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# SECURITIES AND EXCHANGE COMMISSION

## Washington, D.C. 20549

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Under the Securities Exchange Act of 1934

(Amendment No. 2)\*

**ASTRONICS CORP**

(Name of Issuer)

**Common Stock, \$0.01 par value per share**

(Title of Class of Securities)

**046433108**

(CUSIP Number)

**Michael Braner**  
**325 Capital LLC, 757 Third Avenue, 20th Floor**  
**New York, NY, 10017**  
**646-774-2904**

**Kenneth A. Schlesinger, Esq.**  
**Olshan Frome Wolosky LLP, 1325 Avenue of the Americas**  
**New York, NY, 10019**  
**212-451-2300**

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

**10/15/2025**

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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### SCHEDULE 13D

CUSIP No.	046433108
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1	Name of reporting person <b>325 Capital Master Fund LP</b>
2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)

3	SEC use only	
4	Source of funds (See Instructions)	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization CAYMAN ISLANDS	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 0.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 0 %	
14	Type of Reporting Person (See Instructions) PN	

## SCHEDULE 13D

CUSIP No.	046433108
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1	Name of reporting person 325 Capital GP, LLC	
2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	SEC use only	
4	Source of funds (See Instructions)	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization DELAWARE	

Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 0.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 0 %	
14	Type of Reporting Person (See Instructions) OO	

## SCHEDULE 13D

CUSIP No.	046433108
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1	Name of reporting person 325 CAPITAL LLC	
2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	SEC use only	
4	Source of funds (See Instructions)	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization DELAWARE	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 0.00

11	Aggregate amount beneficially owned by each reporting person 0.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>
13	Percent of class represented by amount in Row (11) 0 %
14	Type of Reporting Person (See Instructions) OO

### SCHEDULE 13D

CUSIP No.	046433108
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1	Name of reporting person Braner Michael David	
2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	SEC use only	
4	Source of funds (See Instructions)	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 0.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 0 %	
14	Type of Reporting Person (See Instructions) IN	

# SCHEDULE 13D

CUSIP No. 046433108

1	Name of reporting person FRIEDBERG DANIEL M.	
2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	SEC use only	
4	Source of funds (See Instructions)	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 0.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 0 %	
14	Type of Reporting Person (See Instructions) IN	

# SCHEDULE 13D

CUSIP No. 046433108

1	Name of reporting person Shrivastava Anil K

2	Check the appropriate box if a member of a Group (See Instructions) <input type="checkbox"/> (a) <input type="checkbox"/> (b)	
3	SEC use only	
4	Source of funds (See Instructions)	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e) <input type="checkbox"/>	
6	Citizenship or place of organization UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	Sole Voting Power 0.00
	8	Shared Voting Power 0.00
	9	Sole Dispositive Power 0.00
	10	Shared Dispositive Power 0.00
11	Aggregate amount beneficially owned by each reporting person 0.00	
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions) <input type="checkbox"/>	
13	Percent of class represented by amount in Row (11) 0 %	
14	Type of Reporting Person (See Instructions) IN	

## SCHEDULE 13D

### Item 1. Security and Issuer

- (a) Title of Class of Securities:  
Common Stock, \$0.01 par value per share
- (b) Name of Issuer:  
ASTRONICS CORP
- (c) Address of Issuer's Principal Executive Offices:  
130 COMMERCE WAY, -, EAST AURORA, NEW YORK , 14052-2164.

### Item 3. Source and Amount of Funds or Other Consideration

Item 3 is hereby amended and restated to read as follows:

As of the date hereof, the Reporting Persons beneficially own 0 Shares of the Issuer. The aggregate purchase price for the 0 Shares beneficially owned by the Reporting Persons is \$0 (exclusive of brokerage commissions and other costs of execution).

### Item 5. Interest in Securities of the Issuer

(a) Item 5(a) is hereby amended and restated to read as follows:

The aggregate percentage of Shares reported owned by the Reporting Persons is based upon 31,619,410 Shares outstanding as of October 30, 2025, as disclosed in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 6, 2025.

