

FORM 4

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

OMB APPROVAL	
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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

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

(Print or Type Responses)

1. Name and Address of Reporting Person* Keane Robert S			2. Issuer Name and Ticker or Trading Symbol ASTRONICS CORP [ATRO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/28/2020					
78 BEACON STREET								
(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		
BOSTON, MA 02108								
(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			
\$0.01 PV Common Stock								181,126	I	Note (1) (1)
\$0.01 PV Class B Stock								1,792,798	I	Note (1) (1)
\$0.01 PV Common Stock								44,200	I	Note (2) (2)
\$0.01 PV Class B Stock								206,886	I	Note (2) (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		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option	\$ 35.81						09/03/2014	06/10/2020	\$.01 PV Common Stock	2,000		2,000	I	Note (1) (1)
Option	\$ 35.81						09/03/2014	06/10/2020	\$.01 PV Class B Stock	1,650		1,650	I	Note (1) (1)
Option	\$ 45.88						09/10/2015	06/10/2020	\$.01 PV Common Stock	3,000		3,000	I	Note (1) (1)
Option	\$ 45.88						09/10/2015	06/10/2020	\$.01 PV Class B Stock	1,563		1,563	I	Note (1) (1)
Otion	\$ 22.93						08/26/2016	06/10/2020	\$.01 PV Common Stock	4,000		4,000	I	Note (1) (1)
Option	\$ 22.93						08/26/2016	06/10/2020	\$.01 PV Class B Stock	1,290		1,290	I	Note (1) (1)

Option	\$ 28.5						09/07/2017	06/10/2020	\$.01 PV Common Stock	4,000		4,000	I	Note (1) (1)
Option	\$ 28.5						09/07/2017	06/10/2020	\$.01 PV Class B Stock	600		600	I	Note (1) (1)
Option	\$ 34.04						03/02/2019	06/10/2021	\$.01 PV Common Stock	4,000		4,000	I	Note (1) (1)
Option	\$ 34.04						03/02/2019	06/10/2021	\$.01 PV Class B Stock	600		600	I	Note (1) (1)
Restricted Stock Unit	(3)	02/28/2020		A		5,600	(4)	(4)	\$.01 PV Common Stock	5,600	\$ 0	5,600	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Keane Robert S 78 BEACON STREET BOSTON, MA 02108	X	X		

Signatures

/s/Julie Davis as Power of Attorney for Robert Sprague Keane		03/02/2020
<small>Signature of Reporting Person</small>		<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) The direct owner is the Estate of Kevin T. Keane, the father of this form's Reporting Person. The Reporting Person is one of multiple beneficiaries (and one of multiple trustees) to a trust to be established by that estate. The entire amount of the estate's interest is reported on this form, however the Reporting Person's proportionate rate is well below 50%.
- (2) Reporting Person is one of multiple potential next-generation beneficiaries to the direct owner of these shares, which is a trust (EAK & KRK Trustees U/A/D 10-15-97 FBO Elizabeth A. Keane). The entire amount of the estate's interest is reported on this form, however the Reporting Person's proportionate interest is well below 50%.
- (3) Each restricted stock unit represents the right to receive, at settlement, one share of common stock.
- (4) These restricted stock units are scheduled to vest 100% on August 28, 2020.

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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