

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 of Reporting Person* <u>Davis Jerome L</u>			2. Issuer Name and Ticker or Trading Symbol <u>APOGEE ENTERPRISES, INC. [APOG]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>09/28/2012</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
6831 BAY HILL DRIVE			4. If Amendment, Date of Original Filed (Month/Day/Year) <u>10/02/2012</u>					
(Street) <u>LAKWOOD RANCH FL 34202</u>								
(City) (State) (Zip)								

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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/28/2012 ⁽⁷⁾		M		1,186 ⁽⁷⁾	A	\$15.05	22,022	D	
Common Stock	09/28/2012		S		1,186	D	\$20.0167 ⁽²⁾	20,836 ⁽¹⁾	D	
Common Stock	10/01/2012 ⁽⁷⁾		M		8,125 ⁽⁷⁾	A	\$15.05	28,961	D	
Common Stock	10/01/2012 ⁽⁸⁾		M		7,375	A	\$11.26	36,336	D	
Common Stock	10/01/2012		S		15,500	D	\$19.9543 ⁽⁹⁾⁽¹⁰⁾	20,836 ⁽¹¹⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, 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. Transaction 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 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				
Director Option (Right to Buy)	\$15.05	09/28/2012 ⁽⁷⁾		M			1,186 ⁽⁷⁾	(3)	06/28/2016	Common Stock	1,186	\$0	8,125	D	
Phantom Stock Units	\$0 ⁽⁵⁾	09/28/2012		A		763		(4)	(4)	Common Stock	763	\$19.65	30,932	D	
Phantom Stock Units	\$0 ⁽⁵⁾	09/28/2012		A ⁽⁶⁾		138		(4)	(4)	Common Stock	138	\$19.65	31,070	D	
Director Option (Right to Buy)	\$0	10/01/2012		M			8,125 ⁽⁷⁾	(3)	06/28/2016	Common Stock	8,125	\$0	0	D	
Director Option (Right to Buy)	\$0	10/01/2012 ⁽⁸⁾		M			7,375	(3)	06/22/2014	Common Stock	7,375	\$0	0	D	

Explanation of Responses:

- Includes restricted stock awards under the 2009 Non-Employee Director Stock Incentive Plan.
- The price reported is the weighted average sale price for the transactions reported. The prices received ranged from \$20.00 to \$20.02. The Reporting Person will provide to the issuer, a security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares sold at each price within the range.
- Currently 100% exercisable.
- The phantom stock units were allocated under the Deferred Compensation Plan for Non-Employee Directors. The units of phantom stock will be settled in shares of common stock following the director's termination from the Board in accordance with the election of the reporting person, or following the occurrence of other events specified in the Plan.
- Settled 1-for-1.
- Units acquired pursuant to a dividend equivalent reinvestment feature of the Deferred Compensation Plan for Non-Employee Directors.
- Earlier report incorrectly reflected entire exercise of options for 9,311 shares; amendment reflects split of option exercise amounts and dates as reported herein.
- Transaction date previously reported as 9/28/12.
- The price reported is the weighted average purchase price for the transactions reported. The prices paid ranged from \$19.95 to \$19.98. The Reporting Person will provide to the issuer, a security holder of the issuer, or the SEC staff, upon request, full information regarding the number of shares purchased at each price within the range.
- Amended to reflect late reporting of sale described herein.
- Reflects adjustment of shares directly held.

Remarks:

THIS FORM IS AMENDED TO REFLECT A CHANGE IN OPTION EXERCISE AS NOTED IN FOOTNOTE 7, A CHANGE OF TRANSACTION DATE AS NOTED IN FOOTNOTE 8 AND THE SUBSEQUENT 10/1/12 SALE. THE REMAINDER OF THE FORM IS RESTATED IN ITS ENTIRETY WITHOUT CHANGE.

/s/ Patricia A. Beithon,
Attorney-in-Fact for Jerome L. 10/18/2012
Davis

** Signature of Reporting Person Date

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

* 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.