APOGEE ENTERPRISES, INC.

Form 5 April 04, 2016

## FORM 5

# 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.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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January 31,

**OMB** 

Number:

See Instruction
1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
Reported
Form 4 30(h) of the Investment Company Act of 1940

Transactions Reported

securities beneficially owned directly or indirectly.

| MARZEC ROBERT J Symbol                                |   |   | _   |   |   |                        | 5. Relationship of Reporting Person(s) to Issuer  |   |   |  |  |
|---|---|---|---|---|---|------------------------|---|---|---|--|--|
|   | [APOG                                   |   |   |   |   | (Check all applicable) |   |   |   |  |  |
| (Last)  | (First) (M                              | (Month/D  | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 02/27/2016 |   |   |                        | X Director<br>Officer (give<br>below)   | title10% Owner<br>Other (specify below) |   |  |  |
| 36 PARK LANE  |   |   |   |   |   |                        |   |   |   |  |  |
|   | (Street)                                | 4. If Ame   | 4. If Amendment, Date Original Filed(Month/Day/Year)                    |   |   |                        | 6. Individual or Joint/Group Reporting  |   |   |  |  |
|   |   | Filed(Mor   |   |   |   |                        | (check applicable line)   |   |   |  |  |
|   |   |   |   |   |   |                        | (CHC)   | ck applicable line                      | ,   |  |  |
| MINNEAPO  |   |   |   |   | _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person |                        |   |   |   |  |  |
| (City)  | (State)                                 | (Zip) Tabl  | e I - Non-Deri  | ivative Se  | curitie   | s Acqu                 | ired, Disposed o  | of, or Beneficial                       | lly Owned   |  |  |
| 1.Title of<br>Security<br>(Instr. 3)                  | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8)                                 | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or |   | <b>)</b> )             | Securities Form: Direct Beneficially (D) or Owned at end Indirect (I) of Issuer's (Instr. 4) Fiscal Year (Instr. 3 and 4) |   | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |  |  |
| Common<br>Stock                                       | 01/25/2016                              | Â   | G   | 500   | D   | \$0                    | 23,306 (1)  | D                                       | Â   |  |  |
| Common<br>Stock                                       | Â                                       | Â   | Â   | Â   | Â   | Â                      | 500   | I                                       | By Son  |  |  |
| Reminder: Report on a separate line for each class of |   |   | Persons who respond to the collection of information SI                 |   |   |                        |   | SEC 2270                                |   |  |  |

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(9-02)

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## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.          | 5.         | 6. Date Exerc    | cisable and | 7. Titl | le and   | 8. Price of |
|-------------|-------------|---------------------|--------------------|-------------|------------|------------------|-------------|---------|----------|-------------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transaction | Number     | Expiration D     | ate         | Amou    | ınt of   | Derivative  |
| Security    | or Exercise |                     | any                | Code        | of         | (Month/Day/      | Year)       | Under   | lying    | Security    |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)  | Derivative | e                |             | Secur   | ities    | (Instr. 5)  |
|             | Derivative  |                     |                    |             | Securities |                  |             | (Instr. | 3 and 4) |             |
|             | Security    |                     |                    |             | Acquired   |                  |             |         |          |             |
|             | •           |                     |                    |             | (A) or     |                  |             |         |          |             |
|             |             |                     |                    |             | Disposed   |                  |             |         |          |             |
|             |             |                     |                    |             | of (D)     |                  |             |         |          |             |
|             |             |                     |                    |             | (Instr. 3, |                  |             |         |          |             |
|             |             |                     |                    |             | 4, and 5)  |                  |             |         |          |             |
|             |             |                     |                    |             |            |                  |             |         | A 4      |             |
|             |             |                     |                    |             |            |                  |             |         | Amount   |             |
|             |             |                     |                    |             |            | Date             | Expiration  | m: .1   | or       |             |
|             |             |                     |                    |             |            | Exercisable Date | •           | Title   | Number   |             |
|             |             |                     |                    |             |            |                  |             | of      |          |             |
|             |             |                     |                    |             | (A) (D)    |                  |             |         | Shares   |             |

## **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
|                                | Director      | 10% Owner | Officer | Other |  |  |  |
| MADZEC DODEDT I                |               |           |         |       |  |  |  |

MARZEC ROBERT J 36 PARK LANE Â X Â Â MINNEAPOLIS, MNÂ 55416

## **Signatures**

/s/ Patricia A. Beithon, Attorney-in-Fact for Robert J.
Marzec 04/04/2016

\*\*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.

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