MOOG INC. Form 4 November 19, 2015

subject to

Section 16.

Form 4 or

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer CHARGE CHANGES IN DENIELISMAL OWNERSHIP OF

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

10% Owner

Other (specify

0.5

Estimated average burden hours per response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction 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 2. Issuer Name and Ticker or Trading
Walter Jennifer

2. Issuer Name and Ticker or Trading
Symbol

Symbol

MOOC INC. INC. INC. AMOCP!

MOOG INC. [MOGA/MOGB]

3. Date of Earliest Transaction

SENECA ST & JAMISOND RD (Month/Day/Year) 11/17/2015

(Middle)

(Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Director

below)

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

X_ Officer (give title

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

(Check all applicable)

below) Controller

EAST AURORA, NY 14052

(First)

(Street)

(State)

1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or

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

Class B
Common (1)

718

I 401 (k)

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

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SEC 1474

(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. Transacti Code (Instr. 8)	Deriv Secur Acqu (A) o Dispo	vative rities ired rosed) : 3, 4,	6. Date Exer Expiration D (Month/Day)	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secur (Instr
				Code V	(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						(5)	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	11/17/2015		A	667		(10)	11/17/2025	Class A Common	667	\$

Reporting Owners

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

Signatures

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

11/19/2015

**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) Reflects equivalent shares held in Moog Inc. Retirement Savings Plan as of the most recent statement.

Reporting Owners 2

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- (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.

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.