

PEABODY MARK  
Form 3  
December 03, 2010

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
PEABODY MARK		(Month/Day/Year)	ASTRONICS CORP [ATRO]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		12/02/2010		
130 COMMERCE WAY			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below) VP Astronics Advanced Electron	
EAST AURORA, NY 14052			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
\$.01 PV Common Stock	25,261	D	^
\$.01 PV Class B Stock	6,411	D	^

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Option	02/18/2006	02/18/2015	\$.01 PV Com Stk	15,000	\$ 5.2	D	Â
Option	02/18/2006	02/18/2015	\$.01 PV Cl B Stk	3,750	\$ 5.2	D	Â
Option	12/13/2006	12/13/2015	\$.01 PV Com Stk	11,200	\$ 7.864	D	Â
Option	12/13/2006	12/13/2015	\$.01 PV Cl B Stk	2,800	\$ 7.864	D	Â
Option	12/12/2007	12/12/2016	\$.01 PV Com Stk	6,050	\$ 13.888	D	Â
Option	12/12/2007	12/12/2016	\$.01 PV Cl B Stk	1,513	\$ 13.888	D	Â
Option	12/19/2008	12/19/2017	\$.01 PV Com Stk	2,640	\$ 31.848	D	Â
Option	12/19/2008	12/19/2017	\$.01 PV Cl B Stk	660	\$ 31.848	D	Â
Option	12/09/2009	12/09/2018	\$.01 PV Com Stk	16,880	\$ 7.88	D	Â
Option	12/03/2010	12/03/2019	\$.01 PV Com Stk	16,840	\$ 7.87	D	Â
Option	12/02/2011	12/02/2020	\$.01 PV Com Stk	6,500	\$ 21.26	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PEABODY MARK 130 COMMERCE WAY EAST AURORA, NY 14052	Â	Â	Â	VP Astronics Advanced Electron

## Signatures

/S/David C. Burney, as Power of Attorney for Mark Peabody 12/03/2010

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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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