

GUNDERMANN PETER J  
Form 4  
December 02, 2011

**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

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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)  
11/14/2011

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						D	
\$.01 PV CLASS B STOCK						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)	Title	Amount or Number of Shares	
OPTION	\$ 7.43	11/14/2011		M <sup>(1)</sup>		7,222		01/25/2003 01/25/2012	\$0.01 PV COM STK 7,222	\$
OPTION	\$ 7.43	11/14/2011		M <sup>(1)</sup>		722		01/25/2003 01/25/2012	\$0.01 PV CL B STK 722	\$
OPTION	\$ 3.87							01/24/2004 01/24/2013	\$0.01 PV COM STK 33,547	
OPTION	\$ 3.87							01/24/2004 01/24/2013	\$0.01 PV CL B STK 12,579	
OPTION	\$ 3.99							02/19/2005 02/19/2014	\$0.01 PV COM STK 40,800	
OPTION	\$ 3.99							02/19/2005 02/19/2014	\$0.01 PV CL B STK 15,300	
OPTION	\$ 3.7							12/14/2005 12/14/2014	\$0.01 PV COM STK 44,000	
OPTION	\$ 3.7							12/14/2005 12/14/2014	\$0.01 PV CL B STK 16,500	

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OPTION	\$ 4.73	02/18/2006	02/18/2015	\$ .01 PV COM STK	20,000
OPTION	\$ 4.73	02/18/2006	02/18/2015	\$ .01 PV CL B STK	7,500
OPTION	\$ 7.15	12/13/2006	12/13/2015	\$ .01 PV COM STK	25,000
OPTION	\$ 7.15	12/13/2006	12/13/2015	\$ .01 PV CL B STK	9,375
OPTION	\$ 12.63	12/12/2007	12/12/2016	\$ .01 PV COM STK	14,460
OPTION	\$ 12.63	12/12/2007	12/12/2016	\$ .01 PV CL B STK	5,422
OPTION	\$ 28.95	12/19/2008	12/19/2017	\$ .01 PV COM STK	6,680
OPTION	\$ 28.95	12/19/2008	12/19/2017	\$ .01 PV CL B STK	2,505
OPTION	\$ 7.16	12/09/2009	12/09/2018	\$ .01 PV COM STK	37,440
OPTION	\$ 7.16	12/09/2009	12/09/2018	\$ .01 PV CL B STK	3,744
OPTION	\$ 7.15	12/03/2010	12/03/2019	\$ .01 PV COM STK	37,480
OPTION	\$ 7.15	12/03/2010	12/03/2019		3,748

