ASTRONICS CORP Form 4 March 11, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

Number: 3235-0287 January 31,

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Form 4 or Form 5 obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **BOUSHIE RAYMOND W** Issuer Symbol ASTRONICS CORP [ATRO] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) X_ Director 10% Owner Officer (give title Other (specify 124 LAUREL LANE 03/10/2014 below) (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person

PONTE VEDRA BEACH, FL 32082

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Form: Direct Indirect Securities (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price \$.01 PV \$ 03/10/2014 S 7,968 D 3,932 D Com Stk 69.05

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

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SEC 1474

(9-02)

Person

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. Transac Code (Instr. 8			rivative urities quired or posed D) str. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option	\$ 4.88							09/05/2009	03/05/2019	\$.01 PV Com Stk	4,000
Option	\$ 4.88							09/05/2009	03/05/2019	\$.01PV CL B Stk	2,072
Option	\$ 5.82							09/02/2010	03/02/2020	\$.01 PV Com Stk	5,000
Option	\$ 5.82							09/20/2010	03/02/2020	\$.01 PV CL B Stk	2,590
Option	\$ 14.2							08/28/2011	02/28/2021	\$.01 PV Com Stk	2,500
Option	\$ 14.2							08/28/2011	02/28/2021	\$.01 PV CL B Stk	1,296
Option	\$ 24.99							08/28/2012	02/28/2022	\$.01 PV Com Stk	3,000
Option	\$ 24.99							08/28/2012	02/28/2022	\$.01 PV CL B Stk	1,140
Option	\$ 23.08							08/22/2013	02/22/2023	\$.01 PV Com Stk	3,000
Option	\$ 23.08							08/22/2013	02/22/2023	\$.01 PV CL B Stk	600
Option	\$ 65.36							09/03/2014	03/03/2024	\$.01 PV Com	2,000

8. Price Derivat

Security (Instr. 5

Stk

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BOUSHIE RAYMOND W
124 LAUREL LANE X
PONTE VEDRA BEACH, FL 32082

Signatures

/s/David C. Burney as Power of Attorney for Raymond W.
Boushie

03/11/2014

**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).

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.

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