SEC Form 4

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FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

l	OMB Number:	3235-0287
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l	hours per response:	0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

				01 50	cuon 30(n) oi the ir	vesune		npany Act of 1	1940				
1. Name and Addre		2. Issuer Name and Ticker or Trading Symbol <u>DAKTRONICS INC /SD/</u> [DAKT]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last) (First) (Middle) 201 DAKTRONICS DRIVE					3. Date of Earliest Transaction (Month/Day/Year) 10/16/2023						Officer (give title below) Exec Vic	Other below e President	(specify
(Street)					mendment, Date of	Origina	l Filed	(Month/Day/	rear)	6. Indiv Line) X	vidual or Joint/Group Form filed by One	•	
BROOKINGS SD 57006											Form filed by Mon Person	re than One Rep	orting
(City) (State) (Zip)					Rule 10b5-1(c) Transaction Indication								
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.								led to		
		Table I - No	n-Deriva	vative Securities Acquired, Disposed of, or Beneficially Owned									
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da					2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.				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	Price	Transaction(s)		(1150.4)	

		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	10/16/2023	М		5,472	A	\$7.83	138,053.964	D	
Common Stock	10/16/2023	S		5,472	D	\$9.3567	132,581.964	D	
Common Stock	10/16/2023	М		5,000	A	\$7.47	137,581.964	D	
Common Stock	10/16/2023	S		5,000	D	\$9.3567	132,581.964	D	
Common Stock	10/16/2023	М		7,500	Α	\$4.11	140,081.964	D	
Common Stock	10/16/2023	S		7,500	D	\$9.3567	132,581.964	D	
Common Stock	10/16/2023	М		2,500	Α	\$5.66	135,081.964	D	
Common Stock	10/16/2023	S		2,500	D	\$9.3567	132,581.964	D	
Common Stock	10/16/2023	М		1,250	A	\$3.02	133,831.964	D	
Common Stock	10/16/2023	S		1,250	D	\$9.3567	132,581.964	D	
Common Stock	10/16/2023	М		1,000	A	\$3.02	133,581.964	D	
Common Stock	10/16/2023	S		1,000	D	\$9.3567	132,581.964	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(e.g., puis, cans, 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) Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			ivative urities urities or bosed D) tr. 3, 4	6. Date Exer Expiration Di (Month/Day/)	ate	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				
Incentive Stock Option	\$7.83	10/16/2023		м			5,472	(1)	09/06/2028	Common Stock	5,472	\$9.3567	68,711	D	
Incentive Stock Options	\$7.47	10/16/2023		м			5,000	(2)	09/05/2029	Common Stock	5,000	\$9.3567	63,711	D	
Incentive Stock Options	\$4.11	10/16/2023		м			7,500	(3)	09/03/2030	Common Stock	7,500	\$9.3567	56,211	D	
Incentive Stock Options	\$5.66	10/16/2023		м			2,500	(4)	09/02/2031	Common Stock	2,500	\$9.3567	53,711	D	
Incentive Stock Options	\$3.02	10/16/2023		м			1,250	(5)	09/07/2032	Common Stock	1,250	\$9.3567	52,461	D	
Incentive Stock Options	\$3.02	10/16/2023		м			1,000	(5)	09/07/2032	Common Stock	1,000	\$9.3567	51,461	D	

Explanation of Responses:

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.

2. Incentive Stock Options 20% vested each year for a total of five years - vesting schedule 8/23/2020, 8/23/2021, 08/23/2022, 08/23/2024.

- 3. Incentive Stock Options 20% vested each year for a total of five years vesting schedule 8/23/2021, 8/23/2022, 08/23/2023, 08/23/2024, 08/23/2025.
- 4. Incentive Stock Options 20% vested each year for a total of five years vesting schedule 08/23/2022; 08/23/2023; 08/23/2024; 08/23/2025; 08/23/2026
- 5. Incentive Stock Options 20% vested each year for a total of five years vesting schedule 08/23/2023, 08/23/2024, 08/23/2025, 08/23/2026, 08/23/2027.

Remarks:

Bradley T. Wiemann

** Signature of Reporting Person

<u>10/18/2023</u> 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.

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.