| SEC Form 4 | |
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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). |
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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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| Estimated average burden | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | |

| 1. Name and Address of Report CLAUER MICHAEL | 8 | 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 Officer (give title Other (specify |
|----------------------------------------------------|---------------------|--------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (Last) (First) 7900 XERXES AVENUE SUITE 1800 | (Middle) SOUTH | 3. Date of Earliest Transaction (Month/Day/Year) 05/20/2004 | Executive Vice President |
| (Street) MINNEAPOLIS MN (City) (State) | 55431-1159 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) 05/21/2004 | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting 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) | Transaction Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | | Price | Transaction(s) (Instr. 3 and 4) | | (1150.4) | | | |
| Common Stock | | | | | | | | 33 , 364 ⁽¹⁾ | D | |
| Common Stock | 05/20/2004 | | A ⁽²⁾ | | 180 | A | \$9.7573 | 29,523 | Ι | Partnership Trust |

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. Transa Code (8) | | of Deriv Secu Acqu (A) or Dispo of (D) | Expiration Da (Month/Day/Ye courities cquired s) or (D) str. 3, 4 | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | ation Date Amount of | | Amount of Securities Derivative derivative Underlying Derivative Security Securities Derivative Instr. 5) Beneficially Security (Instr. 3) Owned Following | | 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 | | | | | |

Explanation of Responses:

1. Includes shares acquired under the ESPP as of 3/31/04, shares of restricted stock granted under the Partnership Plan, and shares distributed from the Partnership Plan that are now directly owned. 2. Shares acquired pursuant to a dividend reinvestment feature of the Partnership Plan.

Remarks:

This form is amended to exclude a transaction reported on a prior filing. The remainder of this amended form is restated as previously filed this date.

<u>/s/ Patricia A. Beithon,</u> <u>Attorney-in-Fact for Michael</u> 05/21/2004 B. Clauer

** 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.