

FORM 4

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

OMB APPROVAL	
OMB Number:	3235-0287
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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 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			2. Issuer Name and Ticker or Trading Symbol ASTRONICS CORP [ATRO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) PRESIDENT/CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/30/2010					
130 COMMERCE WAY								
(Street)			4. If Amendment, Date Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
EAST AURORA, NY 14052								
(City) (State) (Zip)			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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price				
\$.01 PV COMMON STOCK	09/30/2010		A	(1)	2,822		A	\$ 7.53	29,393	D	
\$.01 PV CLASS B STOCK									98,577	D	

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

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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 of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					
OPTION	\$ 9.813						04/26/2002	04/26/2011	\$.01 PV COM STK	10,313	10,313	D	
OPTION	\$ 9.813						04/26/2002	04/26/2011	\$.01 PV CL B STK	5,801	5,801	D	
OPTION	\$ 8.178						01/25/2003	01/25/2012	\$.01 PV COM STK	11,555	11,555	D	
OPTION	\$ 8.178						01/25/2003	01/25/2012	\$.01 PV CL B STK	2,889	2,889	D	
OPTION	\$ 4.263						01/24/2004	01/24/2013	\$.01 PV COM STK	33,547	33,547	D	
OPTION	\$ 4.263						01/24/2004	01/24/2013	\$.01 PV CL B STK	8,386	8,386	D	
OPTION	\$ 4.392						02/19/2005	02/19/2014	\$.01 PV COM	40,800	40,800	D	

OPTION	\$ 4.392							02/19/2005	02/19/2014	STK \$.01 PV CL B STK	10,200		10,200	D	
OPTION	\$ 4.072							12/14/2005	12/14/2014	\$.01 PV COM STK	44,000		44,000	D	
OPTION	\$ 4.072							12/14/2005	12/14/2014	\$.01 PV CL B STK	11,000		11,000	D	
OPTION	\$ 5.2							02/18/2006	02/18/2015	\$.01 PV COM STK	20,000		20,000	D	
OPTION	\$ 5.2							02/18/2006	02/18/2015	\$.01 PV CL B STK	5,000		5,000	D	
OPTION	\$ 7.864							12/13/2006	12/13/2015	\$.01 PV COM STK	25,000		25,000	D	
OPTION	\$ 7.864							12/13/2006	12/13/2015	\$.01 PV CL B STK	6,250		6,250	D	
OPTION	\$ 13.888							12/12/2007	12/12/2016	\$.01 PV COM STK	14,460		14,460	D	
OPTION	\$ 13.888							12/12/2007	12/12/2016	\$.01 PV CL B STK	3,615		3,615	D	
OPTION	\$ 31.848							12/19/2008	12/19/2017	\$.01 PV COM STK	6,680		6,680	D	
OPTION	\$ 31.848							12/19/2008	12/19/2017	\$.01 PV CL B STK	1,670		1,670	D	
OPTION	\$ 7.88							12/09/2009	12/09/2018	\$.01 PV COM STK	37,440		37,440	D	
OPTION	\$ 7.87							12/03/2010	12/03/2019	\$.01 PV COM STK	37,480		37,480	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GUNDERMANN PETER J 130 COMMERCE WAY EAST AURORA, NY 14052	X		PRESIDENT/CEO	

Signatures

/S/DAVID C. BURNEY, AS POWER OF ATTORNEY FOR PETER J. GUNDERMANN	10/01/2010
	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) On February 19, 2010 the reporting person transferred 9,610 shares of Common Stock to his ex-wife pursuant to a judgement of divorce. The reporting person no longer reports as beneficially owned any securities of Astronics Corporation owned by his ex-wife.
- (2) Acquired shares via exercise of subscription agreement under employee stock purchase plan.

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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