

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 * | | | | 2. Iss | 2. Issuer Name and Ticker or Trading Symbol | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|--|---|-----------------------|-------------------|---|--|-------------------------------|------------------------|-----------------|---|-------|--|---|---|--|---|--|--|
| QUAIN MITCI | HELL I | | | AST | RO MI | ED IN | C/ | NEW | // [A | L(| TC |] | | | | | |
| | | | 3. Da | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | | | X Director | X Director 10% Owner | | | | | |
| ,, ,, ,,, ,, ,, ,, ,, ,, ,, ,, | | | | | | | | | | | | Officer (giv | Officer (give title below) Other (specify below) | | | | |
| 1 BRISTOL ROAD | | | | | 11/1/2012 | | | | | | | | | | | | |
| (Street) | | | | | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | | | | | 6. Individual o | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| MIDDLEBURY | Y, CT 00 | 6762 | | | | | | | | | | | | | | | |
| (City) (State) (Zip) | | | | | | | | | | | | | _ X _ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | |
| | | | | | | | | | | | | r orm med by | 1010 than | one reporting | 5 1 615011 | | |
| | | Tal | ole I - Noi | 1-Derivat | tive Secu | rities A | cqu | iired, l | Dispos | sed | of, o | or Beneficially Owi | ned | | | | |
| | | | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code (Instr. 8) | (A) or Disposed of (D) Follow | | | Amount of Securities Beneficially Owned llowing Reported Transaction(s) str. 3 and 4) | | | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | | |
| Common Stock | | | | 11/1/2012 | | A | | 207 | A | 80.00 |) (1) | 1534 | 43 | | D (2) | | |
| 7 | Table II - | Derivat | ive Secur | ities Ben | eficially (| Owned (| (e.į | g. , pu | ts, cal | ls, v | varı | rants, options, conv | ertible s | ecurities) | | | |
| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | ercise of ative | Deemed | 4. Trans. Code (Instr. 8) | Derivative Secur | | es and Expiration Date | | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Owned Following | of derivative Securities Beneficially Owned Following | Ownership of Form of Derivative of Security: Direct (D) or Indirect | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code V | (A) | | Dat Exe | te ercisable | Expirat Date | ion | Title | Amount or Number of Shares | | Reported Transaction (s) (Instr. 4) | (I) (Instr. 4) | | |

Explanation of Responses:

- (1) These shares were issued in lieu of the reporting person's quarterly cash retainer pursuant to the Astro-Med, Inc. Non-Employee Director Annual Compensation Program.
- (2) Includes 11,101 shares which are held in a trust of which the reporting person is a trustee.

Reporting Owners

| Paperting Owner Name / Address | Relationships | | | | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | | |
| QUAIN MITCHELL I | | | | | | | | | |
| 1 BRISTOL ROAD | X | | | | | | | | |
| MIDDLEBURY, CT 06762 | | | | | | | | | |

Signatures

Margaret D. Farrell (Attorney-in-fact for Mitchell I. Quain)

11/5/2012 Date

** Signature of Reporting Person

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.