

MOOG INC.
Form 4
November 21, 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 *
MASKREY ROBERT H

(Last) (First) (Middle)

98 HILLCREST ROAD

(Street)

EAST AURORA, NY 14052

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MOOG INC. [MOGA/MOGB]

3. Date of Earliest Transaction
(Month/Day/Year)
11/21/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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 Beneficial Ownership (Instr. 4)
Class A Common	11/21/2014		S	200 D	\$ 76 23,495	D	
Class B Common					37,000	I	Spouse ⁽¹⁾
Class B Common					16,534	D	

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

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SEC 1474
(9-02)

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

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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy <u>(2)</u>	\$ 28.94					11/29/2006	11/29/2015	Class A Common	1,538
Option to Buy <u>(2)</u>	\$ 36.67					11/28/2007	11/28/2016	Class A Common	1,538
Option to Buy <u>(2)</u>	\$ 45.45					11/26/2008	11/26/2017	Class A Common	1,538
SAR <u>(3)</u>	\$ 35.12					10/31/2009	10/31/2018	Class A Common	1,500
SAR <u>(3)</u>	\$ 26.66					12/01/2010	12/01/2019	Class A Common	1,125
SAR <u>(3)</u>	\$ 36.86					11/30/2011	11/30/2020	Class A Common	1,500
SAR <u>(3)</u>	\$ 41.82					11/30/2012	11/30/2021	Class A Common	1,500
SAR <u>(3)</u>	\$ 36.41					11/27/2013	11/27/2022	Class A Common	1,500
SAR <u>(3)</u>	\$ 61.69					11/11/2014	11/11/2023	Class A Common	2,000
SAR <u>(3)</u>	\$ 74.38					11/11/2015	11/11/2024	Class A Common	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

MASKREY ROBERT H
98 HILLCREST ROAD X
EAST AURORA, NY 14052

Signatures

Timothy P. Balkin, as Power of Attorney for Robert H.
Maskrey

11/21/2014

__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) Mr. Maskrey disclaims any beneficial interest in shares owned by spouse.
- (2) Option to buy granted under the 1998 and/or 2003 Incentive Stock Option Plans.
- (3) Stock Appreciation Rights (SAR) granted under the 2008 Incentive Stock Option Plan.

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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