## Edgar Filing: CLAUER MICHAEL B - Form 4

| CLAUER M<br>Form 4   | IICHAEL B                               |   |  |              |   |                  |          |   |   |   |  |
|--|---|---|--|--------------|---|------------------|----------|---|---|---|--|
| April 26, 200  | 06                                      |   |  |              |   |                  |          |   |   |   |  |
| FORM   | 14                                      |   |  |              |   |                  |          |   |   | APPROVAL  |  |
| Washing  |   |   |  |              | ΓIES AND EXCHANGE COMMISSION<br>ington, D.C. 20549  |                  |          |   |   | 3235-0287   |  |
| Check th<br>if no long<br>subject to<br>Section 1<br>Form 4 o<br>Form 5  | ger <b>STATEN</b><br>16.<br>or          | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES |  |              |   |                  |          |   |   | Expires:January 3200Estimated averageburden hours perresponse0.   |  |
| Form 5<br>obligations<br>may continue.<br>See Instruction<br>1(b).<br>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>30(h) of the Investment Company Act of 1940 |   |   |  |              |   |                  |          |   |   |   |  |
| (Print or Type I   | Responses)                              |   |  |              |   |                  |          |   |   |   |  |
| 1. Name and Address of Reporting Person <sup>*</sup><br>CLAUER MICHAEL B<br>(Last) (First) (Middle)<br>7900 XERXES AVENUE<br>SOUTH, SUITE 1800   |   |   | <ol> <li>Issuer Name and Ticker or Trading<br/>Symbol</li> <li>APOGEE ENTERPRISES INC<br/>[APOG]</li> <li>Date of Earliest Transaction<br/>(Month/Day/Year)</li> <li>04/25/2006</li> </ol> |              |   |                  |          | 5. Relationship of Reporting Person(s) to<br>Issuer<br>(Check all applicable)                           |   |   |  |
|  |   |   |  |              |   |                  |          |   |   |   |  |
|  |   |   |  |              |   |                  |          | Director10% Owner<br>XOfficer (give titleOther (specify<br>below) below)<br>Executive Vice President    |   |   |  |
|  | (Street)                                | Street) 4. If Amend<br>Filed(Month                            |  |              | -   |                  |          | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person |   |   |  |
| MINNEAP  | OLIS, MN 55431                          | -1159   |  |              |   |                  |          | Form filed by Person  | More than One   | Reporting   |  |
| (City)   | (State)                                 | (Zip)   | Tab  | le I - Non-E | Derivative S  | Securi           | ities Ac | quired, Disposed  | of, or Benefici   | ially Owned   |  |
| 1.Title of<br>Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year) | Execution<br>any  | Execution Date, if   |              | 3.4. Securities AcquiredTransaction(A) or Disposed ofCode(D)(Instr. 8)(Instr. 3, 4 and 5) |                  |          | SecuritiesOBeneficiallyFOwned(IFollowingIr  | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
| G  |   |   |  | Code V       | Amount  | (A)<br>or<br>(D) | Price    | Reported<br>Transaction(s)<br>(Instr. 3 and 4)  | (Instr. 4)  |   |  |
| Common<br>Stock  | 04/25/2006                              |   |  | А            | 17,654<br>(2)   | А                | \$0      | 91,482 <u>(1)</u>   | D   |   |  |
| Common<br>Stock  |   |   |  |              |   |                  |          | 34,404  | I   | Partnership<br>Plan Trust   |  |

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transactic<br>Code<br>(Instr. 8) | 5. Number of<br>orDerivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amo<br>Underlying Secu<br>(Instr. 3 and 4) |                      |
|---|---|---|---|--|--|--|--------------------|---|----------------------|
|   |   |   |   | Code V                                 | (A) (D)  | Date Exercisable   | Expiration<br>Date | Title   | An<br>or<br>Nu<br>of |
| Stock<br>Appreciation<br>Rights                     | \$ 15.77  | 04/25/2006                              |   | А                                      | 23,962   | 04/25/2007 <u>(3)</u>  | 04/25/2016         | Common<br>Stock   | 2.                   |

## **Reporting Owners**

| <b>Reporting Owner Name / Address</b>  | Relationships |           |                                |       |  |  |  |
|--|---------------|-----------|--------------------------------|-------|--|--|--|
|  | Director      | 10% Owner | Officer                        | Other |  |  |  |
| CLAUER MICHAEL B<br>7900 XERXES AVENUE SOUTH<br>SUITE 1800<br>MINNEAPOLIS, MN 55431-1159 |               |           | Executive<br>Vice<br>President |       |  |  |  |
| Signatures   |               |           |                                |       |  |  |  |
| /s/ Patricia A. Beithon, Attorney-in-Fac   | t for Micha   | el B.     | 04/26/2006                     |       |  |  |  |

\*\*Signature of Reporting Person

## **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 2/28/06, shares of restricted stock granted under the Partnership Plan, performance shares and shares distributed from the Partnership Plan that are now directly owned.

Date

- (2) The actual number of performance shares the reporting person will retain at the end of the performance period will be based on pre-determined corporate financial performance criteria.
- (3) Vests 1/3 each year beginning one year from date of grant on this date.

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.