ASTRONICS CORP

Form 4

December 07, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue.

See Instruction

1(b).

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**

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading Symbol

ASTRONICS CORP [ATRO]

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(City)

(Middle)

(Zip)

(Check all applicable)

130 COMMERCE WAY

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

12/03/2015

_X__ Director 10% Owner X_ Officer (give title Other (specify

below) PRESIDENT/CEO

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

EAST AURORA, NY 14052

(City)	(State) (Z	ip) Table l	- Non-Der	rivative Sec	curities Acqu	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3,	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
			Code V	Amount	or (D) Price	(Instr. 3 and 4)		

\$.01 PV

COMMON 44,152 D

STOCK

\$.01 PV

CLASS B 404,356 D

STOCK

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. Transactio Code (Instr. 8)	5. Numb or Derivativ Securitie Acquired or Dispo (D) (Instr. 3, and 5)	ve s l (A) sed of	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 1 9
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
OPTION	\$ 3.75						12/13/2006	12/13/2015	\$.01 PV COM STK	13,484	
OPTION	\$ 3.75						12/13/2006	12/13/2015	\$.01 PV CL B STK	30,049	
OPTION	\$ 6.63						12/12/2007	12/12/2016	\$.01 PV COM STK	9,788	
OPTION	\$ 6.63						12/12/2007	12/12/2016	\$.01 PV CL B STK	19,178	
OPTION	\$ 15.2						12/19/2008	12/19/2017	\$.01 PV COM STK	4,968	
OPTION	\$ 15.2						12/19/2008	12/19/2017	\$.01 PV CL B STK	10,162	
OPTION	\$ 3.76						12/09/2009	12/09/2018	\$.01 PV COM STK	35,451	
OPTION	\$ 3.76						12/09/2009	12/09/2018	\$.01 PV CL B STK	40,235	
OPTION	\$ 3.76						12/03/2010	12/03/2019		37,480	

8. I Des Sec (Ins

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				\$.01 PV COM STK	
OPTION	\$ 3.76	12/03/2010	12/03/2019	\$.01 PV CL B STK	41,035
OPTION	\$ 10.15	12/02/2011	12/02/2020	\$.01 PV COM STK	14,700
OPTION	\$ 10.15	12/02/2011	12/02/2020	\$.01 PV CL B STK	16,095
OPTION	\$ 17.98	12/01/2012	12/01/2021	\$.01 PV COM STK	10,700
OPTION	\$ 17.98	12/01/2012	12/01/2021	\$.01 PV CL B STK	9,677
OPTION	\$ 12.17	11/29/2013	11/29/2022	\$.01 PV COM STK	18,700
OPTION	\$ 12.17	11/29/2013	11/29/2022	\$.01 PV CL B STK	12,267
OPTION	\$ 37.63	12/11/2014	12/11/2023	\$.01 PV COM STK	8,300
OPTION	\$ 37.63	12/11/2014	12/11/2023	\$.01 PV CL B STK	3,154
OPTION	\$ 40.77	12/11/2015	12/11/2024	\$.01 PV COM STK	10,100
OPTION	\$ 40.77	12/11/2015	12/11/2024		1,515

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Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting owner runner runners	Director	10% Owner	Officer	Other			
GUNDERMANN PETER J 130 COMMERCE WAY EAST AURORA, NY 14052	X		PRESIDENT/CEO				

Signatures

/S/DAVID C. BURNEY, AS POWER OF ATTORNEY FOR PETER J. GUNDERMANN

12/07/2015

**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 the Company's 2011 Key Employee 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.

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