### Edgar Filing: PORTER JAMES S - Form 4

Form 4 November 1												
FORM	ЛЛ									APPROVAL		
	UNITED	STATES		RITIES A ashington				COMMISSION	OMB Number:	3235-0287		
Check the	gor			C					Expires:	January 31		
if no lon subject t Section Form 4 o Form 5	o STATEN 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							Estimated burden ho	Estimated average burden hours per response 0.5		
obligatic may con <i>See</i> Instr 1(b).	ons Section 17(	(a) of the P	ublic U		lding Co	mpai	ny Act of	1935 or Sectio	on			
(Print or Type	Responses)											
			2. Issuer Name <b>and</b> Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer				
			APOG	EE ENTE 3]	ERPRIS	ES IN		(Chee	ck all applicat	ole)		
(N			3. Date of Earliest Transaction (Month/Day/Year) 11/13/2008					Director 10% Owner X Officer (give title Other (specify below) below) Chief Financial Officer				
MINNEAP	(Street) OLIS, MN 55431			endment, D onth/Day/Yea	-	nal		6. Individual or J Applicable Line) _X_ Form filed by 1 Form filed by 1 Person	One Reporting	Person		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivativ	e Secu	rities Acq	uired, Disposed o	of, or Benefici	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Day	Date, if	3. Transactio Code (Instr. 8) Code V	(Instr. 3,	ispose 4 and (A) or	d of (D)	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)		
Common Stock								73,291 <u>(1)</u>	D			
Common Stock								200	Ι	By Daughter		
Common Stock								150	Ι	By Son		
Common Stock								1,379 <u>(2)</u>	I	401(k) Plan		
Common Stock	11/13/2008			A <u>(3)</u>	128	А	\$ 7.9971	12,701	Ι	Partnership Plan Trust		

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

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Da	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable Date	Title Number				
									of		
				Code V	(A) (D)				Shares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
FB	Director	10% Owner	Officer	Other				
PORTER JAMES S 7900 XERXES AVENUE SOUTH SUITE 1800 MINNEAPOLIS, MN 55431-1159			Chief Financial Officer					
Signatures								
/s/ Patricia A. Beithon, Attorney-in- Porter	fact for Ja	imes S.	11/14/2008					
<u>**</u> Signature of Reporting Per	son		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).

Includes shares acquired under the ESPP as of 9/30/08, shares of restricted stock granted under the Partnership Plan, restricted stock
 (1) awards under the Omnibus Stock Incentive Plan, performance shares and shares distributed from the Partnership Plan that are now directly owned.

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 9/30/08 statement. Shares of common stock are not directly allocated to the Plan

(2) Apoget 401(k) Refinement run per the Huster's 35000 statement. Shares of common stock are not uncerty anotated to the Fuan 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.

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(3) Shares acquired pursuant to a dividend reinvestment feature of the Partnership Plan.

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.