

ASTRONICS CORP

Form 4

December 19, 2016

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
PEABODY MARK

(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)
12/16/2016

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 Astronics Advanced Electron

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
\$.01 PV Common Stock	12/16/2016		S		1,000	D	\$ 37.02
\$.01 PV Class B Stock							27,368
							103,867

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
number.**

SEC 1474
(9-02)

Edgar Filing: ASTRONICS CORP - Form 4

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	\$ 13.22							12/19/2008	12/19/2017	\$.01 PV Com Stk	2,640
Option	\$ 13.22							12/19/2008	12/19/2017	\$.01 PV Cl B Stk	5,310
Option	\$ 3.27							12/09/2009	12/09/2018	\$.01 PV Com Stk	16,880
Option	\$ 3.27							12/09/2009	12/09/2018	\$.01 PV Cl B Stk	23,785
Option	\$ 3.27							12/03/2010	12/03/2019	\$.01 PV Com Stk	16,840
Option	\$ 3.27							12/03/2010	12/03/2019	\$.01 PV Cl B Stk	23,729
Option	\$ 8.82							12/02/2011	12/02/2020	\$.01 PV Com Stk	6,500
Option	\$ 8.82							12/02/2011	12/02/2020	\$.01 PV Cl B	9,159

Edgar Filing: ASTRONICS CORP - Form 4

				Stk	
				\$.01	
Option	\$ 15.63	12/01/2012	12/01/2021	PV Com Stk	4,300
				\$.01	
Option	\$ 15.63	12/01/2012	12/01/2021	PV Cl B Stk	5,117
				\$.01	
Option	\$ 10.58	11/29/2013	11/29/2022	PV Com Stk	7,400
				\$.01	
Option	\$ 10.58	11/29/2013	11/29/2022	PV Cl B Stk	6,692
				\$.01	
Option	\$ 32.72	12/11/2014	12/11/2023	PV Com Stk	2,990
				\$.01	
Option	\$ 32.72	12/11/2014	12/11/2023	PV Cl B Stk	1,755
				\$.01	
Option	\$ 35.46	12/11/2015	12/11/2024	PV Com Stk	3,470
				\$.01	
Option	\$ 35.46	12/11/2015	12/11/2024	PV Cl B Stk	1,119
				\$.01	
Option	\$ 31.88	12/03/2016	12/03/2025	PV Com Stk	4,500
				\$.01	
Option	\$ 31.88	12/03/2016	12/03/2025	PV Cl B Stk	675
				\$.01	
Option	\$ 36.52	12/14/2017	12/14/2026	PV Com Stk	4,820

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PEABODY MARK 130 COMMERCE WAY EAST AURORA, NY 14052			VP Astronics Advanced Electron	

Signatures

/s/Julie Davis, as Power of Attorney for Mark
Peabody

12/19/2016

____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.

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.