

ASTRONICS CORP

Form 4

March 05, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BRADY ROBERT T

(Last) (First) (Middle)

286 GREENWOOD CT

(Street)

EAST AURORA, NY 14052

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
 Symbol
ASTRONICS CORP [ATRO]

3. Date of Earliest Transaction
 (Month/Day/Year)
03/03/2014

4. If Amendment, Date Original
 Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
 Applicable Line)
☒ 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)	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
\$.01 PV Com Stk					8,781	D	
\$.01 PV Cl B Stk					61,910	D	

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

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 information contained in this form are not
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SEC 1474
 (9-02)

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

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 3)
				Code	V	(A)	(D)	
Option	\$ 3.45					08/28/2005	02/28/2015	\$0.01 PV Com Stk 4,000
Option	\$ 3.45					08/28/2005	02/28/2015	\$0.01 PV Cl B Stk 3,590
Option	\$ 7.07					09/06/2006	03/06/2016	\$0.01 PV Com Stk 5,000
Option	\$ 7.07					09/06/2006	03/06/2016	\$0.01 PV Cl B Stk 4,487
Option	\$ 9.28					09/20/2007	03/20/2017	\$0.01 PV Com Stk 5,000
Option	\$ 9.28					09/20/2007	03/20/2017	\$0.01 PV Cl B Stk 4,487
Option	\$ 10.08					09/20/2008	03/20/2018	\$0.01 PV Com Stk 2,500
Option	\$ 10.08					09/20/2008	03/20/2018	\$0.01 PV Cl B Stk 2,244
Option	\$ 4.88					09/05/2009	03/05/2019	\$0.01 PV 4,000

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										Com Stk			
Option	\$ 4.88					09/05/2009	03/05/2019			\$.01 PV Cl B Stk	2,072		
Option	\$ 5.82					09/02/2010	03/02/2020			\$.01 PV Com Stk	5,000		
Option	\$ 5.82					09/02/2010	03/02/2020			\$.01 PV Cl B Stk	2,590		
Option	\$ 14.2					08/28/2011	02/28/2021			\$.01 PV Com Stk	2,500		
Option	\$ 14.2					08/28/2011	02/28/2021			\$.01 PV Cl B Stk	1,296		
Option	\$ 24.99					08/28/2012	02/28/2022			\$.01 PV Com Stk	3,000		
Option	\$ 24.99					08/28/2012	02/28/2022			\$.01 PV Cl B Stk	1,140		
Option	\$ 23.08					08/22/2013	02/22/2023			\$.01 Com Stk	3,000		
Option	\$ 23.08					08/22/2013	02/22/2023			\$.01 PV Cl B Stk	600		
Option	\$ 65.36	03/03/2014		<u>A⁽¹⁾</u>	2,000	09/03/2014	03/03/2024			\$.01 PV Com Stk	2,000	\$ 65.36	

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owners	

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Director 10% Owner Officer Other

BRADY ROBERT T
286 GREENWOOD CT X
EAST AURORA, NY 14052

Signatures

/s/David C. Burney as Power of Attorney for Robert T.
Brady

03/05/2014

—Signature of Reporting Person

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).
- (1) Granted pursuant to Company's 2005 Director Stock Option Plan.

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