| F | 0 | R | Μ | 4 |
|---|-------------------|---|---|---|
| | $\mathbf{\nabla}$ | | | |

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

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

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 Respons | ses) | | | | | | | | | | |
|---|--|--|--|--|---|---|----------------------------|---|--|----------------------------------|---|
| 1. Name and Address of Reporting Person [*] BOUSHIE RAYMOND W | | | 2. Issuer Name and Ticker or Trading Symbol ASTRONICS CORP [ATRO] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) XDirector10% Owner | | |
| (Last) 124 LAUREL LA | 3. Date of Earliest Transaction (Month/Day/Year) 05/27/2021 | | | | | | Officer (give title below) | Other (specify b | elow) | | |
| (Street) PONTE VEDRA BEACH, FL 32082 | | | 4. If Amendment, Date Original Filed(Month/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) | J | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | |
| (Instr. 3) Date | | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | of(D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | Ownership Form: | 7. Nature of Indirect Beneficial Ownership |
| | | | (Month/Day/ Fear) | Code | v | Amount | (A) or (D) | Price | (Instr. 5 and 4) | or Indirect (I) (Instr. 4) | |
| \$.01 PV Com Stk | | 05/27/2021 | | J <u>(1)</u> | | 18,675 | D | \$0 | 0 | D | |
| \$.01 PV CL B Stk | ¢ | 05/27/2021 | | J <mark>(1)</mark> | | 4,346 | D | \$ 0 | 4,426 | D | |
| \$.01 PV Com Stk | | 05/27/2021 | | J | | 18,675 | А | \$ 0 | 18,675 | I | Raymond W Boushie LIV TR DTD |
| \$.01 PV CL B Stk | 5 | 05/27/2021 | | J <u>(1)</u> | | 4,346 | А | \$ 0 | 4,346 | I | Raymond W Boushie LIV TR DTD |

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 | 2. | | 3A. Deemed | 4. | | 5. | | 6. Date Exerci | sable and | 7. Titl | e and | 8. Price of | 9. Number of | 10. | 11. Nature |
| Derivative | Conversion | | Execution Date, if | | | | | Expiration Dat | | Amount of | | Derivative | | Ownership | |
| Security | | (Month/Day/Year) | any | Code | | of | | (Month/Day/Y | ear) | Under | | - | Securities | | Beneficial |
| (Instr. 3) | Price of Derivative | | (Month/Day/Year) | (Instr. 8 |) | Secu | ative | | | Securi (Instr | ties 3 and 4) | (Instr. 5) | Beneficially Owned | Security: | Ownership (Instr. 4) |
| | Security | | | | | Acqu | | | | (msu. | 5 and 4) | | Following | Direct (D) | (IIIsu. 4) |
| | | | | | | (A) c | | | | | | | | or Indirect | |
| | | | | | | Disp | | | | | | | | | |
| | | | | | | of (D (Insti | | | | | | | (Instr. 4) | (Instr. 4) | |
| | | | | | | 4, and | | | | | | | | | |
| | | | | | | ., un | | | | | Amount | | | | |
| | | | | | | | | _ | | | or | | | | |
| | | | | | | | | Date Exercisable | Expiration Date | Title | Number | | | | |
| | | | | ~ . | | | | Exercisable | Date | | of | | | | |
| | | | | Code | V | (A) | (D) | | | | Shares | | | | |
| | | | | | | | | | | \$.01 | | | | | |
| Option | \$ 13.69 | | | | | | | 08/28/2012 | 02/28/2022 | PV | 3,000 | | 3,000 | D | |
| Option | \$ 15.09 | | | | | | | 08/28/2012 | 02/28/2022 | Com | 5,000 | | 3,000 | D | |
| | | | | | | | | | | Stk | | | | | |
| | | | | | | | | | | \$.01 | | | | | |
| | | | | | | | | | | PV | | | | | |
| Option | \$ 13.69 | | | | | | | 08/28/2012 | 02/28/2022 | | 4,556 | | 4,556 | D | |
| option | φ15.07 | | | | | | | 00/20/2012 | 02/20/2022 | B | 1,550 | | 1,550 | D | |
| | | | | | | | | | | Stk | | | | | |
| | | | | | | | | | | SIK | | | | | |

| Option | \$ 12.65 | | | 08/22/2013 | 02/22/2023 | \$.01 PV Com Stk | 3,000 | 3,000 |) D | |
|-----------------------------|------------|--|--|------------|------------|-------------------------------|-------|-------|-----|--|
| Option | \$ 12.65 | | | 08/22/2013 | 02/22/2023 | \$.01 PV CL B Stk | 3,570 | 3,570 |) D | |
| Option | \$ 35.81 | | | 09/03/2014 | 03/03/2024 | \$.01 PV Com Stk | 2,000 | 2,000 |) D | |
| Option | \$ 35.81 | | | 09/03/2014 | 03/03/2024 | \$.01 PV CL B Stk | 1,650 | 1,650 |) D | |
| Option | \$ 45.88 | | | 09/10/2015 | 03/10/2025 | \$.01 PV Com Stk | 3,000 | 3,000 |) D | |
| Option | \$ 45.88 | | | 09/10/2015 | 03/10/2025 | \$.01 PV CL B Stk | 1,563 | 1,563 | 5 D | |
| Option | \$ 22.93 | | | 08/26/2016 | 02/26/2026 | \$.01 PV Com Stk | 4,000 | 4,000 |) D | |
| Option | \$ 22.93 | | | 08/26/2016 | 02/26/2026 | \$.01 PV CL B Stk | 1,290 | 1,290 |) D | |
| Option | \$ 28.5 | | | 09/07/2017 | 03/07/2027 | \$.01 PV Com Stk | 4,000 | 4,000 |) D | |
| Option | \$ 28.5 | | | 09/07/2017 | 03/07/2027 | \$.01 PV CL B Stk | 600 | 600 | D | |
| Option | \$ 34.04 | | | 03/02/2019 | 03/02/2028 | \$.01 PV Com Stk | 4,000 | 4,000 |) D | |
| Option | \$ 34.04 | | | 03/02/2019 | 03/02/2028 | \$.01 PV | 600 | 600 | D | |
| Restricted Stock Unit | <u>(2)</u> | | | (3) | <u>(3)</u> | \$.01 PV Com Stk | 6,750 | 6,750 |) D | |

Reporting Owners

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

| BOUSHIE RAYMOND W | | | |
|-----------------------------|---|--|--|
| 124 LAUREL LANE | Х | | |
| PONTE VEDRA BEACH, FL 32082 | 2 | | |

Signatures

| /s/Julie Davis as Power of Attorney for Raymond W. Boushie | 06/01/2021 |
|--|------------|
| 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 transferred to Raymond W Boushie LIV TR DTD 10/03/1997.
- (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 August 26, 2021.

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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