

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>GATZKE CARLA S</u>  (Last) (First) (Middle) <u>201 DAKTRONICS DRIVE</u>  (Street) <u>BROOKING SD 57006</u>  (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>Secretary and VP of Human Reso</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/01/2014</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/01/2014		F		108	D	\$11.74	428,932	D	
Common Stock	12/01/2014		M		400	A	\$0.0 <sup>(1)</sup>	429,332	D	
Common Stock	12/02/2014		F		77	D	\$12.1	429,255	D	
Common Stock	12/02/2014		M		284	A	\$0.0 <sup>(2)</sup>	429,539	D	
Common Stock								15,380	I	Child A
Common Stock								15,005	I	Child B
Common Stock								118,091.1983	I	by 401k
Common Stock								90,000	I	by Spouse

**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	12/01/2014		M		400		(3)	(3)	Common Stock	400	\$0.0	12,520	D	
Restricted Stock Units	\$0.0	12/02/2014		M		284		(4)	(4)	Common Stock	284	\$0.0	12,236	D	

**Explanation of Responses:**

- On December 1, 2014, 400 of the reporting person's Restricted Stock Units vest, 292 shares of Common Stock were delivered, and 108 shares of Common Stock were withheld by the Company to satisfy income tax withholding obligations.
- On December 2, 2014, 284 of the reporting person's Restricted Stock Units vest, 207 shares of Common Stock were delivered, and 77 shares of Common Stock were withheld by the Company to satisfy income tax withholding obligations.
- Restricted Stock Units granted on 12/1/2011 vest 20% each year for five years beginning on 12/1/2012. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.
- Restricted Stock Units granted on 12/2/2010 vest 20% each year for five years beginning on 12/2/2011. Vested shares will be delivered to the reporting person as soon as practicable after the date of vesting.

Carla S. Gatzke 12/03/2014

\*\* 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.