

MOOG INC.  
Form 4  
November 19, 2015

**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 \*  
**BURGHARDT R. ERIC**

(Last) (First) (Middle)

**SENECA ST AND JAMISON RD**

(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)  
**11/17/2015**

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)  
Vice President

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                  |                                      |  |                                | (A) or (D) Price  | 625   | D  |   |
| Class B Common <sup>(1)</sup>   |                                      |  |                                | (A) or (D) Price  | 440   | 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)

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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 (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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| SAR <sup>(2)</sup>                         | \$ 41.82   |                                      |  |                                |  | <sup>(3)</sup> 11/30/2021                                | Class A Common  | 4,000                         |
| SAR <sup>(2)</sup>                         | \$ 36.41   |                                      |  |                                |  | <sup>(4)</sup> 11/27/2022                                | Class A Common  | 4,000                         |
| SAR <sup>(2)</sup>                         | \$ 61.69   |                                      |  |                                |  | <sup>(5)</sup> 11/11/2023                                | Class A Common  | 2,000                         |
| SAR <sup>(2)</sup>                         | \$ 74.38   |                                      |  |                                |  | <sup>(6)</sup> 11/11/2024                                | Class A Common  | 2,000                         |
| SAR <sup>(7)</sup>                         | \$ 63.04   | 11/17/2015                           |  | A                              | 3,333  | <sup>(8)</sup> 11/17/2025                                | Class A Common  | 3,333                         |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                |       |
|--|---------------|-----------|----------------|-------|
|  | Director      | 10% Owner | Officer        | Other |
| BURGHARDT R. ERIC<br>SENECA ST AND JAMISON RD<br>EAST AURORA, NY 14052 |               |           | Vice President |       |

## Signatures

Timothy P. Balkin, as Power of Attorney for R. Eric Burghardt  
 \*\*Signature of Reporting Person  
 11/19/2015  
 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.
- (2) Stock Appreciation Right (SAR) granted under the 2008 Appreciation Rights Plan.
- (3) SAR exercisable as follows: 1,334 on 11/30/12, 1,333 on 11/30/13 and 1,333 on 11/30/14.

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- (4) SAR exercisable as follows: 1,334 on 11/27/13, 1,333 on 11/27/14 and 1,333 on 11/27/15.
- (5) SAR is exercisable as follows: 668 on 11/11/2014, 666 on 11/11/2015 and 666 on 11/11/2016
- (6) SAR is exercisable as follows: 668 on 11/11/2015, 666 on 11/11/2016 and 666 on 11/11/2017
- (7) Stock Appreciation Rights (SAR) granted under the Moog Inc. 2014 Long Term Incentive Plan.
- (8) SARs exercisable as follows: 1,111 on 11/17/2016, 1,111 on 11/17/2017 and 1,111 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.

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