

DAKTRONICS INC /SD/  
Form 4  
September 21, 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**

(Last) (First) (Middle)

331 32ND AVENUE, PO BOX 5128

(Street)

BROOKINGS, SD 57006

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**09/20/2006**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

CEO & President

6. Individual or Joint/Group Filing(Check Applicable Line)

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 or Price		
Daktronics, Inc. Zero Par Value Common Stock	09/20/2006		M		64,000 A \$ 1.5313	1,490,890	D
Daktronics, Inc. Zero Par Value Common Stock	09/20/2006		M		32,000 A \$ 2.5625	1,522,890	D
Daktronics, Inc. Zero						2,320	I By Child A

Par Value  
Common  
Stock

Daktronics,  
Inc. Zero  
Par Value  
Common  
Stock

2,320

I

By Child B

Daktronics,  
Inc. Zero  
Par Value  
Common  
Stock

37,425.652  
(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 Security (Instr. 3 and 4)
Daktronics, Inc. Incentive Stock Option	\$ 1.5313	09/20/2006		M	64,000	11/19/1999 <sup>(2)</sup> 11/18/2008	Daktronics, Inc. Zero Par Value Common Stock
Daktronics, Inc. Incentive Stock Option	\$ 2.5625	09/20/2006		M	32,000	11/18/2000 <sup>(3)</sup> 11/17/2009	Daktronics, Inc. Zero Par Value Common Stock

## Reporting Owners

Reporting Owner Name / Address Relationships

Reporting Owners

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

09/21/2006

      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 September 15, 2006.

(2) 20% vested each year for a total of five years - Vesting schedule - 11/19/00-99%, 11/19/00-20%, 11/19/01-20%, 11/19/02-20%, 11/19/03-20%

(3) 20% vested each year for a total of five years - Vesting schedule - 11/18/00-20, 11/18/01-20%, 11/18/02-20%, 11/18/03-20%, 11/18/04-20%

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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