

KIM NEIL Y.  
Form 4  
March 07, 2019

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
KIM NEIL Y.

(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)  
10/12/2018

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)

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   |  |                                   |

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

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SEC 1474 (9-02)

**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 | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|------------------------------------|--|--|--|
|  |                                    |                                      |  |                                |                                    |  |  |  |

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| Derivative Security |          |            | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |     | Date Exercisable | Expiration Date | Title                       | Amount or Number of Shares | (Instr. 3 and 4) |     |
|---------------------|----------|------------|--|-----|------------------|-----------------|-----------------------------|----------------------------|------------------|-----|
|                     |          |            | Code   | V   |                  |                 |                             |                            | (A)              | (D) |
| Option              | \$ 28.5  |            |  |     | 09/07/2017       | 03/07/2027      | \$ .01<br>PV<br>Com<br>Stk  | 4,000                      |                  |     |
| Option              | \$ 28.5  | 10/12/2018 | <u>J</u> <sup>(1)</sup>                              | 600 | 09/07/2017       | 03/07/2027      | \$ .01<br>PV<br>CL B<br>STK | 600                        | \$ 0             |     |
| Option              | \$ 34.04 |            |  |     | 03/02/2019       | 03/02/2028      | \$ .01<br>PV<br>Com<br>Stk  | 4,000                      |                  |     |
| Option              | \$ 34.04 | 10/12/2018 | <u>J</u> <sup>(1)</sup>                              | 600 | 03/02/2019       | 03/02/2028      | \$ .01<br>PV<br>CL B<br>STK | 600                        | \$ 0             |     |

## Reporting Owners

| Reporting Owner Name / Address                           | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| KIM NEIL Y.<br>130 COMMERCE WAY<br>EAST AURORA, NY 14052 |               |           | X       |       |

## Signatures

/s/Julie Davis as Power of Attorney for Neil Y.  
Kim 03/07/2019

\*\*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) Shares issued pursuant to a three-for-twenty distribution of Class B stock to holders of both Common and Class B stock on the record date of October 12, 2018.

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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