

ASTRONICS CORP

Form 4

August 17, 2005

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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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 \*  
**KEANE KEVIN T**

(Last) (First) (Middle)

1801ELMWOOD AVE

(Street)

BUFFALO, NY 14207

(City) (State) (Zip)

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

 3. Date of Earliest Transaction  
 (Month/Day/Year)  
**08/17/2005**

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)

Chairman

 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)
			Code	V	Amount	(A) or (D)	Price
\$.01 Par Value Common Stock	08/17/2005		S	19	D	\$ 8.75	187,272 D
\$.01 Par Value Common Stock	08/17/2005		S	113	D	\$ 8.83	187,159 D
\$.01 Par Value Common Stock	08/17/2005		S	200	D	\$ 8.84	186,959 D

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\$.01 Par Value Common Stock	08/17/2005	S	99	D	\$ 8.85	186,860	D	
\$.01 Par Value Common Stock	08/17/2005	S	99	D	\$ 8.86	186,761	D	
\$.01 Par Value Common Stock	08/17/2005	S	111	D	\$ 9.02	186,650	D	
\$.01 Par Value Common Stock	08/17/2005	S	309	D	\$ 9.21	186,341	D	
\$.01 Par Value Common Stock	08/17/2005	S	50	D	\$ 9.25	186,291	D	
\$.01 Par Value Class B Stock						486,476	D	
\$.01 Par Value Common Stock						58,879	I	By Spouse (1)
\$.01 Par Value Class B Stock						24,828	I	By Spouse (1)

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)

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	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. 5)
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of (D)  
(Instr. 3,  
4, and 5)

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option	\$ 13.492			04/26/2002	04/26/2006	\$.01 PV Com Stk	14,860
Option	\$ 13.492			04/26/2002	04/26/2006	\$.01 PV Cl B Stk	3,715
Option	\$ 12.266			04/26/2002	04/26/2011	\$.01 PV Cl B Stock	696
Option	\$ 12.266			04/26/2002	04/26/2011	\$.01 PV Com Stk	2,783
Option	\$ 10.221			01/25/2003	01/25/2012	\$.01 PV Com Stk	4,936
Option	\$ 5.328			07/24/2003	01/24/2012	\$.01 PV Com Stk	55,912
Option	\$ 5.49			07/19/2004	07/19/2013	\$.01 PV Com Stk	27,300
Option	\$ 5.09			06/14/2005	12/14/2014	\$.01 PV Com Stk	29,500
Option	\$ 11.244			01/25/2003	01/25/2007	\$.01 PV Com Stk	14,819

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director    10% Owner    Officer    Other

KEANE KEVIN T  
1801ELMWOOD AVE  
BUFFALO, NY 14207

X            X            Chairman

## Signatures

/s/Daniel J. Geary, as Power of Attorney for Kevin T.  
Keane

08/17/2005

\_\_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).

(1) Mr. Keane disclaims any beneficial ownership in shares held by his wife.

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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