

ASTRONICS CORP
Form 8-K
February 27, 2017

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934
Date of Report (Date of earliest event reported): February 23, 2017

ASTRONICS CORPORATION
(Exact name of registrant as specified in its charter)

| | | |
|---------------------|--------------|----------------|
| New York | 0-7087 | 16-0959303 |
| (State of | | (I.R.S. |
| Other | (Commission | Employer |
| Jurisdiction | File Number) | Identification |
| of | | No.) |
| Incorporation) | | |
| 130 Commerce | | |
| Way | | 14052 |
| East Aurora, New | | |
| York | | |
| (Address of | (Zip | |
| principal executive | Code) | |
| offices) | | |

Registrant's telephone number, including area code: (716) 805-1599

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2 below)

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events

Robert J. McKenna, Director of Astronics Corporation (the “Company”), has determined to monetize a portion of his equity position in the Company’s common stock in a systematic, non-discretionary manner with minimal market impact and in accordance with applicable law and regulations.

Accordingly, pursuant to Rule 10b5-1 under the Securities Exchange Act of 1934, as amended, Mr. McKenna adopted a written plan on February 23, 2017 relating to future sales of the Company’s common stock. Mr. McKenna’s plan will begin on March 31, 2017 and will continue until February 21, 2018, unless sooner terminated. Under Mr. McKenna’s plan, he will place an order to sell shares of the Company’s common stock on the open market and at prevailing market prices, subject to a price floor of \$39.00 per share, as follows:

| Effective Date of Order | Number of Common Shares | Expiration Date of Order |
|----------------------------|----------------------------|-----------------------------|
| 3/31/2017 | 15,000 | 2/21/2018 |
| 4/28/2017 | 15,000 | 2/21/2018 |
| 5/31/2017 | 15,000 | 2/21/2018 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Astronics Corporation

Dated: February 27, 2017 By: /s/ David C. Burney
Name: David C. Burney
Executive Vice President