As of the date hereof, 325 Master Fund beneficially owned 0 Shares of the Issuer, constituting 0% of the Shares outstanding.

As of the date hereof, 325 Capital GP beneficially owned 0 Shares of the Issuer, constituting 0% of the Shares outstanding.

As of the date hereof, 325 beneficially owned 0 Shares of the Issuer, constituting 0% of the Shares outstanding.

As of the date hereof, Mr. Braner beneficially owned 0 Shares of the Issuer, constituting 0% of the Shares outstanding.

As of the date hereof, Mr. Friedberg beneficially owned 0 Shares of the Issuer, constituting 0% of the Shares outstanding.

As of the date hereof, Mr. Shrivastava beneficially owned 0 Shares of the Issuer, constituting 0% of the Shares outstanding.

(b) Item 5(b) is hereby amended and restated to read as follows:

(i) 325 Master Fund:

Sole power to vote or direct the vote: 0

Shared power to vote or direct the vote: 0

Sole power to dispose or to direct the disposition: 0

Shared power to dispose or direct the disposition: 0

(ii) 325 Capital GP:

Sole power to vote or direct the vote: 0

Shared power to vote or direct the vote: 0

Sole power to dispose or to direct the disposition: 0

Shared power to dispose or direct the disposition: 0

(iii) 325:

Sole power to vote or direct the vote: 0

Shared power to vote or direct the vote: 0

Sole power to dispose or to direct the disposition: 0

Shared power to dispose or direct the disposition: 0

(iv) Michael Braner:

Sole power to vote or direct the vote: 0

Shared power to vote or direct the vote: 0

Sole power to dispose or to direct the disposition: 0

Shared power to dispose or direct the disposition: 0

(v) Daniel Friedberg:

Sole power to vote or direct the vote: 0

Shared power to vote or direct the vote: 0

Sole power to dispose or to direct the disposition: 0

Shared power to dispose or direct the disposition: 0

(vi) Anil Shrivastava:

Sole power to vote or direct the vote: 0

Shared power to vote or direct the vote: 0

Sole power to dispose or to direct the disposition: 0

Shared power to dispose or direct the disposition: 0

(c) Item 5(c) is hereby amended and restated to read as follows:

Other than as set forth in Schedule 1 hereto, the Reporting Persons have not entered into any transactions in the securities of the Issuer in the last 60 days.

(e) Item 5(e) is hereby amended and restated as follows:

As of October 15, 2025, the Reporting Persons ceased to beneficially own more than 5% of the outstanding Shares of the Issuer.

**Item 7. Material to be Filed as Exhibits.**

Schedule 1 - Transactions in the Shares in the Last 60 Days

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

325 Capital Master Fund LP

Signature: /s/ Michael Braner

Name/Title: Michael Braner, Managing Member

Date: 01/15/2026

325 Capital GP, LLC

Signature: /s/ Michael Braner  
Name/Title: Michael Braner, Managing Member  
Date: 01/15/2026

## 325 CAPITAL LLC

Signature: /s/ Michael Braner  
Name/Title: Michael Braner, Managing Member  
Date: 01/15/2026

## Braner Michael David

Signature: /s/ Michael Braner  
Name/Title: Michael Braner  
Date: 01/15/2026

## FRIEDBERG DANIEL M.

Signature: /s/ Daniel Friedberg  
Name/Title: Daniel Friedberg  
Date: 01/15/2026

## Shrivastava Anil K

Signature: /s/ Anil Shrivastava  
Name/Title: Anil Shrivastava  
Date: 01/15/2026



