

ASTRONICS CORP  
Form 4  
March 04, 2014

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BOUSHIE RAYMOND W

(Last) (First) (Middle)  
124 LAUREL LANE  
(Street)

PONTE VEDRA BEACH, FL 32082

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ASTRONICS CORP [ATRO]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/28/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)	
				(A) or (D)	Price			
			Code	V	Amount			
\$.01 PV Com Stk	02/28/2014		M		2,031	D	\$ 66.9 1,774	D
\$.01 PV Com Stk	02/28/2014		M		5,000	A	\$ 9.28 6,774	D
\$.01 PV Com Stk	02/28/2014		M		2,500	A	\$ 10.08 9,274	D
\$.01 PV Com Stk	02/28/2014		J <sup>(1)</sup>		6,731	A	\$ 0 16,005	D
\$.01 PV Class B Stk	02/28/2014		M		4,487	A	\$ 9.28 4,487	D

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\$ .01 PV								
Class B	02/28/2014		M	2,244	A	\$ 10.08	6,731	D
Stk								
\$ .01 PV								
Class B	02/28/2014		J <sup>(1)</sup>	6,731	D	\$ 0	0	D
Stk								

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. P. Der. Sec. (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Option	\$ 9.28	02/28/2014		M	5,000	09/20/2007 03/20/2017	\$.01 PV Com Stk	5,000
Option	\$ 9.28	02/28/2014		M	4,487	09/20/2007 03/20/2017	\$.01 PV CL B STK	4,487
Option	\$ 10.08	02/28/2014		M	2,500	09/20/2008 03/20/2018	\$.01 PV Com Stk	2,500
Option	\$ 10.08	02/28/2014		M	2,244	09/20/2008 03/20/2018	\$.01 PV CL B STK	2,244
Option	\$ 4.88					09/05/2009 03/05/2019	\$.01 PV Com Stk	4,000
Option	\$ 4.88					09/05/2009 03/05/2019	\$.01PV CL B Stk	2,072

Option	\$ 5.82	09/02/2010	03/02/2020	\$.01 PV Com Stk	5,000
Option	\$ 5.82	09/20/2010	03/02/2020	\$.01 PV CL B Stk	2,590
Option	\$ 14.2	08/28/2011	02/28/2021	\$.01 PV Com Stk	2,500
Option	\$ 14.2	08/28/2011	02/28/2021	\$.01 PV CL B Stk	1,296
Option	\$ 24.99	08/28/2012	02/28/2022	\$.01 PV Com Stk	3,000
Option	\$ 24.99	08/28/2012	02/28/2022	\$.01 PV CL B Stk	1,140
Option	\$ 23.08	08/22/2013	02/22/2023	\$.01 PV Com Stk	3,000
Option	\$ 23.08	08/22/2013	02/22/2023	\$.01 PV CL B Stk	600

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOUSHIE RAYMOND W 124 LAUREL LANE PONTE VEDRA BEACH, FL 32082	X			

## Signatures

/s/David C. Burney as Power of Attorney for Raymond W.  
Boushie

03/04/2014

\_\_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).

(1) Conversion of Class B stock to Common Stock.

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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