

GUNDERMANN PETER J
Form 4
August 18, 2011

FORM 4

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

OMB APPROVAL

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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 *
GUNDERMANN PETER J

(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)
08/16/2011

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)

PRESIDENT/CEO

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)
			Code	V	Amount	(D)	Price
\$.01 PV COMMON STOCK					30,623	D	
\$.01 PV CLASS B STOCK ⁽¹⁾	08/16/2011		J	14,324	A \$ 0	126,948	D

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)

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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 or Value of Underlying Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
<u>OPTION (2)</u>	\$ 7.43	08/16/2011		J		0		01/25/2003	01/25/2012	\$.01 PV COM STK	7,222	\$ 7
<u>OPTION (2)</u>	\$ 7.43	08/16/2011		J		722		01/25/2003	01/25/2012	\$.01 PV CL B STK	722	\$ 7
<u>OPTION (2)</u>	\$ 3.87	08/16/2011		J		0		01/24/2004	01/24/2013	\$.01 PV COM STK	33,547	\$ 3
<u>OPTION (2)</u>	\$ 3.87	08/16/2011		J		4,193		01/24/2004	01/24/2013	\$.01 PV CL B STK	12,579	\$ 3
<u>OPTION (2)</u>	\$ 3.99	08/16/2011		J		0		02/19/2005	02/19/2014	\$.01 PV COM STK	40,800	\$ 3
<u>OPTION (2)</u>	\$ 3.99	08/16/2011		J		5,100		02/19/2005	02/19/2014	\$.01 PV CL B STK	15,300	\$ 3
<u>OPTION (2)</u>	\$ 3.7	08/16/2011		J		0		12/14/2005	12/14/2014	\$.01 PV COM STK	44,000	\$
<u>OPTION (2)</u>	\$ 3.7	08/16/2011		J		5,500		12/14/2005	12/14/2014	\$.01 PV CL B STK	16,500	\$

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<u>OPTION</u> (2)	\$ 4.73	08/16/2011	J	0	02/18/2006	02/18/2015	\$.01 PV COM STK	20,000	\$ 4
<u>OPTION</u> (2)	\$ 4.73	08/16/2011	J	2,500	02/18/2006	02/18/2015	\$.01 PV CL B STK	7,500	\$ 4
<u>OPTION</u> (2)	\$ 7.15	08/16/2011	J	0	12/13/2006	12/13/2015	\$.01 PV COM STK	25,000	\$ 7
<u>OPTION</u> (2)	\$ 7.15	08/16/2011	J	3,125	12/13/2006	12/13/2015	\$.01 PV CL B STK	9,375	\$ 7
<u>OPTION</u> (2)	\$ 12.63	08/16/2011	J	0	12/12/2007	12/12/2016	\$.01 PV COM STK	14,460	\$ 1
<u>OPTION</u> (2)	\$ 12.63	08/16/2011	J	1,807	12/12/2007	12/12/2016	\$.01 PV CL B STK	5,422	\$ 1
<u>OPTION</u> (2)	\$ 28.95	08/16/2011	J	0	12/19/2008	12/19/2017	\$.01 PV COM STK	6,680	\$ 2
<u>OPTION</u> (2)	\$ 28.95	08/16/2011	J	835	12/19/2008	12/19/2017	\$.01 PV CL B STK	2,505	\$ 2
<u>OPTION</u> (2)	\$ 7.16	08/16/2011	J	0	12/09/2009	12/09/2018	\$.01 PV COM STK	37,440	\$ 7
<u>OPTION</u> (2)	\$ 7.16	08/16/2011	J	3,744	12/09/2009	12/09/2018	\$.01 PV CL B STK	3,744	\$ 7
<u>OPTION</u> (2)	\$ 7.15	08/16/2011	J	0	12/03/2010	12/03/2019	\$.01 PV COM STK	37,480	\$ 7
	\$ 7.15	08/16/2011	J	3,748	12/03/2010	12/03/2019		3,748	\$ 7

