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

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations

Option

Option

\$ 27.72

\$ 31.76

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(b) of the

	ntinue. See tion 1(b).	rnea puis	suant to Section	10(8				Compa		_		94 01 1	Section	11 30(11)	of the			
	Address of I	Reporting Person*						d Ticker			ibol		5. R	elationshi		ng Person(s)		
Hedges Nancy L (Last) (First) (Middle)				ASTRONICS CORP [ATRO] 3. Date of Earliest Transaction (Month/Day/Year)								X	(Check all applicable) Director X Officer (give title below) Dringing A converting Officer					
130 COMMERCE WAY				03/17/2021								_	Principal Accounting Officer					
(Street) EAST AURORA, NY 14052				4. If Amendment, Date Original Filed(Month/Day/Year)								_X_ F	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)				7	Гable I -	Non-D	erivativ	e Securiti	ies Acq	quired,	Disposed	l of, or Ben	eficially Ow	ned	
(Instr. 3) Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if			(Instr. 8)	(A) or Disposed of (D)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)			Ownership Form:	Benefici			
			ear)			Code	V	(A) or		nstr. 3 and 4)			Direct (D) or Indirect (I) (Instr. 4)					
\$.01 PV C	Common St	ock	03/17/2021					M		1,000	A	\$ 0	2,5	70			D	
\$.01 PV C	Common St	ock	03/17/2021					F ⁽¹⁾		452	D	\$ 18.6	5 2,1	18			D	
\$.01 PV C	Class B Sto	ck	03/17/2021					M		150	A	\$ 0	608	3			D	
Derivative Security	2. Conversion or Exercise Price of	e (Month/Day/Year	3A. Deemed Execution Date,	(e.g., 4. if T	e.g., puts, calls, was 4. 5. 1 Transaction of Code De (Instr. 8)		5. N of Der Sec	Number rivative curities	Expiration Date (Month/Day/Year) As Use Se			7. Title Amoun Underly Securiti	itle and 8. Price of Derivative security (Instr. 5)	9. Number of Derivative Securities Beneficially	Owner Form of Deriva	tive Own		
						5)	Sec Acc (A) Dis of (curities quired or posed (D)	(Montl	h/Day/Y	r'ear)		Securit			Deriva Securi Direct or Indi	tive Own (y: (D)	
							(Ins	str. 3, 4,								(Instr. 4)	(Instr.	4)
					Code	V	(A)	(D)	Date Exercis	sable	Expiratio Date	on ,	Title	Amount or Number of Shares				
OPTION	\$ 30.83								12/11	/2015	12/11/2	2024	\$.01 PV COM STK	1,120		1,120	D	
Option	\$ 30.83								12/11	/2015	12/11/2	2024	\$.01 PV CL B STK	583		583	D	
Option	\$ 27.72								12/03	3/2016	12/03/2		\$.01 PV	1,400		1,400	D	

STK \$.01 PV

CL B STK\$.01 PV

COM STK

452

1,520

452

1,520

D

D

12/03/2016 12/03/2025

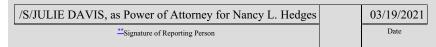
12/14/2017 12/14/2026

Option	\$ 31.76				12/14/2017	12/14/2026	\$.01 PV CL B STK			228	D	
Restricted Stock Unit	<u>(2)</u>	03/17/2021	M	1,000	(3)	(3)	\$.01 PV COM STK	1,000	\$ 0	0	D	
Restricted Stock Unit	<u>(4)</u>	03/17/2021	M	150	(3)	(3)	\$.01 PV CL B STK	150	\$ 0	0	D	
Restricted Stock Unit	<u>(2)</u>				(5)	(5)	\$.01 PV COM STK	2,000		2,000	D	
Restricted Stock Unit	<u>(2)</u>				<u>(6)</u>	<u>(6)</u>	\$.01 PV COM STK	3,675		3,675	D	
Restricted Stock Unit	<u>(2)</u>				(7)	(7)	\$.01 PV COM STK			416	D	
Restricted Stock Unit	<u>(2)</u>				(8)	(8)	\$.01 PV COM STK	4,440		4,440	D	

Reporting Owners

D (1 0 N)	Relationships									
Reporting Owner Name / Address	Director	10% Owner	Officer	Other						
Hedges Nancy L										
130 COMMERCE WAY			Principal Accounting Officer							
EAST AURORA, NY 14052										

Signatures



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 withheld by Astronics Corp. to satisfy applicable withholding tax upon vesting of restricted stock units.
- (2) Each restricted stock unit represents the right to receive, at settlement, one share of common stock.
- (3) These restricted stock units are scheduled to vest 100% on March 1, 2021.
- (4) Each restricted stock unit represents the right to receive, at settlement, one share of Class B stock.
- (5) These restricted stock units are scheduled to vest 100% on February 26, 2022.
- (6) These restricted stock units are scheduled to vest 100% on February 28, 2023.
- (7) These restricted stock units vest ratably on each anniversary of the grant date over three years.
- (8) These restricted stock units are scheduled to vest 100% on February 26, 2024

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.