

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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>BRADY ROBERT T</u>  (Last) (First) (Middle) <u>740 PALOMINO DR.</u>  (Street) <u>JACKSON CITY WY 83001</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ASTRONICS CORP [ ATRO ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/23/2023</u>	
	4. If Amendment, Date of 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

**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			
<u>\$.01 PV Com Stk</u>							<u>65,230</u>	<u>D</u>		
<u>01 PV Cl B Stk</u>							<u>175,076</u>	<u>D</u>		

**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 Securities Underlying Derivative Security (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: 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				
<u>Option</u>	<u>\$35.81</u>							<u>09/03/2014</u>	<u>03/03/2024</u>	<u>\$.01 PV Com Stk</u>	<u>2,000</u>		<u>2,000</u>	<u>D</u>	
<u>Option</u>	<u>\$35.81</u>							<u>09/03/2014</u>	<u>03/03/2024</u>	<u>\$.01 PV Cl B Stk</u>	<u>1,650</u>		<u>1,650</u>	<u>D</u>	
<u>Option</u>	<u>\$45.88</u>							<u>09/10/2015</u>	<u>03/10/2025</u>	<u>\$.01 PV Com Stk</u>	<u>3,000</u>		<u>3,000</u>	<u>D</u>	
<u>Option</u>	<u>\$45.88</u>							<u>09/10/2015</u>	<u>03/10/2025</u>	<u>\$.01 PV Cl B Stk</u>	<u>1,563</u>		<u>1,563</u>	<u>D</u>	
<u>Option</u>	<u>\$22.93</u>							<u>08/26/2016</u>	<u>02/26/2026</u>	<u>\$.01 PV Com Stk</u>	<u>4,000</u>		<u>4,000</u>	<u>D</u>	
<u>Option</u>	<u>\$22.93</u>							<u>08/26/2016</u>	<u>02/26/2026</u>	<u>\$.01 PV Cl B Stk</u>	<u>1,290</u>		<u>1,290</u>	<u>D</u>	
<u>Option</u>	<u>\$28.5</u>							<u>09/07/2017</u>	<u>03/07/2027</u>	<u>\$.01 PV Com Stk</u>	<u>4,000</u>		<u>4,000</u>	<u>D</u>	
<u>Option</u>	<u>\$28.5</u>							<u>09/07/2017</u>	<u>03/07/2027</u>	<u>\$.01 PV Cl B Stk</u>	<u>600</u>		<u>600</u>	<u>D</u>	
<u>Option</u>	<u>\$34.04</u>							<u>03/02/2019</u>	<u>03/02/2028</u>	<u>\$.01 PV Com Stk</u>	<u>4,000</u>		<u>4,000</u>	<u>D</u>	
<u>Option</u>	<u>\$34.04</u>							<u>03/02/2019</u>	<u>03/02/2028</u>	<u>\$.01 PV Cl B Stk</u>	<u>600</u>		<u>600</u>	<u>D</u>	
<u>Restricted Stock Unit</u>	<u>(1)</u>	<u>02/23/2023</u>		<u>A</u>		<u>7,438</u>		<u>(2)</u>	<u>(2)</u>	<u>\$.01 PV Com Stk</u>	<u>7,438</u>	<u>\$0.00</u>	<u>7,438</u>	<u>D</u>	

**Explanation of Responses:**

- 1. Each restricted stock unit represents the right to receive, at settlement, one share of common stock.
- 2. These restricted stock units are scheduled to vest 100% on August 23, 2023.

**Remarks:**

/s/Julie Davis as Power of Attorney for Robert T. Brady

02/27/2023

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

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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