Edgar Filing: APOGEE ENTERPRISES, INC. - Form 4

| APOGEE E Form 4 July 16, 201 | NTERPRISES, I | NC. | | | | | | | | | | |
|---|---|--|---|-----------------------|--------------------------|------------------------------|------------------------------|---|--|--|--|--|
| FORM | ЛЛ | UNITED STATES SECURITIES AND EXCHANGE COMMISSION | | | | | | | | OMB APPROVAL OMB 3235-0287 | | |
| Check th if no lon subject t Section Form 4 o Form 5 obligatio may con See Instr 1(b). | er 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 20(b) of the Investment Company Act of 1940 | | | | | | | | | Number:January 31,Expires:2005Estimated averageburden hours perresponse0.5 | | |
| (Print or Type | Responses) | | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> Hays Sara L | | | | | | | - | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| (Last) (First) (Middle) 2131 WEST SHAKESPEARE AVENUE | | | 3. Date of Earliest Transaction (Month/Day/Year) 07/12/2013 | | | | | X Director Officer (give t below) | ector 10% Owner cer (give title Other (specify below) | | | |
| | (Street) | | | Filed(Month/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| CHICAGO | , IL 60647 | | | | | | | Person | | porting | | |
| (City) | (State) | (Zip) | Tab | le I - Non- | Derivative | Secu | rities Acqu | iired, Disposed of, | or Beneficial | ly Owned | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Executior any | n Date, if | Code (Instr. 8) | omr Dispos (Instr. 3, | sed of 4 and (A) or | 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) | | |
| Common Stock | 07/12/2013 | | | M | Amount 2,500 | (D) A | Price \$ 15.05 | 24,351 <u>(1)</u> | D | | | |
| Common Stock | 07/12/2013 | | | S | 2,500 | D | \$ 26.7704 (<u>2)</u> | 21,851 | D | | | |

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

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 control number.

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 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. Transactic Code (Instr. 8) | 5. Number on f 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. I Der Sec (In: |
|---|---|---|---|--|---|--|--------------------|---|--|----------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Director Option to Buy | \$ 15.05 | 07/12/2013 | | М | 2,500 | (3) | 06/28/2016 | Common Stock | 2,500 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|----------------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| Hays Sara L 2131 WEST SHAKESPEARE AVENUE CHICAGO, IL 60647 | Х | | | | | | |
| Signatures | | | | | | | |
| /s/ Patricia A. Beithon, Attorney-in-Fact fo Hays | r Sara L. 07/15/2013 | | | 13 | | | |
| **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) Includes restricted stock awards under the 2009 Non-Employee Director Stock Incentive Plan.
- The price reported is the weighted average purchase price for the transactions reported. The prices paid ranged from \$26.54 to \$26.97.(2) The Reporting Person will provide to the issuer, a security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares purchased at each price within the range.
- (3) Currently 100% exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.