

ASTRONICS CORP
Form 4
February 22, 2017

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 *
DRENNING JOHN B

(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

THE GUARANTY BUILDING, 140 PEARL ST., SUITE 100

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/21/2017

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

BUFFALO, NY 14202-4040

(City) (State) (Zip)

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

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. 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 Com Stk	02/21/2017		M	5,000 A \$ 5.84	57,039	D	
\$.01 PV Com Stk	02/21/2017		M	2,582 D \$ 34.06	54,457	D	
\$.01 PV Cl B Stk	02/21/2017		M	10,056 A \$ 5.84	436,698	D	

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

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number.

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)	Title	Amount or Number of Shares
Option	\$ 5.84	02/21/2017		M		5,000		09/20/2007 03/20/2017 PV Com Stk	5,000 \$ 5.84
Option	\$ 5.84	02/21/2017		M		10,056		09/20/2007 03/20/2017 PV Cl B Stk	10,056 \$ 5.84
Option	\$ 6.35							09/20/2008 03/20/2018 PV Com Stk	2,500
Option	\$ 6.35							09/20/2008 03/20/2018 PV Cl B Stk	5,029
Option	\$ 3.07							09/05/2009 03/05/2019 PV Com Stk	4,000
Option	\$ 3.07							09/05/2009 03/05/2019 PV Cl B Stk	5,636
Option	\$ 3.67							09/02/2010 03/02/2020 PV Com Stk	5,000
Option	\$ 3.67							09/02/2010 03/02/2020 PV Cl B Stk	7,045

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Option	\$ 8.95	08/28/2011	02/28/2021	\$.01 PV Com Stk	2,500
Option	\$ 8.95	08/28/2011	02/28/2021	\$.01 PV Cl B Stk	3,523
Option	\$ 15.75	08/28/2012	02/28/2022	\$.01 PV Com Stk	3,000
Option	\$ 15.75	08/28/2012	02/28/2022	\$.01 PV Cl B Stk	3,570
Option	\$ 14.55	08/22/2013	02/22/2023	\$.01 PV Com Stk	3,000
Option	\$ 14.55	08/22/2013	02/22/2023	\$.01 PV Cl B Stk	2,713
Option	\$ 41.18	09/03/2014	03/03/2024	\$.01 PV Com Stk	2,000
Option	\$ 41.18	09/03/2014	03/03/2024	\$.01 PV Cl B Stk	1,174
Option	\$ 52.76	09/10/2015	03/10/2025	\$.01 PV Com Stk	3,000
Option	\$ 52.76	09/10/2015	03/10/2025	\$.01 PV Cl B Stk	968
Option	\$ 26.37	08/26/2016	02/26/2026	\$.01 PV Com Stk	4,000
Option	\$ 26.37	08/26/2016	02/26/2026		600

\$.01
 PV
 Cl B
 Stk

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DRENNING JOHN B THE GUARANTY BUILDING 140 PEARL ST., SUITE 100 BUFFALO, NY 14202-4040	X			

Signatures

/s/Julie Davis as Power of Attorney for John B. Drenning	02/22/2017
**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.
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