

GUNDERMANN PETER J  
Form 4  
August 18, 2011

**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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
130 COMMERCE WAY  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
08/16/2011

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

PRESIDENT/CEO

EAST AURORA, NY 14052

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

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)
\$.01 PV COMMON STOCK					30,623	D	
\$.01 PV CLASS B STOCK <sup>(1)</sup>	08/16/2011		J	14,324 A	\$ 0 126,948	D	

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

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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. Price or Value of Underlying Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
<u>OPTION (2)</u>	\$ 7.43	08/16/2011		J		0		01/25/2003	01/25/2012	\$.01 PV COM STK	7,222	\$ 7
<u>OPTION (2)</u>	\$ 7.43	08/16/2011		J		722		01/25/2003	01/25/2012	\$.01 PV CL B STK	722	\$ 7
<u>OPTION (2)</u>	\$ 3.87	08/16/2011		J		0		01/24/2004	01/24/2013	\$.01 PV COM STK	33,547	\$ 3
<u>OPTION (2)</u>	\$ 3.87	08/16/2011		J		4,193		01/24/2004	01/24/2013	\$.01 PV CL B STK	12,579	\$ 3
<u>OPTION (2)</u>	\$ 3.99	08/16/2011		J		0		02/19/2005	02/19/2014	\$.01 PV COM STK	40,800	\$ 3
<u>OPTION (2)</u>	\$ 3.99	08/16/2011		J		5,100		02/19/2005	02/19/2014	\$.01 PV CL B STK	15,300	\$ 3
<u>OPTION (2)</u>	\$ 3.7	08/16/2011		J		0		12/14/2005	12/14/2014	\$.01 PV COM STK	44,000	\$
<u>OPTION (2)</u>	\$ 3.7	08/16/2011		J		5,500		12/14/2005	12/14/2014	\$.01 PV CL B STK	16,500	\$

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<u>OPTION</u> (2)	\$ 4.73	08/16/2011	J	0	02/18/2006	02/18/2015	\$ .01 PV COM STK	20,000	\$ 4
<u>OPTION</u> (2)	\$ 4.73	08/16/2011	J	2,500	02/18/2006	02/18/2015	\$ .01 PV CL B STK	7,500	\$ 4
<u>OPTION</u> (2)	\$ 7.15	08/16/2011	J	0	12/13/2006	12/13/2015	\$ .01 PV COM STK	25,000	\$ 7
<u>OPTION</u> (2)	\$ 7.15	08/16/2011	J	3,125	12/13/2006	12/13/2015	\$ .01 PV CL B STK	9,375	\$ 7
<u>OPTION</u> (2)	\$ 12.63	08/16/2011	J	0	12/12/2007	12/12/2016	\$ .01 PV COM STK	14,460	\$ 1
<u>OPTION</u> (2)	\$ 12.63	08/16/2011	J	1,807	12/12/2007	12/12/2016	\$ .01 PV CL B STK	5,422	\$ 1
<u>OPTION</u> (2)	\$ 28.95	08/16/2011	J	0	12/19/2008	12/19/2017	\$ .01 PV COM STK	6,680	\$ 2
<u>OPTION</u> (2)	\$ 28.95	08/16/2011	J	835	12/19/2008	12/19/2017	\$ .01 PV CL B STK	2,505	\$ 2
<u>OPTION</u> (2)	\$ 7.16	08/16/2011	J	0	12/09/2009	12/09/2018	\$ .01 PV COM STK	37,440	\$ 7
<u>OPTION</u> (2)	\$ 7.16	08/16/2011	J	3,744	12/09/2009	12/09/2018	\$ .01 PV CL B STK	3,744	\$ 7
<u>OPTION</u> (2)	\$ 7.15	08/16/2011	J	0	12/03/2010	12/03/2019	\$ .01 PV COM STK	37,480	\$ 7
	\$ 7.15	08/16/2011	J	3,748	12/03/2010	12/03/2019		3,748	\$ 7

