

ASTRONICS CORP  
Form 8-K  
December 06, 2013

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): December 5, 2013**

**ASTRONICS CORPORATION**

**(Exact name of registrant as specified in its charter)**

**New York**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**0-7087**  
**(Commission**  
  
**File Number)**

**16-0959303**  
**(I.R.S. Employer**  
  
**Identification No.)**

**130 Commerce Way**  
  
**East Aurora, New York**

**14052**

**(Address of principal executive offices)**

**(Zip Code)**

**Registrant's telephone number, including area code: (716) 805-1599**

N/A

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below)

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01 Entry into a Material Definitive Agreement.**

The disclosure set forth in Item 2.01 below is incorporated in this Item 1.01 by reference

**Item 2.01 Completion of Acquisition or Disposition of Assets**

As previously discussed in a Current Report on Form 8-K filed by the Astronics Corporation (the Company ) on November 4, 2013, (the Company ) entered into a sale agreement and a guarantee agreement ( Agreements ) to acquire PGA Electronic s.a. ( PGA ) for approximately \$31.2 million. The purchase price paid was comprised of approximately \$17.5 million in cash and approximately \$13.7 million (264,168 shares) in Astronics common stock.

A copy of the Purchase Agreement was filed as Exhibit 10.1 to this Current Report on Form 8-K on November 4, 2013.

The Company issued a press release on December 6, 2013, regarding the completion of the acquisition, a copy of which is attached as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01 Financial Statements and Exhibits**

*(d) Exhibits*

**Exhibit**

<b>Number</b>	<b>Description</b>
99.1	Press Release of Astronics Corporation dated December 6, 2013

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Astronics Corporation**

Dated: December 5, 2013

By: /s/ David C. Burney  
Name: David C. Burney  
Vice President and Chief Financial Officer

**EXHIBIT INDEX**

Exhibit	Description
99.1	Press Release of Astronics Corporation dated December 6, 2013