

DAKTRONICS INC /SD/
Form 4
June 01, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MORGAN JAMES B

2. Issuer Name and Ticker or Trading Symbol
DAKTRONICS INC /SD/ [DAKT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
331 32ND AVENUE, PO BOX 5128

3. Date of Earliest Transaction (Month/Day/Year)
05/31/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO & President

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

BROOKINGS, SD 57006

(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. 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	(D)	Price
Daktronics, Inc. Zero Par Value Common Stock	05/31/2006		S		4,000	D	\$ 46.67
Daktronics, Inc. Zero Par Value Common Stock	05/31/2006		S		1,500	D	\$ 47.57
Daktronics, Inc. Zero Par Value Common Stock	05/31/2006		S		200	D	\$ 47.58

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Par Value
Common
Stock

Daktronics,
Inc. Zero

Par Value 05/31/2006 S 2,300 D \$ 47.6 718,165 D
Common
Stock

Daktronics,
Inc. Zero

Par Value 05/31/2006 S 2,100 D \$ 46.8 716,065 D
Common
Stock

Daktronics,
Inc. Zero

Par Value 05/31/2006 S 300 D \$ 46.81 715,765 D
Common
Stock

Daktronics,
Inc. Zero

Par Value 05/31/2006 S 100 D \$ 46.82 715,665 D
Common
Stock

Daktronics,
Inc. Zero

Par Value 05/31/2006 S 691 D \$ 46.84 714,974 D
Common
Stock

Daktronics,
Inc. Zero

Par Value 05/31/2006 S 309 D \$ 46.85 714,665 D
Common
Stock

Daktronics,
Inc. Zero

Par Value 05/31/2006 S 500 D \$ 46.86 714,165 D
Common
Stock

Daktronics,
Inc. Zero

Par Value Common Stock 1,160 I By Child A

Daktronics,
Inc. Zero

Par Value 1,160 I By Child B

Common
Stock

Daktronics,
Inc. Zero
Par Value
Common
Stock

18,374.745
(1) I

By
Daktronics,
Inc. 401(K)
Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORGAN JAMES B 331 32ND AVENUE PO BOX 5128 BROOKINGS, SD 57006	X		CEO & President	

Signatures

By: /s/ James B. Morgan 06/01/2006

 **Signature of Reporting Person Date

Explanation of Responses:

* 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).

(1) The information in this report is based on a plan statement dated as of May 17, 2006.

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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