

GUNDERMANN PETER J
 Form 4
 February 28, 2019

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)
 02/26/2019

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)
				(A) or (D)	Code V Amount (D) Price		
\$.01 PV COMMON STOCK						7,421	D
\$.01 PV CLASS B STOCK						619,316	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. P. Der Sec (Ins	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
OPTION	\$ 2.84					12/03/2010	12/03/2019	\$.01 PV COM STK	37,480
OPTION	\$ 2.84					12/03/2010	12/03/2019	\$.01 PV CL B STK	66,355
OPTION	\$ 7.68					12/02/2011	12/02/2020	\$.01 PV COM STK	14,700
OPTION	\$ 7.68					12/02/2011	12/02/2020	\$.01 PV CL B STK	26,025
OPTION	\$ 13.59					12/01/2012	12/01/2021	\$.01 PV COM STK	10,700
OPTION	\$ 13.59					12/01/2012	12/01/2021	\$.01 PV CL B STK	16,249
OPTION	\$ 9.2					11/29/2013	11/29/2022	\$.01 PV COM STK	18,700
OPTION	\$ 9.2					11/29/2013	11/29/2022	\$.01 PV CL B STK	22,254

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OPTION	\$ 28.45	12/11/2014	12/11/2023	\$.01 PV COM STK	8,300
OPTION	\$ 28.45	12/11/2014	12/11/2023	\$.01 PV CL B STK	6,848
OPTION	\$ 30.83	12/11/2015	12/11/2024	\$.01 PV COM STK	10,100
OPTION	\$ 30.83	12/11/2015	12/11/2024	\$.01 PV CL B STK	5,261
OPTION	\$ 27.72	12/03/2016	12/03/2025	\$.01 PV COM STK	13,700
Option	\$ 27.72	12/03/2016	12/03/2025	\$.01 PV CL B STK	4,418
Option	\$ 31.76	12/14/2017	12/14/2026	\$.01 PV COM STK	14,460
Option	\$ 31.76	12/14/2017	12/14/2026	\$.01 PV CL B STK	2,169
Option	\$ 35.61	12/12/2018	12/12/2027	\$.01 PV COM STK	26,300
Option	\$ 35.61	12/12/2018	12/12/2027	\$.01 PV CL B STK	3,945
Restricted Stock Unit	<u>(1)</u>	<u>(2)</u>	<u>(2)</u>	\$.01 PV COM STK	1,805
	<u>(3)</u>	<u>(2)</u>	<u>(2)</u>		270

