SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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	1. Name and Address <u>PORTER JAN</u>	1 0	*	2. Issuer Name and Ticker or Trading Symbol <u>APOGEE ENTERPRISES INC</u> [APOG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
	(Last) 7900 XERXES A SUITE 1800	(First) VENUE SOUTH	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/13/2005	X	Officer (give title below) Vice President/Stra	Other (specify below) tegy & Plan			
L	(Street) MINNEAPOLIS (City)	MN (State)	55431-1159 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	ridual or Joint/Group Filing Form filed by One Rep Form filed by More that Person	orting Person			

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. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	04/13/2005		A		4,970	A	\$12.5	25,893	D	
Common Stock	04/13/2005		A		7,826 ⁽²⁾	A	\$ <mark>0</mark>	33,719 ⁽¹⁾	D	
Common Stock								959 ⁽³⁾	I	401(k) Plan
Common Stock	04/13/2005		A		4,970	A	\$12.5	22,621	I	Partnership Plan

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

	(e.g., puis, cans, 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. Transa Code (8)		of E		6. Date Exerci Expiration Dat (Month/Day/Ye	te	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Rights	\$14.1	04/13/2005		A		5,101		04/13/2006 ⁽⁴⁾	04/13/2015	Common Stock	5,101	\$0	5,101	D	

Explanation of Responses:

1. Includes shares acquired under the ESPP as of 2/28/05, shares of restricted stock granted under the Partnership Plan, performance shares and shares distributed from the Partnership Plan that are now directly owned.

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. Shares acquired under the 401(k) retirement plan as of 2/28/05.

4. Vests 1/3 each year beginning one year from date of grant on this date.

/s/ James S. Porter

04/15/2005

Date

** Signature of Reporting Person

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

 \ast 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.