APOGEE ENTERPRISES, INC.

Form 4

December 24, 2013

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * JOHNSON GARY ROBERT			2. Issuer Name and Ticker or Trading Symbol APOGEE ENTERPRISES, INC. [APOG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 4400 WEST 520	(3. Date of Earliest Transaction (Month/Day/Year) 12/23/2013	Director 10% Owner Step of title Other (specify below) Below) Treasurer & Vice President		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)		

MINNEAPOLIS, MN 55435

(State)

(Zip)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired	d. Disposed of, or Beneficially Owned	ı

		Table 1- Non-Derivative Securities Acquired, Disposed of, of Deficiencially 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	12/23/2013		M	3,996	A	\$ 14.1	50,329	D	
Common Stock	12/23/2013		D	2,370	D	\$ 36.4	47,959	D	
Common Stock	12/23/2013		M	3,605	A	\$ 15.77	51,564	D	
Common Stock	12/23/2013		D	2,248	D	\$ 36.4	49,316	D	
Common Stock	12/23/2013		M	3,169	A	\$ 24.19	52,485	D	

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Common Stock	12/23/2013	D	2,463	D	\$ 36.4	50,022	D	
Common Stock	12/23/2013	M	3,696	A	\$ 21.59	53,718	D	
Common Stock	12/23/2013	D	2,698	D	\$ 36.4	51,020 (1)	D	
Common Stock						2,104 (2)	I	401(k) Plan
Common Stock						500	I	IRA

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

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SEC 1474

(9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Rights	\$ 14.1	12/23/2013		M	3,996	(3)	04/13/2015	Common Stock	3,996
Stock Appreciation Rights	\$ 15.77	12/23/2013		M	3,605	(3)	04/25/2016	Common Stock	3,605
Stock Appreciation Rights	\$ 24.19	12/23/2013		M	3,169	(3)	05/01/2017	Common Stock	3,169
Stock Appreciation Rights	\$ 21.59	12/23/2013		M	3,696	(3)	04/29/2018	Common Stock	3,696

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

JOHNSON GARY ROBERT 4400 WEST 78TH STREET SUITE 520 MINNEAPOLIS, MN 55435

Treasurer &

Vice President

Signatures

/s/ Judith A. Stone, Attorney-in-Fact for Gary Robert Johnson

12/24/2013

**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 shares acquired under the ESPP as of 9/30/13 and shares of restricted stock granted under the Amended and Restated 2002 Omnibus Stock Incentive Plan and 2009 Stock Incentive Plan.
- Represents the approximate number of shares of common stock for which the Reporting Person has the right to direct the vote under the Apogee 401(k) Retirement Plan per the Trustee's 9/30/13 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.
- (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.

Reporting Owners 3