0	0.00	D	

Explanation of Responses:

1. 33.334% vested for the first year, 33.333% vested each year for the remaining two years - Remaining vesting schedule - 8/19/00-33.333%, 8/19/01-33.333%

## **Remarks:**

## By: /s/ William R. Retterath,

<u>POA</u>

02/27/2004 Date

\*\* Signature of Reporting Person

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.