

ASTRONICS CORP
Form 4
March 12, 2015

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)
03/10/2015

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
\$.01 PV Com Stk					12,781	D	
\$.01 PV Cl B Stk					81,156	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)

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 (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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option	\$ 5.89					09/06/2006	03/06/2016	PV Com Stk	5,000
Option	\$ 5.89					09/06/2006	03/06/2016	PV Cl B Stk	6,384
Option	\$ 7.73					09/20/2007	03/20/2017	PV Com Stk	5,000
Option	\$ 7.73					09/20/2007	03/20/2017	PV Cl B Stk	6,384
Option	\$ 8.39					09/20/2008	03/20/2018	PV Com Stk	2,500
Option	\$ 8.39					09/20/2008	03/20/2018	PV Cl B Stk	3,193
Option	\$ 4.06					09/05/2009	03/05/2019	PV Com Stk	4,000
Option	\$ 4.06					09/05/2009	03/05/2019	PV Cl B Stk	3,286
Option	\$ 4.85					09/02/2010	03/02/2020	PV	5,000

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Option	Exercise Price	Grant Date	Expiration Date	Stock Type	Quantity	Value
Option	\$ 4.85	09/02/2010	03/02/2020	Com Stk	4,108	
Option	\$ 11.84	08/28/2011	02/28/2021	PV Com Stk	2,500	
Option	\$ 11.84	08/28/2011	02/28/2021	PV Cl B Stk	2,054	
Option	\$ 20.83	08/28/2012	02/28/2022	PV Com Stk	3,000	
Option	\$ 20.83	08/28/2012	02/28/2022	PV Cl B Stk	1,968	
Option	\$ 19.24	08/22/2013	02/22/2023	Com Stk	3,000	
Option	\$ 19.24	08/22/2013	02/22/2023	PV Cl B Stk	1,320	
Option	\$ 54.47	09/03/2014	03/03/2024	PV Com Stk	2,000	
Option	\$ 54.47	09/03/2014	03/03/2024	PV Cl B Stk	400	
Option	\$ 69.78	03/10/2015	03/10/2026	PV Com Stk	3,000	\$ 0

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

03/12/2015

__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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