

DAKTRONICS INC /SD/
Form 10-Q/A
December 21, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 10-Q/A
(Amendment No. 1)

☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended October 27, 2018

or

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from ____ to ____.

Commission File Number: 0-23246

Daktronics, Inc.
(Exact Name of Registrant as Specified in its Charter)

South Dakota 46-0306862
(State or Other Jurisdiction of (I.R.S. Employer Identification No.)
Incorporation or Organization)

201 Daktronics Drive
Brookings, SD 57006
(Address of Principal Executive Offices) (Zip Code)

(605) 692-0200
(Registrant's Telephone Number, Including Area Code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☐ Accelerated filer ☒

Non-accelerated filer ☐ Smaller reporting company ☐
Emerging growth company ☐

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If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

The number of shares of the registrant's common stock outstanding as of November 21, 2018 was 44,860,543.

Explanatory Note

This Quarterly Report on Form 10-Q (Amendment No. 1) (“Amendment No. 1”) amends the Quarterly Report on Form 10-Q for the quarter ended October 27, 2018 (the “Second Quarter Form 10-Q”) of Daktronics, Inc. (the “Company”), which was filed with the Securities and Exchange Commission (the “SEC”) on November 26, 2018 (the “Original Filing”). The Company is filing this Amendment No. 1 for the sole purpose of filing the correct copy of the Company’s Amended and Restated Articles of Incorporation with the Second Quarter Form 10-Q. Effective on November 16, 2018, the Company amended its Articles of Incorporation by filing Articles of Amendment (the “Articles of Amendment”) with the Secretary of State of the State of South Dakota. The Company filed the Articles of Amendment as Exhibit 3.1 to its Current Report on Form 8-K filed with the SEC on November 16, 2018. However, instead of filing a complete copy of the Company’s Amended and Restated Articles of Incorporation as Exhibit 3.1 to the Second Quarter Form 10-Q, the Company inadvertently filed only the Articles of Amendment as Exhibit 3.1. This Amendment No. 1 files the Company’s Amended and Restated Articles as Exhibit 3.1 to the Second Quarter Form 10-Q.

Except as described above, this Amendment No. 1 does not amend any other information set forth in the Original Filing, and the Company has not updated disclosures included therein to reflect any events that may have occurred after November 26, 2018.

PART II. OTHER INFORMATION

Item 6. EXHIBITS

A list of exhibits required to be filed as part of this report is set forth in the Index of Exhibits, which immediately precedes such exhibits, and is incorporated herein by reference.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: December 21, 2018 /s/ Sheila M. Anderson
Daktronics, Inc.
Sheila M. Anderson
Chief Financial Officer
(Principal Financial Officer and
Principal Accounting Officer)

Index to Exhibits

3.1 Amended and Restated Articles of Incorporation of the Company (filed herewith).