

BRADY ROBERT T  
Form 4  
February 28, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
BRADY ROBERT T

(Last) (First) (Middle)  
286 GREENWOOD CT  
(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)

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)
\$.01 PV Com Stk				(A) or (D)	29,315	D	
\$.01 PV Cl B Stk				(A) or (D)	162,705	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)

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

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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 of Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option	\$ 2.67					09/05/2009	03/05/2019	\$.01 PV Com Stk	4,000
Option	\$ 2.67					09/05/2009	03/05/2019	\$.01 PV Cl B Stk	7,081
Option	\$ 3.19					09/02/2010	03/02/2020	\$.01 PV Com Stk	5,000
Option	\$ 3.19					09/02/2010	03/02/2020	\$.01 PV Cl B Stk	8,852
Option	\$ 7.78					08/28/2011	02/28/2021	\$.01 PV Com Stk	2,500
Option	\$ 7.78					08/28/2011	02/28/2021	\$.01 PV Cl B Stk	4,426
Option	\$ 13.69					08/28/2012	02/28/2022	\$.01 PV Com Stk	3,000
Option	\$ 13.69					08/28/2012	02/28/2022	\$.01 PV Cl B Stk	4,556
Option	\$ 12.65					08/22/2013	02/22/2023	\$.01 PV	3,000

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Option	\$ 12.65	08/22/2013	02/22/2023	Com Stk \$.01 PV Cl B Stk	3,570
Option	\$ 35.81	09/03/2014	03/03/2024	Com Stk \$.01 PV Com Stk	2,000
Option	\$ 35.81	09/03/2014	03/03/2024	Cl B Stk \$.01 PV Cl B Stk	1,650
Option	\$ 45.88	09/10/2015	03/10/2025	Com Stk \$.01 PV Com Stk	3,000
Option	\$ 45.88	09/10/2015	03/10/2025	Cl B Stk \$.01 PV Cl B Stk	1,563
Option	\$ 22.93	08/26/2016	02/26/2026	Com Stk \$.01 PV Com Stk	4,000
Option	\$ 22.93	08/26/2016	02/26/2026	Cl B Stk \$.01 PV Cl B Stk	1,290
Option	\$ 28.5	09/07/2017	03/07/2027	Com Stk \$.01 PV Com Stk	4,000
Option	\$ 28.5	09/07/2017	03/07/2027	Cl B Stk \$.01 PV Cl B Stk	600
Option	\$ 34.04	03/02/2019	03/02/2028	Com Stk \$.01 PV Com Stk	4,000
Option	\$ 34.04	03/02/2019	03/02/2028	Cl B Stk \$.01 PV Cl B Stk	600

								Stk		
								\$.01		
								PV		
								Com	2,222	\$
								Stk		
Restricted	(1)	02/26/2019		A	2,222	(2)	(2)			
Stock Unit										

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRADY ROBERT T 286 GREENWOOD CT EAST AURORA, NY 14052		X		

## Signatures

/s/Julie Davis as Power of Attorney for Robert T. Brady	02/28/2019
<small>**Signature of Reporting Person</small>	<small>Date</small>

## 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) Each restricted stock unit represents the right to receive, at settlement, one share of common stock.
- (2) These restricted stock units are scheduled to vest 100% on August 26, 2019.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.