FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, D.C. 20549 |  |
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| 3,                     |  |

| Washington, D.C. 20049                       | OMB APPROVAL |          |
|--|--------------|----------|
| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP | OMB Number:  | 3235-028 |

OMB Number: Estimated average burden 0.5 hours per response:

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

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

or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person DAKTRONICS INC /SD/ [ DAKT ] **MORGAN JAMES B** Director 10% Owner Officer (give title Other (specify below) below) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 12/28/2009 **CEO & President** 331 32ND AVENUE **POST OFFICE BOX 5128** 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) (Street) Form filed by One Reporting Person 57006 **BROOKINGS** SD Form filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature of **Execution Date** Transaction Securities Form: Direct Indirect if any Beneficial (Month/Day/Year) Code (Instr. 5) Beneficially (D) or Indirect (Month/Day/Year) 8) Owned Following Ownership (I) (Instr. 4) Reported (Instr. 4) (A) or (D) Transaction(s) Code ν Amoun Price (Instr. 3 and 4) Common Stock 12/28/2009 3,000(1) \$9.15 1,477,430 D S D By Daktronics, Common Stock 42,889.24(2) T Inc. 401(K) Plan Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 11. Nature Expiration Date (Month/Day/Year) Derivative Conversion **Execution Date** Transaction Amount of derivative Ownership of Indirect Security (Instr. 3) (Month/Day/Year) Securities Beneficial Derivative Securities or Exercise Code (Instr. Form: Security (Month/Day/Year) Direct (D) Price of 8) Securities Underlying (Instr. 5) Beneficially Ownership Acquired Owned Following or Indirect (I) (Instr. 4) (Instr. 4) (A) or Security (Instr. 3 Security Reported Transaction(s) and 4) of (D) (Instr. 3, 4 (Instr. 4) and 5) Amount Number

Exercisable

Date

#### **Explanation of Responses:**

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 31, 2009.

Code

(A) (D)

2. The information in this report is based on a plan statement dated as of November 13, 2009.

## Remarks:

12/30/2009 James B. Morgan

Title

Shares

\*\* 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.

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.