ASTRONICS CORP

Form 4

February 22, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

Expires:

January 31, 2005

0.5

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may continue.

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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

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **BRADY ROBERT T** Issuer Symbol ASTRONICS CORP [ATRO] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner _ Other (specify Officer (give title 286 GREENWOOD CT 02/21/2017 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting EAST AURORA, NY 14052 Person

(State)

(Zin)

(City)

(CI	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3	(Month/Day/Year)		3. Transaction Code (Instr. 8)	4. Securities Acquired fon(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)			
\$.01 P Com S	0212.112.017		M	5,000	A	\$ 5.84	29,397	D		
\$.01 P Com S	02/21/2017		M	2,582	D	\$ 34.06	26,815	D		
\$.01 P	0777171017		M	10,056	A	\$ 5.84	132,630	D		

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

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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. Pri Deriv Secur (Instr	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option	\$ 5.84	02/21/2017		M		5,000	09/20/2007	03/20/2017	\$.01 PV Com Stk	5,000	\$ 5
Option	\$ 5.84	02/21/2017		M		10,056	09/20/2007	03/20/2017	\$.01 PV Cl B Stk	10,056	\$ 5
Option	\$ 6.35						09/20/2008	03/20/2018	\$.01 PV Com Stk	2,500	
Option	\$ 6.35						09/20/2008	03/20/2018	\$.01 PV Cl B Stk	5,029	
Option	\$ 3.07						09/05/2009	03/05/2019	\$.01 PV Com Stk	4,000	
Option	\$ 3.07						09/05/2009	03/05/2019	\$.01 PV Cl B Stk	5,636	
Option	\$ 3.67						09/02/2010	03/02/2020	\$.01 PV Com Stk	5,000	
Option	\$ 3.67						09/02/2010	03/02/2020	\$.01 PV Cl B Stk	7,045	
Option	\$ 8.95						08/28/2011	02/28/2021		2,500	

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				\$.01 PV Com Stk	
Option	\$ 8.95	08/28/2011	02/28/2021	\$.01 PV Cl B Stk	3,523
Option	\$ 15.75	08/28/2012	02/28/2022	\$.01 PV Com Stk	3,000
Option	\$ 15.75	08/28/2012	02/28/2022	\$.01 PV Cl B Stk	3,570
Option	\$ 14.55	08/22/2013	02/22/2023	\$.01 Com Stk	3,000
Option	\$ 14.55	08/22/2013	02/22/2023	\$.01 PV Cl B Stk	2,713
Option	\$ 41.18	09/03/2014	03/03/2024	\$.01 PV Com Stk	2,000
Option	\$ 41.18	09/03/2014	03/03/2024	\$.01 PV Cl B Stk	1,174
Option	\$ 52.76	09/10/2015	03/10/2025	\$.01 PV Com Stk	3,000
Option	\$ 52.76	09/10/2015	03/10/2025	\$.01 PV Cl B Stk	968
Option	\$ 26.37	08/26/2016	02/26/2026	\$.01 PV Com Stk	4,000
Option	\$ 26.37	08/26/2016	02/26/2026	\$.01 PV	600

Cl B Stk

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

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

Signatures

/s/Julie Davis as Power of Attorney for Robert T.
Brady
02/22/2017

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

Reporting Owners 4

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).