

ASTRONICS CORP

Form 4

August 06, 2014

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BURNEY DAVID C

(Last) (First) (Middle)

130 COMMERCE WAY

(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)
08/06/2014

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP-FINANCE, CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 COMMON STOCK	08/06/2014		S	4,000	D \$ 58.08	31,648	D
\$.01 PV CLASS B STOCK						43,082	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. Price of Derivative Security (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
OPTION	\$ 3.43					02/18/2006	02/18/2015	\$.01 PV COM STK	8,750	
OPTION	\$ 3.43					02/18/2006	02/18/2015	\$.01 PV Cl B Stk	7,853	
OPTION	\$ 5.18					12/13/2006	12/13/2015	\$.01 PV COM STK	6,900	
OPTION	\$ 5.18					12/13/2006	12/13/2015	\$.01 PV Cl B Stk	6,192	
OPTION	\$ 9.15					12/12/2007	12/12/2016	\$.01 PV COM STK	4,610	
OPTION	\$ 9.15					12/12/2007	12/12/2016	\$.01 PV Cl B Stk	4,138	
OPTION	\$ 20.98					12/19/2008	12/19/2017	\$.01 PV COM STK	2,210	
OPTION	\$ 20.98					12/19/2008	12/19/2017	\$.01 PV Cl B Stk	1,984	
OPTION	\$ 5.19					12/09/2009	12/09/2018	\$.01 PV COM	12,690	

				STK	
				\$.01	
OPTION	\$ 5.19	12/09/2009	12/09/2018	PV	6,574
				CL B	
				STK	
				\$.01	
OPTION	\$ 5.18	12/03/2010	12/03/2019	PV	12,710
				COM	
				STK	
				\$.01	
OPTION	\$ 5.18	12/03/2010	12/03/2019	PV	6,584
				CL B	
				STK	
				\$.01	
OPTION	\$ 14.01	12/02/2011	12/02/2020	PV	5,000
				COM	
				STK	
				\$.01	
OPTION	\$ 14.01	12/02/2011	12/02/2020	PV	2,590
				CL B	
				STK	
				\$.01	
OPTION	\$ 24.81	12/01/2012	12/01/2021	PV	3,600
				COM	
				STK	
				\$.01	
OPTION	\$ 24.81	12/01/2012	12/01/2021	PV	1,368
				CL B	
				STK	
				\$.01	
OPTION	\$ 16.79	11/29/2013	11/29/2022	PV	6,400
				COM	
				STK	
				\$.01	
OPTION	\$ 16.79	11/29/2013	11/29/2022	PV	1,280
				CL B	
				STK	
				\$.01	
OPTION	\$ 51.93	12/11/2014	12/11/2023	PV	2,600
				COM	
				STK	

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owners	

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Director 10% Owner Officer Other

BURNEY DAVID C
130 COMMERCE WAY
EAST AURORA, NY 14052

VP-FINANCE,
CFO

Signatures

/S/DAVID C.
BURNEY

08/06/2014

__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).

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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