

ASTRONICS CORP  
Form 8-K  
October 31, 2008

**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): October 30, 2008**

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

|  |   |  |
|--|---|--|
| <b>New York</b><br>(State or other Jurisdiction of<br>Incorporation) | <b>0-7087</b><br>(Commission File Number) | <b>16-0959303</b><br>(IRS Employer Identification No.) |
|--|---|--|

|   |                            |
|---|----------------------------|
| <b>130 Commerce Way</b><br><b>East Aurora, New York</b><br>(Address of Principal Executive Offices) | <b>14052</b><br>(Zip Code) |
|---|----------------------------|

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:

- 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 2.02 results of Operations and Financial Condition**

On October 30, 2008, Astronics Corporation issued a news release announcing its financial results for the third quarter of 2008. A copy of this news release is attached as Exhibit 99.1.

The information contained herein and in the accompanying exhibit shall not be incorporated by reference into any filing of the registrant, whether made before or after the date hereof, regardless of any general incorporation language in such filing. The information in this report including the exhibit hereto, shall not be deemed to be "filed" for purpose of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended.

**Item 9.01 Financial Statements and Exhibits.**

Press Release of Astronics Corporation dated October 30, 2008

**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: October 30, 2008

By: /s/ David C. Burney  
Name: David C. Burney  
Vice President and Chief Financial Officer

**EXHIBIT INDEX**

| Exhibit | Description   |
|---------|---|
| 99.1    | Press Release of Astronics Corporation Dated October 30, 2008 |