## Transactions in Securities of the Issuer in the Last 60 Days

<u>Nature of Transaction</u>	<u>Amount of Securities (Sold)</u>	<u>Price per Security (\$)</u>	<u>Date of Sale</u>
<b><u>325 Capital LLC</u></b>			
Sale of Common Stock	(803)	54.2557	12/15/2025
Sale of Common Stock	(32,737)	52.0538 (1)	12/16/2025
Sale of Common Stock	(41,516)	52.8019(2)	12/16/2025
Sale of Common Stock	(46,050)	50.7984(3)	12/17/2025
Sale of Common Stock	(10,586)	52.2593(4)	12/17/2025
Sale of Common Stock	(9,476)	52.6065(5)	12/17/2025
Sale of Common Stock	(129,500)	52.5905(6)	12/18/2025
Sale of Common Stock	(3,700)	52.2855(7)	12/19/2025
Sale of Common Stock	(8,026)	53.6033(8)	12/19/2025
Sale of Common Stock	(120,126)	54.6909(9)	12/19/2025
Sale of Common Stock	(81,390)	55.8468(10)	12/22/2025
Sale of Common Stock	(551)	56.2934(11)	12/22/2025
Sale of Common Stock	(74,747)	55.5283(12)	12/23/2025
Sale of Common Stock	(7,767)	56.0033(13)	12/23/2025
Sale of Common Stock	(26,659)	55.3415(14)	12/24/2025
Sale of Common Stock	(7,925)	55.2131(15)	12/26/2025
Sale of Common Stock	(22,000)	55.7162(16)	12/26/2025
Sale of Common Stock	(23,368)	55.1489(17)	12/29/2025
Sale of Common Stock	(334)	55.7125(18)	12/29/2025
Sale of Common Stock	(25,832)	54.8477(19)	12/30/2025
Sale of Common Stock	(21,968)	55.4887(20)	12/30/2025
Sale of Common Stock	(49,100)	54.4411(21)	12/31/2025
Sale of Common Stock	(36,970)	54.9217(22)	01/02/2026
Sale of Common Stock	(33,030)	55.3794(23)	01/02/2026

(1) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$52.0538. The range of sale prices on the transaction date was \$51.3500 to \$52.3500 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

(2) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$52.8019. The range of sale prices on the transaction date was \$52.3600 to \$53.1500 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

(3) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$50.7984. The range of sale prices on the transaction date was \$50.4300 to \$51.4300 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

(4) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$52.2593. The range of sale prices on the transaction date was \$51.4800 to \$52.4800 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

(5) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$52.6065. The range of sale prices on the transaction date was \$52.4900 to \$52.7000 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

(6) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$52.5905. The range of sale prices on the transaction date was \$52.0000 to \$52.7750 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

(7) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$52.2855. The range of sale prices on the transaction date was \$52.0000 to \$52.6850 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

(8) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$53.6033. The range of sale prices on the transaction date was \$53.0500 to \$54.0000 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

(9) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$54.6909. The range of sale prices on the transaction date was \$54.0600 to \$54.9500 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

(10) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$55.8438. The range of sale prices on the transaction date was \$55.2800 to \$56.2450 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

(11) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$56.2934. The range of sale prices on the transaction date was \$56.2900 to \$56.3248 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

(12) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$55.5283. The range of sale prices on the transaction date was \$54.9600 to \$55.9600 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

(13) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$56.0033. The range of sale prices on the transaction date was \$55.9650 to \$56.0600 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.

- (14) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$55.3415. The range of sale prices on the transaction date was \$55.0200 to \$55.7600 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- (15) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$55.2131. The range of sale prices on the transaction date was \$54.4400 to \$55.4100 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- (16) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$55.7162. The range of sale prices on the transaction date was \$55.4650 to \$56.0000 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- (17) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$55.1489. The range of sale prices on the transaction date was \$54.6100 to \$55.5000 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- (18) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$55.7125. The range of sale prices on the transaction date was \$55.6950 to \$55.7200 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- (19) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$54.8477. The range of sale prices on the transaction date was \$54.3300 to \$55.3000 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- (20) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$55.4887. The range of sale prices on the transaction date was \$55.4000 to \$55.5600 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- (21) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$54.4411. The range of sale prices on the transaction date was \$54.0600 to \$54.8450 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- (22) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$54.9217. The range of sale prices on the transaction date was \$54.0600 to \$55.0600 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.
- (23) The Shares were sold by the Reporting Person in open market transactions on the transaction date, with a volume weighted average sale price of \$55.3794. The range of sale prices on the transaction date was \$55.0700 to \$55.6350 per share. The Reporting Person undertakes to provide, upon request by the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of Shares sold at each price.