MOOG INC. Form 4 November 13, 2014

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES

obligations may continue. See Instruction

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

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * JOHNSON WARREN C

(First)

(Street)

(State)

2. Issuer Name and Ticker or Trading

Symbol

MOOG INC. [MOGA/MOGB]

3. Date of Earliest Transaction

P.O. BOX 189, 13133 BEAR ROAD

(Month/Day/Year)

11/11/2014

(Middle)

(Zip)

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

6. Individual or Joint/Group Filing(Check

Director

X_ Officer (give title

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

D

5. Relationship of Reporting Person(s) to

(Check all applicable)

below) Vice President

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

WALES CENTER, NY 14169

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

4. Securities

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct (D) or Indirect (I) (Instr. 4)

Indirect Beneficial Ownership (Instr. 4)

(9-02)

10% Owner

Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

(A) or

Transaction(s) (Instr. 3 and 4)

Class A Common Code V Amount (D) Price

53,529

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

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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. Transacti Code (Instr. 8)	5. Number of Derivative Securities Acquired or Dispose (D) (Instr. 3, 4 and 5)	e (A) ed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy	\$ 28.01						(2)	11/30/2014	Class A Common	14,946
Option to Buy	\$ 28.94						11/29/2015	11/29/2015	Class A Common	20,250
Option to Buy	\$ 42.45						11/26/2010	11/26/2017	Class A Common	20,250
SAR (3)	\$ 36.86						<u>(4)</u>	11/30/2020	Class A Common	20,500
SAR (3)	\$ 41.82						<u>(5)</u>	11/30/2021	Class A Common	20,500
SAR (3)	\$ 36.41						<u>(6)</u>	11/27/2022	Class A Common	20,500
SAR (3)	\$ 61.69						<u>(7)</u>	11/11/2023	Class A Common	10,000
SAR (3)	\$ 74.38	11/11/2014		A	10,000		<u>(8)</u>	11/11/2024	Class A Common	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
roporting of their remotifications	Director	10% Owner	Officer	Other			
JOHNSON WARREN C							
P.O. BOX 189			Vice				
13133 BEAR ROAD			President				
WALES CENTER, NY 14169							

Signatures

Timothy P. Balkin, as Power of Attorney for Warren C.

Johnson

11/13/2014

**Signature of Reporting Person Date

Reporting Owners 2

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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) Option to buy granted under the 1998 and/or 2003 Incentive Stock Option Plan.
- (2) Option exercisable as follows: 1,736 on 11/30/12, 3,568 on 11/30/2013 and 14,946 on 11/30/2014.
- (3) Stock Appreciation Rights (SAR) granted under the 2008 Incentive Stock Option Plan.
- (4) SAR exercisable as follows: 6,834 on 11/30/11, 6,833 on 11/30/12 and 6,833 on 11/30/13.
- (5) SAR exercisable as follows: 6,834 on 11/30/12, 6,833 on 11/30/13 and 6,833 on 11/30/14.
- (6) SAR is exercisable as follows: 6,834 on 11/27/2013, 6,833 on 11/27/2014 and 6,833 on 11/27/2015.
- (7) SAR is exercisable as follows: 3,334 on 11/11/2014, 3,333 on 11/11/2015 and 3,333 on 11/11/2016.
- (8) SAR is exercisable as follows: 3,334 on 11/11/2015, 3,333 on 11/11/2016 and 3,333 on 11/11/2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.