

Report of Organizational Actions Affecting Basis of Securities

OMB No. 1545-2224

► See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
Astronics Corporation		16-0959303	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
David Burney	716-805-1599	David.Burney@astronics.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
130 Commerce Way		East Aurora, NY 14052	
8 Date of action		9 Classification and description	
08/16/2011		10% Class B stock distribution to Common & Class B stockholders	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
046433108 & 046433207		ATRO	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► Nontaxable Stock Distribution: 10% Class B stock distribution to Common and Class B stockholders.
Declaration Date: 08/02/2011; Record Date: 08/16/2011; Distribution Date: 08/30/2011
Each shareholder received 1 share of Astronics Class B stock for every 10 shares of Astronics Common stock and 1 share of Astronics Class B stock for every 10 shares of Astronics Class B stock.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► The 10% Class B stock distribution to Common and Class B stockholders results in a 9.333% per share reduction to the old basis, based on 08/30/2011 average high/low of Astronics Corporation Common (\$29.79/\$27.866) \$28.828 and Astronics Class B Common (\$29.90/\$29.45) \$29.675.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► Shareholders of record on 08/16/2011 received the 10% Class B stock distribution. Shares outstanding pre-split were 8.9 million Common and 2.1 million Class B. Shares outstanding post-split are 8.9 million Common and 3.2 million Class B. Each shareholder received 1 share of Astronics Class B stock for every 10 shares of Astronics Common stock and 1 share of Astronics Class B stock for every 10 shares of Astronics Class B stock.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ► Section 305 - Distribution of Stock and Stock Rights.

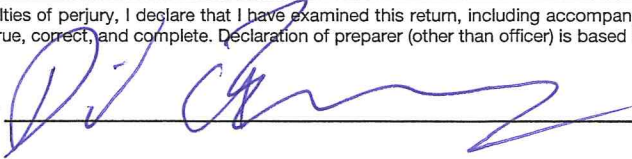
18 Can any resulting loss be recognized? ► No

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ► 2011 is the reportable tax year. Each share of Astronics Corporation Class B Common is convertible to Astronics Common on a one-to-one basis. Class B Common are entitled to 10 votes per share and Common are entitled to one vote per share.

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ►



Date ►

1/13/12

Print your name ► David Burney

Title ► Treasurer

Paid Preparer Use Only

Print/Type preparer's name

Amy Thompson

Preparer's signature

Amy A Thompson CPA

Date

1/13/12

Check ☐ if self-employed

PTIN

P01390799

Firm's name ► Freed Maxick CPAs, P.C.

Firm's EIN ► 45-4051133

Firm's address ► 800 Liberty Bldg. 420 Main St. Buffalo, NY 14202-3508

Phone no. 716-847-2651