

BOUSHIE RAYMOND W  
 Form 4  
 February 29, 2012

**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 \*  
 BOUSHIE RAYMOND W

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)  
 124 LAUREL LANE  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/28/2012

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

PONTE VEDRA BEACH, FL 32082  
 (City) (State) (Zip)

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

**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)
\$.01 PV Com Stk				(A) or (D) Price	5,000	D	
\$.01 PV CLASS B STOCK				(A) or (D) Price	2,975	D	

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

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SEC 1474 (9-02)

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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 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. P... Der... Sec... (Ins...	
				Code	V	(A)	(D)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option	\$ 12.8					09/20/2007	03/20/2017	\$.01 PV Com Stk	5,000
Option	\$ 12.8					09/20/2007	03/20/2017	\$.01 PV CL B STK	1,875
Option	\$ 13.9					09/20/2008	03/20/2018	\$.01 PV Com Stk	2,500
Option	\$ 13.9					09/20/2008	03/20/2018	\$.01 PV CL B STK	937
Option	\$ 6.73					09/05/2009	03/05/2019	\$.01 PV Com Stk	4,000
Option	\$ 6.73					09/05/2009	03/05/2019	\$.01PV CL B Stk	400
Option	\$ 8.03					09/02/2010	03/02/2020	\$.01 PV Com Stk	5,000
Option	\$ 8.03					09/20/2010	03/02/2020	\$.01 PV CL B Stk	500
Option	\$ 19.6					08/28/2011	02/28/2021	\$.01 PV Com Stk	2,500
Option	\$ 19.6					08/28/2011	02/28/2021	\$.01 PV CL B Stk	250
	\$ 34.49	02/28/2012		A	3,000	08/28/2012	02/28/2022		3,000

Option  
(1)

\$.01 PV  
Com  
Stk

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOUSHIE RAYMOND W 124 LAUREL LANE PONTE VEDRA BEACH, FL 32082		X		

## Signatures

/s/David C. Burney as Power of Attorney for Raymond W.  
Boushie

02/29/2012

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 the Company's 2005 Directors 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. 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.