

ASTRONICS CORP
Form 4
October 12, 2016

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)
10/11/2016

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					20,397	D	
\$.01 PV Cl B Stk	10/11/2016		J ⁽¹⁾		18,560	A	\$ 0 121,899

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

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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 Underlying Security (Instr. 3 and 4)
				Code	V	(A)	(D)	Title	Amount or Number of Shares
Option	\$ 5.84							\$0.01 PV Com Stk	5,000
Option	\$ 5.84	10/11/2016		<u>J</u> (1)		1,964		\$0.01 PV Cl B Stk	10,056
Option	\$ 6.35							\$0.01 PV Com Stk	2,500
Option	\$ 6.35	10/11/2016		<u>J</u> (1)		982		\$0.01 PV Cl B Stk	5,029
Option	\$ 3.07							\$0.01 PV Com Stk	4,000
Option	\$ 3.07	10/11/2016		<u>J</u> (1)		1,257		\$0.01 PV Cl B Stk	5,636
Option	\$ 3.67							\$0.01 PV Com Stk	5,000
Option	\$ 3.67	10/11/2016		<u>J</u> (1)		1,571		\$0.01 PV Cl B Stk	7,045
Option	\$ 8.95							\$0.01 PV Com	2,500

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									Stk	
Option	\$ 8.95	10/11/2016	<u>J</u> ⁽¹⁾	786	08/28/2011	02/28/2021	PV Cl B Stk	3,523	\$ 0	
Option	\$ 15.75				08/28/2012	02/28/2022	PV Com Stk	3,000		
Option	\$ 15.75	10/11/2016	<u>J</u> ⁽¹⁾	857	08/28/2012	02/28/2022	PV Cl B Stk	3,570	\$ 0	
Option	\$ 14.55				08/22/2013	02/22/2023	Com Stk	3,000		
Option	\$ 14.55	10/11/2016	<u>J</u> ⁽¹⁾	745	08/22/2013	02/22/2023	PV Cl B Stk	2,713	\$ 0	
Option	\$ 41.18				09/03/2014	03/03/2024	PV Com Stk	2,000		
Option	\$ 41.18	10/11/2016	<u>J</u> ⁽¹⁾	414	09/03/2014	03/03/2024	PV Cl B Stk	1,174	\$ 0	
Option	\$ 52.76				09/10/2015	03/10/2025	PV Com Stk	3,000		
Option	\$ 52.76	10/11/2016	<u>J</u> ⁽¹⁾	518	09/10/2015	03/10/2025	PV Cl B Stk	968	\$ 0	
Option	\$ 26.37				08/26/2016	02/26/2026	PV Com Stk	4,000		
Option	\$ 26.37	10/11/2016	<u>J</u> ⁽¹⁾	600	08/26/2016	02/26/2026	PV Cl B Stk	600	\$ 0	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRADY ROBERT T 286 GREENWOOD CT EAST AURORA, NY 14052		X		

Signatures

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

10/12/2016

__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) Shares issued pursuant to a three-for-twenty distribution of Class B Stock to holders of both Common and Class B Stock on the record date of October 11, 2016.

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.