

FORM 4

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response...	0.5

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 * KRAMER JAMES S			2. Issuer Name and Ticker or Trading Symbol ASTRONICS CORP [ATRO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ VP Luminescent Systems, Inc.		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/29/2012			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		
130 COMMERCE WAY			4. If Amendment, Date Original Filed (Month/Day/Year)					
(Street) 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								61,622	D	
\$.01 PV Class B Stock	10/29/2012		J(1)		20,316	A	\$ 0	94,137	D	
\$.01 PV Common Stock								220	I	By Spouse (2)
\$.01 PV Class B Stock	10/29/2012		J(1)		62	A	\$ 0	256	I	By Spouse (2)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. 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 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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option	\$ 3.37	10/29/2012		J(3)		0		01/24/2004	01/24/2013	\$.01 PV Com Stk	5,467	\$ 3.37	5,467	D	
Option	\$ 3.37	10/29/2012		J(3)		1,128		01/24/2004	01/24/2013	\$.01 Cl B Stk	3,175	\$ 3.37	3,178	D	
Option	\$ 3.47	10/29/2012		J(3)		0		02/19/2005	02/19/2014	\$.01 PV Com Stk	9,400	\$ 3.47	9,400	D	
Option	\$ 3.47	10/29/2012		J(3)		1,939		02/19/2005	02/19/2014	\$.01 PV Cl B Stk	5,464	\$ 3.47	5,464	D	
Option	\$ 3.22	10/29/2012		J(3)		0		12/14/2005	12/14/2014	\$.01 PV Com Stk	10,400	\$ 3.22	10,400	D	
Option	\$ 3.22	10/29/2012		J(3)		2,145		12/14/2005	12/14/2014	\$.01 PV Cl B Stk	6,045	\$ 3.22	6,045	D	

Option	\$ 4.11	10/29/2012		J(3)	0	02/18/2006	02/18/2015	Stk PV Com Stk	8,750	\$ 4.11	8,750	D	
Option	\$ 4.11	10/29/2012		J(3)	1,805	02/18/2006	02/18/2015	Stk PV Cl B Stk	5,085	\$ 4.11	5,085	D	
Option	\$ 6.22	10/29/2012		J(3)	0	12/13/2006	12/13/2015	Stk PV Com Stk	6,100	\$ 6.22	6,100	D	
Option	\$ 6.22	10/29/2012		J(3)	1,258	12/13/2006	12/13/2015	Stk PV Cl B Stk	3,545	\$ 6.22	3,545	D	
Option	\$ 10.98	10/29/2012		J(3)	0	12/12/2007	12/12/2016	Stk PV Com Stk	4,030	\$ 10.98	4,030	D	
Option	\$ 10.98	10/29/2012		J(3)	831	12/12/2007	12/12/2016	Stk PV Cl B Stk	2,341	\$ 10.98	2,341	D	
Option	\$ 25.17	10/29/2012		J(3)	0	12/19/2008	12/19/2017	Stk PV Com Stk	2,010	\$ 25.17	2,010	D	
Option	\$ 25.17	10/29/2012		J(3)	414	12/19/2008	12/19/2017	Stk PV Cl B Stk	1,167	\$ 25.17	1,167	D	
Option	\$ 6.23	10/29/2012		J(3)	0	12/09/2009	12/09/2018	Stk PV Com Stk	11,800	\$ 6.23	11,800	D	
Option	\$ 6.23	10/29/2012		J(3)	1,947	12/09/2009	12/09/2018	Stk PV Cl B Stk	3,127	\$ 6.23	3,127	D	
Option	\$ 6.22	10/29/2012		J(3)	0	12/03/2010	12/03/2019	Stk PV Com Stk	11,750	\$ 6.22	11,750	D	
Option	\$ 6.22	10/29/2012		J(3)	1,939	12/03/2010	12/03/2019	Stk PV Cl B Stk	3,114	\$ 6.22	3,114	D	
Option	\$ 16.81	10/29/2012		J(3)	0	12/02/2011	12/02/2020	Stk PV Com Stk	4,350	\$ 16.81	4,350	D	
Option	\$ 16.81	10/29/2012		J(3)	718	12/02/2011	12/02/2020	Stk PV Cl B Stk	1,153	\$ 16.81	1,153	D	
Option	\$ 29.77	10/29/2012		J(3)	0	12/01/2012	12/01/2021	Stk PV Com Stk	3,200	\$ 29.77	3,200	D	
Option	\$ 29.77	10/29/2012		J(3)	480	12/01/2012	12/01/2021	Stk PV Cl B Stk	480	\$ 29.77	480	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

KRAMER JAMES S 130 COMMERCE WAY EAST AURORA, NY 14052		VP Luminescent Systems, Inc.	
---	--	------------------------------	--

Signatures

/s/David C. Burney, as Power of Attorney for James S. Kramer <small>**Signature of Reporting Person</small>		10/29/2012 <small>Date</small>
--	--	-----------------------------------

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) Shares issued pursuant to a three-for-twenty distribution of Class B stock to holders of both Common and Class B stock on the record date of October 29, 2012.

(2) Mr. Kramer disclaims any beneficial interest in the shares owned by his wife.

(3) Adjusted pursuant to Class B Stock distribution declared by the Board of Directors payable on 10/29/2012 of three shares of Class B stock for every twenty shares of Common stock and Class B stock.

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.