MOOG INC. Form 4 December 01, 2015

#### **OMB APPROVAL**

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Walter Jennifer

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

MOOG INC. [MOGA/MOGB]

Symbol

(Check all applicable)

(First) (Last)

(Middle)

3. Date of Earliest Transaction

Director

10% Owner

SENECA ST & JAMISOND RD

(Street)

(Month/Day/Year) 11/27/2015

X\_ Officer (give title below)

Other (specify

below) Controller

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

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

EAST AURORA, NY 14052

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

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

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Indirect (I) Ownership Owned Following (Instr. 4) (Instr. 4)

Reported (A) Transaction(s) or

(Instr. 3 and 4) Code V Amount (D) Price

Class B Common (1)

(Instr. 3)

718 Ι 401 (k)

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

### Edgar Filing: MOOG INC. - Form 4

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)	tiono S ) A (A C (I (I	. Numl f Deriv decurition Acquire A) or Dispose D) Instr. 3 nd 5)	vative es d d of	6. Date Exer Expiration D (Month/Day/	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	I	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
SAR (2)	\$ 26.66							(3)	12/01/2019	Class A Common	3,000
SAR (2)	\$ 36.86							<u>(4)</u>	11/30/2020	Class A Common	2,000
SAR (2)	\$ 41.82							<u>(5)</u>	11/30/2021	Class A Common	4,000
SAR (2)	\$ 36.41							<u>(6)</u>	11/27/2022	Class A Common	4,000
SAR (2)	\$ 61.69							<u>(7)</u>	11/11/2023	Class A Common	2,000
SAR (2)	\$ 74.38							(8)	11/11/2024	Class A Common	2,000
SAR (9)	\$ 63.04							(10)	11/17/2025	Class A Common	667
SAR (9)	\$ 65.9	11/27/2015		A	]	1,333		<u>(11)</u>	11/17/2025(12)	Class B Common	1,333

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
reporting owner rune, reduces	Director	10% Owner	Officer	Other			
Walter Jennifer SENECA ST & JAMISOND RD EAST AURORA, NY 14052			Controller				

## **Signatures**

Timothy P. Balkin, as Power of Attorney for Jennifer
Walter

\*\*Signature of Reporting Person

Date

Reporting Owners 2

## **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) Reflects shares held in Moog Inc. Retirement Savings Plan as of the most recent report to participants.
- (2) Stock Appreciation Rights (SAR) granted under the 2008 Incentive Stock Option Plan.
- (3) SAR exercisable as follows: 1,000 on 12/1/10, 1,000 on 12/1/11 and 1,000 on 12/1/12.
- (4) SAR exercisable as follows: 667 on 11/30/11, 667 on 11/30/12 and 666 on 11/30/13.
- (5) SAR exercisable as follows: 1,334 on 11/30/12, 1,333 on 11/30/13 and 1,333 on 11/30/14.
- (6) SAR exercisable as follows: 1,334 on 11/27/13, 1,333 on 11/27/14 and 1,333 on 11/27/15.
- (7) SAR is exercisable as follows: 668 on 11/11/2014, 666 on 11/11/2015 and 666 on 11/11/2016
- (8) SAR is exercisable as follows: 668 on 11/11/2015, 666 on 11/11/2016 and 666 on 11/11/2017
- (9) Stock Appreciation Rights (SAR) granted under the Moog Inc. 2014 Long Term Incentive Plan.
- (10) SAR exercisable as follows: 223 on 11/17/2016, 222 on 11/17/2017 and 222 on 11/17/2018.
- (11) SAR exercisable as follows: 445 on 11/17/2016, 444 on 11/17/2017 and 444 on 11/17/2018.
  - Under the terms of the award, SARs expire ten years after the date of grant, which was November 17, 2015. For the purposes of this
- (12) Form 4, the transaction date on which the SARs are acquired is the date on which the exercise price has fixed, which was the tenth calendar day after the date of grant.

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.