

GUNDERMANN PETER J  
Form 4  
December 14, 2005

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
GUNDERMANN PETER J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
130 COMMERCE WAY  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/13/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President/CEO

EAST AURORA, NY 14052

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
\$.01 PV Common Stock					120,111	D	
\$.01 PV Class B Stock					50,450	D	
\$.01 PV Common Stock					6,114	I	By Spouse. (1)
\$.01 PV Class B Stock					3,064	I	By Spouse. (1)

Edgar Filing: GUNDERMANN PETER J - Form 4

Stock

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

**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 control number.**

SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Price or Value of Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options	\$ 9.83	12/13/2005		A	25,000	12/13/2006	12/13/2016	\$.01 PV Com Stk	25,000
Option	\$ 6.146					01/18/2001	01/18/2010	\$.01 PV Com Stk	11,183
Option	\$ 6.146					01/18/2001	01/18/2010	\$.01 PV Cl B Stk	4,193
Option	\$ 12.266					04/26/2002	04/26/2011	\$.01 PV Com Stk	10,313
Option	\$ 12.266					04/26/2002	04/26/2011	\$.01 PV Cl B Stk	2,578
Option	\$ 10.221					01/25/2003	01/25/2012	\$.01 PV Com Stk	11,555
Option	\$ 5.328					01/24/2004	01/24/2013	\$.01 PV Com Stk	33,547

