

ASTRO MED INC /NEW/
Form 4
November 18, 2014

FORM 4

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

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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Estate of Albert W. Ondis

2. Issuer Name and Ticker or Trading Symbol
ASTRO MED INC /NEW/ [ALOT]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
600 EAST GREENWICH AVENUE,
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/17/2014

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

WEST WARWICK, RI 02893

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 11/17/2014 | | S ⁽¹⁾ | 22,658 D | \$ 13.8052 <u>(3) (2)</u> | 1,389,867 | D ⁽⁴⁾ |
| Common Stock | 11/18/2014 | | S ⁽¹⁾ | 6,900 D | \$ 13.8 | 1,382,967 | D ⁽⁴⁾ |
| Common Stock | | | | | | 3,858 | I Held under the issuer's Employee Stock Ownership Plan for the account of |

| | | | |
|--------------|---------|-------------------|--|
| Common Stock | 317 | I | Albert W. Ondis ⁽⁵⁾ Held under the issuer's Employee Stock Ownership Plan for the account of Albert W. Ondis, III ⁽⁶⁾ |
| Common Stock | 1,658 | I | Held in trust for a child of Albert W. Ondis, III ⁽⁷⁾ |
| Common Stock | 122,097 | D ⁽⁸⁾ | |
| Common Stock | 5,614 | I | Held in trust for a child of Alexis Ondis ⁽⁹⁾ |
| Common Stock | 122,096 | D ⁽¹⁰⁾ | |
| Common Stock | 650 | I | Held under the issuer's Employee Stock Ownership Plan for the account of April Ondis ⁽¹¹⁾ |
| Common Stock | 124,475 | D ⁽¹²⁾ | |

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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| 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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Estate of Albert W. Ondis 600 EAST GREENWICH AVENUE WEST WARWICK, RI 02893 | | X | | |
| Ondis Albert W. III C/O ASTRO-MED, INC. 600 E GREENWICH AVENUE W WARWICK, RI 02893 | | X | | |
| Ondis Alexis C/O ASTRO-MED, INC. 600 EAST GREENWICH AVENUE WEST WARWICK, RI 02893 | | X | | |
| Ondis April C/O ASTRO-MED, INC. 600 E GREENWICH AVENUE W WARWICK, RI 02893 | | X | | |

Signatures

| | |
|--|------------|
| Margaret D. Farrell (Attorney-in-fact for the Estate of Albert W. Ondis) | 11/18/2014 |
| __Signature of Reporting Person | Date |
| Margaret D. Farrell (Attorney-in-fact for Albert W. Ondis, III) | 11/18/2014 |
| __Signature of Reporting Person | Date |
| Margaret D. Farrell (Attorney-in-fact for Alexis Ondis) | 11/18/2014 |
| __Signature of Reporting Person | Date |
| Margaret D. Farrell (Attorney-in-fact for April Ondis) | 11/18/2014 |
| __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) The sale was made pursuant to the Rule 10b5-1 Trading Plan of the Estate of Albert W. Ondis.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$13.80 to \$13.83, inclusive.

The reporting persons undertake to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.
- (3) These shares are owned directly by the Estate of Albert W. Ondis and indirectly by Albert W. Ondis, III, Alexis Ondis and April Ondis, as co-executors of the Estate of Albert W. Ondis.
- (4) These shares are owned indirectly by the Estate of Albert W. Ondis and each of Albert W. Ondis, III, Alexis Ondis and April Ondis, as co-executors of the Estate of Albert W. Ondis.
- (5) These shares are owned indirectly by Albert W. Ondis, III.
- (6) These shares are owned indirectly by Albert W. Ondis, III, as trustee of a trust for a child of Albert W. Ondis, III.
- (7) These shares are owned directly by Albert W. Ondis, III.
- (8) These shares are owned indirectly by Alexis Ondis, as trustee of a trust for a child of Alexis Ondis.
- (9) These shares are owned directly by Alexis Ondis.
- (10) These shares are owned indirectly by April Ondis.
- (11) These shares are owned directly by April Ondis.
- (12) These shares are owned directly by April Ondis.

Remarks:

Albert W. Ondis, III, Alexis Ondis and April Ondis are each co-executors of the Estate of Albert W. Ondis and ten percent ow

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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