

APOGEE ENTERPRISES INC

Form 4/A

May 04, 2009

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
HUFFER RUSSELL

2. Issuer Name **and** Ticker or Trading
Symbol
APOGEE ENTERPRISES INC
[APOG]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
7900 XERXES AVENUE
SOUTH, SUITE 1800

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/28/2009

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
Chairman of Board, CEO, Pres

MINNEAPOLIS, MN 55431-1159

4. If Amendment, Date Original
Filed(Month/Day/Year)
04/30/2009

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

(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. Transactionor 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	04/09/2009		G	V	4,000	D	\$ 0	347,923 ⁽⁶⁾	D
Common Stock	04/28/2009		A		9,859	A	\$ 0	357,782	D
Common Stock	04/28/2009		F		22,065	D	\$ 13.335	335,717	D
Common Stock	04/28/2009		A		49,619 ⁽¹⁾	A	\$ 0	385,336 ⁽²⁾	D
Common Stock								32,560	I
									By Spouse

Edgar Filing: APOGEE ENTERPRISES INC - Form 4/A

Common Stock	8,851 ⁽³⁾	I	401(k) Plan
-----------------	----------------------	---	----------------

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.

SEC 1474
(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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Performance Share Units	\$ 0 ⁽⁴⁾	04/28/2009		A	53,125	⁽⁵⁾ 05/02/2012	Common Stock 53,12

Reporting Owners

Reporting Owner Name / Address	Relationships
HUFFER RUSSELL 7900 XERXES AVENUE SOUTH SUITE 1800 MINNEAPOLIS, MN 55431-1159	Director 10% Owner Officer Other Chairman of Board, CEO, Pres

Signatures

/s/ Russell
Huffer

05/04/2009

 **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) Vest in three equal annual installments beginning on the first anniversary date of award.
- (2) Includes shares acquired under the ESPP as of 3/31/09, shares of restricted stock granted under the Partnership Plan, performance shares and shares distributed from the Partnership Plan that are now directly owned.

Edgar Filing: APOGEE ENTERPRISES INC - Form 4/A

- Represents the approximate number of shares of common stock for which the Reporting Person has the right to direct the vote under the
- (3) Apogee 401(k) Retirement Plan per the Trustee's 3/31/09 statement. Shares of common stock are not directly allocated to the Plan participants, but are instead held in a unitized fund consisting primarily of common stock and a small percentage of short-term investments. Participants acquire units in this fund.
 - (4) Settled 1-for-1.
- The actual number of performance shares the reporting person will receive at the end of the performance period will be based on
- (5) pre-determined corporate financial performance criteria. If the threshold level of performance is not met, no performance shares will be issued pursuant to the Performance Share Unit Agreement.
 - (6) This form has been amended to correct a mathematical error. The remainder of the form contains no changes and has been stated as originally filed.

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.