

FORM 4

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

OMB APPROVAL	
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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 * 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) 130 COMMERCE WAY	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/16/2011			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		
(Street) EAST AURORA, NY 14052			4. If Amendment, Date Original Filed (Month/Day/Year)					
(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								69,822	D	
\$.01 PV Class B Stock (1)	08/16/2011		J		13,045	A	\$ 0	73,680	D	
\$.01 PV Common Stock								220	I	By Spouse (2)
\$.01 PV Class B Stock (1)	08/16/2011		J		37	A	\$ 0	194	I	By Spouse (2)

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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (3)	\$ 3.87	08/16/2011		J		0		01/24/2004	01/24/2013	\$.01 PV Com Stk	5,467	\$ 3.87	5,467	D	
Option (3)	\$ 3.87	08/16/2011		J		683		01/24/2004	01/24/2013	\$.01 Cl B Stk	2,050	\$ 3.87	2,050	D	
Option (3)	\$ 3.99	08/16/2011		J		0		02/19/2005	02/19/2014	\$.01 PV Com Stk	9,400	\$ 3.99	9,400	D	
Option (3)	\$ 3.99	08/16/2011		J		1,175		02/19/2005	02/19/2014	\$.01 PV Cl B Stk	3,525	\$ 3.99	3,525	D	
Option (3)	\$ 3.7	08/16/2011		J		0		12/14/2005	12/14/2014	\$.01 PV Com Stk	10,400	\$ 3.7	10,400	D	
Option (3)	\$ 3.7	08/16/2011		J		1,300		12/14/2005	12/14/2014	\$.01 PV Cl B Stk	3,900	\$ 3.7	3,900	D	

Option (3)	\$ 4.73	08/16/2011		J	0	02/18/2006	02/18/2015	Stk PV Com Stk	8,750	\$ 4.73	8,750	D	
Option (3)	\$ 4.73	08/16/2011		J	1,093	02/18/2006	02/18/2015	Stk PV Cl B Stk	3,280	\$ 4.73	3,280	D	
Option (3)	\$ 7.15	08/16/2011		J	0	12/13/2006	12/13/2015	Stk PV Com Stk	6,100	\$ 7.15	6,100	D	
Option (3)	\$ 7.15	08/16/2011		J	762	12/13/2006	12/13/2015	Stk PV Cl B Stk	2,287	\$ 7.15	2,287	D	
Option (3)	\$ 12.63	08/16/2011		J	0	12/12/2007	12/12/2016	Stk PV Com Stk	4,030	\$ 12.63	4,030	D	
Option (3)	\$ 12.63	08/16/2011		J	503	12/12/2007	12/12/2016	Stk PV Cl B Stk	1,510	\$ 12.63	1,510	D	
Option (3)	\$ 28.95	08/16/2011		J	0	12/19/2008	12/19/2017	Stk PV Com Stk	2,010	\$ 28.95	2,010	D	
Option (3)	\$ 28.95	08/16/2011		J	251	12/19/2008	12/19/2017	Stk PV Cl B Stk	753	\$ 28.95	753	D	
Option (3)	\$ 7.16	08/16/2011		J	0	12/09/2009	12/09/2018	Stk PV Com Stk	11,800	\$ 7.16	11,800	D	
Option (3)	\$ 7.16	08/16/2011		J	1,180	12/09/2009	12/09/2018	Stk PV Cl B Stk	1,180	\$ 7.16	1,180	D	
Option (3)	\$ 7.15	08/16/2011		J	0	12/03/2010	12/03/2019	Stk PV Com Stk	11,750	\$ 7.15	11,750	D	
Option (3)	\$ 7.15	08/16/2011		J	1,175	12/03/2010	12/03/2019	Stk PV Cl B Stk	1,175	\$ 7.15	1,175	D	
Option (3)	\$ 19.33	08/16/2011		J	0	12/02/2011	12/02/2020	Stk PV Com Stk	4,400	\$ 19.33	4,400	D	
Option (3)	\$ 19.33	08/16/2011		J	440	12/02/2011	12/02/2020	Stk PV Cl B Stk	440	\$ 19.33	440	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	08/18/2011
**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) Shares issued pursuant to a one-for-ten distribution of Class B Stock to holders of both Common and Class B Stock on the record date of August 16, 2011.

(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 08/16/2011 of one share of Class B Stock for every ten 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.

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