

ASTRO MED INC /NEW/

Form 4

November 24, 2015

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Ondis April

2. Issuer Name **and** Ticker or Trading
Symbol
ASTRO MED INC /NEW/ [ALOT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
600 EAST GREENWICH AVENUE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/22/2015

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

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

WEST WARWICK, RI 02893

(City) (State) (Zip)

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)
Common Stock				(A) or (D)	125,270	D ⁽¹⁾	Held by the Estate of Albert W. Ondis of which April Ondis is a co-executor ⁽²⁾
Common Stock					882,305	I	
Common Stock					3,858	I	Held under the issuer's

								Employee Stock Ownership Plan for the account of Albert W. Ondis ⁽³⁾
								Held under the issuer's Employee Stock Ownership Plan for the account of April Ondis ⁽⁴⁾
Common Stock					670		I	
Common Stock	11/22/2015		A	736	A	\$ 0	736	D ⁽¹⁾ ⁽⁵⁾

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

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(9-02)

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. D S (I)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options	\$ 13.31	11/22/2015		A	5,000	11/22/2015	11/22/2025	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Ondis April
600 EAST GREENWICH AVENUE X X
WEST WARWICK, RI 02893

Signatures

Margaret D. Farrell (Attorney-in-fact for April
Ondis)

11/24/2015

__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) These shares are owned directly by April Ondis.
- (2) These shares are owned directly by the Estate of Albert W. Ondis and indirectly by Albert W. Ondis, III, Alexis Ondis and April Ondis, as co-executors of the Estate of Albert W. Ondis.
- (3) These shares are owned indirectly by the Estate of Albert W. Ondis and each of Albert W. Ondis, III, Alexis Ondis and April Ondis, as co-executors of the Estate of Albert W. Ondis.
- (4) These shares are owned indirectly by April Ondis.
- (5) Restricted stock award made to the reporting person which vests on the earlier of (i) the date that is immediately prior to the occurrence of the 2016 annual meeting of the shareholders or special meeting in lieu thereof and (ii) the one year anniversary of the grant date.
- (6) This option becomes exercisable immediately prior to the occurrence of the issuer's 2016 annual meeting of shareholders.

Remarks:

April Ondis is a co-executor of the Estate of Albert W. Ondis which owns greater than 10% of the outstanding stock of the issuer.

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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