MOOG INC Form 4

November 04, 2008

OMB APPROVAL

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

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

Check this box

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Scannell John Issuer Symbol MOOG INC [MOGA/MOGB]

(Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction

(Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify 17 NYE HILL ROAD 10/31/2008 below) below) Vice President, CFO

> (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

> > Filed(Month/Day/Year) Applicable Line)

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

EAST AURORA, NY 14052

(State)

(Zip)

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 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 (Instr. 3 and 4) Code V Amount (D) Price Class B

585 Ι 401(K) (1) Common

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercise Expiration Date (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
SAR (2)	\$ 35.12	10/31/2008		A	20,500	(3)	10/31/2018	Class A Common	20,500
Option to Buy	\$ 7.07					<u>(5)</u>	11/10/2009	Class A Common	10,125
Option to Buy	\$ 12.53					(6)	11/26/2012	Class A Common	11,250
Option to Buy	\$ 28.01					<u>(7)</u>	11/30/2014	Class A Common	11,250
Option to Buy	\$ 36.67					<u>(8)</u>	11/28/2016	Class A Common	20,250
Option to Buy	\$ 42.45					11/26/2010	11/26/2017	Class A Common	20,250

Reporting Owners

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

Scannell John 17 NYE HILL ROAD EAST AURORA, NY 14052

Vice President, CFO

Signatures

Timothy P.	11/04/2008
Balkin	11/04/2000
**C:	ъ.

**Signature of Da Reporting Person

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) Reflects shares held in Moog Inc. Retirement Savings Plan as of the most recent annual report to participants, September 30, 2008.
- (2) Stock Appreciation Rights (SAR) granted under the 2008 Stock Appreciation Rights Plan.
- (3) Stock Appreciation Rights exercisable as follows: 6,834 on 10/31/09, 6,833 on 10/31/10 and 6,833 on 10/31/11.
- (4) Option to buy granted under 1998 and/or 2003 Incentive Stock Option Plan.
- (5) Options exercisable as follows: 2,025 on 11/10/00, 2,025 on 11/10/01, 2,025 on 11/10/02, 2,025 on 11/10/03 and 2,025 on 11/10/04.
- (6) Options exercisable as follows: 2,250 on 11/26/03, 2,250 on 11/26/04, 2,250 on 11/26/05, 2,250 on 11/26/06 and 2,250 on 11/26/07.
- (7) Options exercisable as follows: 2,250 on 11/30/05, 2,250 on 11/30/06, 2,250 on 11/30/07, 2,250 on 11/30/08 and 2,250 on 11/30/09.
- (8) Options exercisable as follows: 239 on 11/28/07, 1,008 on 11/28/08, 1,008 on 11/28/09, 2,727 on 11/28/10, 2,727 on 11/28/11, 2,727 on 11/28/12, 2,727 on 11/28/13, 2,727 in 11/28/14, 2,727 on 11/28/15 and 1,633 on 11/28/16.

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.