FORM 4

Check this box if no
longer subject to
Section 16. Form 4 or
Form 5 obligations
may continue. See
Instruction 1(b).

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

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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)		r						1		
1. Name and Address of Reporting Pers KEANE KEVIN T	2. Issuer Name ar ASTRONICS C			ding Sym	bol	5. Relationship of Reporting Person (Check all applic. X Director X				
(Last) (First) 1801 ELMWOOD AVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/20/2013					Officer (give title below)O	Other (specify be	elow)	
(Street) BUFFALO, NY 14207	4. If Amendment, I	Date Origin	al Fil	ed(Month/I	Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (State)	(Zip)	Ta	ble I - Non	-Deri	ivative So	ecurities	Acqu	ired, Disposed of, or Beneficially C	Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	(Instr. 8)		(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form:	7. Nature of Indirect Beneficial Ownership (Instr. 4)
\$.01 PV Com Stk	09/20/2013		G		8,000	D	\$0	103,547	D	
\$.01 PV Cl B Stk								926,395	D	
\$.01 PV Com Stk								58,120	Ι	By Spouse (1)
\$.01 PV Cl B Stk								73,365	Ι	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

1. Title of 2. model 2. mo				(e.g.	, puts, ca	lls,	warra	ants, c	options, conve	rtible securiti	ies)					
Security (Instr. 3) Or Serverise (Momh/Day/Year) any (Momh/Day/Year) Code (Instr. 8) Derivative (Momh/Day/Year) Momh/Day/Year) Security (Momh/Day/Year) Security (Momh/Day/Year) Security (Instr. 4) Se					4.											
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SecuritySecurityImage: Color of Domest (D) of OD (D) (Instr. 3, 4, and 5) V	(Instr. 3)			(Month/Day/Year)	(Instr. 8))							(Instr. 5)			
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Image: Code V (A) (D) Exercisable Date of Shares of Shares of of Option \$ 8.48 Image: Code V (A) (D) 09/06/2006 $03/06/2016$ $\begin{array}{c} S,01\\ PV\\ Com\\ Stk\end{array}$ 5,000 $\begin{array}{c} 5,000\\ 2,906\end{array}$ $\begin{array}{c} 5,000\\ 2,906\end{array}$ $\begin{array}{c} 2,906\\ 2,906\end{array}$ $\begin{array}{c} 2,906\\ 2,906\end{array}$ $\begin{array}{c} 2,906\\ Stk\end{array}$ $\begin{array}{c} 2,500\\ Stk\end{array}$ $\begin{array}{c} 2,500\\ Stk\end{array}$ <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td>Date</td> <td>Expiration</td> <td>T'4</td> <td></td> <td></td> <td></td> <td></td> <td></td>									Date	Expiration	T'4					
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<u>\$.01</u>																
PV PV																
											PV					

Option	\$ 12.09		09/20/2008	03/20/2018	Cl B Stk	1,453	1,453	D	
Option	\$ 5.85		09/05/2009	03/05/2019	\$.01 PV Com Stk	4,000	4,000	D	
Option	\$ 5.85		09/05/2009	03/05/2019	\$.01 PV C1 B Stk	1,060	1,060	D	
Option	\$ 6.98		09/02/2010	03/02/2020	\$.01 PV Com Stk	5,000	5,000	D	
Option	\$ 6.98		09/02/2010	03/02/2020	\$.01 PV C1 B Stk	1,325	1,325	D	
Option	\$ 17.04		08/28/2011	02/28/2021	\$.01 PV Com Stk	2,500	2,500	D	
Option	\$ 17.04		08/28/2011	02/28/2021	\$.01 PV C1 B Stk	663	663	D	
Option	\$ 29.99		08/28/2012	02/28/2022	\$.01 PV Com Stk	3,000	3,000	D	
Option	\$ 29.99		08/28/2012	02/28/2022	\$.01 PV C1 B Stk	450	450	D	
Option	\$ 27.7		08/22/2013	02/22/2023	\$.01 PV Com Stk	3,000	3,000	D	

Reporting Owners

Dementing Original News / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
KEANE KEVIN T 1801 ELMWOOD AVE BUFFALO, NY 14207	Х	Х							

Signatures

/s/David C. Burney, as Power of Attorney for Kevin T. Keane	09/23/2013
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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