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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 30, 2014

ASTRONICS CORPORATION

(Exact name of registrant as specified in its charter)

New York
(State or Other Jurisdiction
of Incorporation)

0-7087
(Commission
File Number)

16-0959303
(I.R.S. Employer
Identification No.)

130 Commerce Way
East Aurora, New York
(Address of principal executive offices)

14052
(Zip Code)

Registrant's telephone number, including area code: (716) 805-1599

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below)

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01 Other Events

David C. Burney, Astronics Corp Executive Vice President and Chief Financial Officer, has determined to monetize a portion of his equity position in the Registrant's common stock in a systematic, non-discretionary manner with minimal market impact and in accordance with applicable law and regulations.

Accordingly, pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934, as amended, Mr. Burney adopted a written plan on May 30, 2014 relating to future sales of the Registrant's common stock. Mr. Burney's plan will begin on June 6, 2014 and will continue until January 31, 2015, unless sooner terminated. Under Mr. Burney's plan, he will place an order to sell shares of the Registrant's common stock on the open market and at prevailing market prices, subject to a price floor as follows:

Effective Date of Order	Number of Common Shares	Expiration Date of Order
07/08/2014	4,000	12/31/2014
08/05/2014	4,000	12/31/2014
09/09/2014	4,000	12/31/2014
10/07/2014	4,000	12/31/2014
11/11/2014	4,000	12/31/2014
12/09/2014	4,000	12/31/2014

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Astronics Corporation

Dated: May 30, 2014

By: /s/ David C. Burney

Name: David C. Burney

Vice President and Chief Financial Officer