

ASTRONICS CORP

Form 4

October 03, 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
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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)
09/30/2016

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) below)

VP-FINANCE, CFO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
\$.01 PV COMMON STOCK	09/30/2016		A ⁽¹⁾		641	A \$ 28.82	26,855	D	
\$.01 PV CLASS B STOCK	09/30/2016		A ⁽¹⁾		97	A \$ 28.82	93,703	D	

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

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required to respond unless the form
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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 o Derivativ Security (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
OPTION	\$ 15.2					12/19/2008	12/19/2017	\$.01 PV COM STK	2,210	
OPTION	\$ 15.2					12/19/2008	12/19/2017	\$.01 PV CL B Stk	3,577	
OPTION	\$ 3.76					12/09/2009	12/09/2018	\$.01 PV COM STK	12,690	
OPTION	\$ 3.76					12/09/2009	12/09/2018	\$.01 PV CL B STK	13,893	
OPTION	\$ 3.76					12/03/2010	12/03/2019	\$.01 PV COM STK	12,710	
OPTION	\$ 3.76					12/03/2010	12/03/2019	\$.01 PV CL B STK	13,916	
OPTION	\$ 10.15					12/02/2011	12/02/2020	\$.01 PV COM STK	5,000	
OPTION	\$ 10.15					12/02/2011	12/02/2020	\$.01 PV CL B STK	5,474	

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OPTION	\$ 17.98	12/01/2012	12/01/2021	\$.01 PV COM STK	3,600
OPTION	\$ 17.98	12/01/2012	12/01/2021	\$.01 PV CL B STK	3,256
OPTION	\$ 12.17	11/29/2013	11/29/2022	\$.01 PV COM STK	6,400
OPTION	\$ 12.17	11/29/2013	11/29/2022	\$.01 PV CL B STK	4,198
OPTION	\$ 37.63	12/11/2014	12/11/2023	\$.01 PV COM STK	2,600
Option	\$ 37.63	12/11/2014	12/11/2023	\$.01 PV CL B STK	988
OPTION	\$ 40.77	12/11/2015	12/11/2024	\$.01 PV COM STK	3,150
Option	\$ 40.77	12/11/2015	12/11/2024	\$.01 PV CL B STK	473
Option	\$ 36.66	12/03/2016	12/03/2025	\$.01 PV COM STK	4,100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BURNEY DAVID C 130 COMMERCE WAY EAST AURORA, NY 14052			VP-FINANCE, CFO	

Signatures

/S/DAVID C.
BURNEY

10/03/2016

__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).

(1) ACQUIRED SHARES VIA EXERCISE OF SUBSCRIPTION AGREEMENT UNDER EMPLOYEE STOCK PURCHASE PLAN

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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