

MOOG INC

Form 4

November 16, 2011

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
JOHNSON WARREN C

(Last) (First) (Middle)

P.O. BOX 189, 13133 BEAR ROAD

(Street)

WALES CENTER, NY 14169

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
MOOG INC [moga/mogb]

3. Date of Earliest Transaction
(Month/Day/Year)
11/15/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Corporate Vice President

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

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)
			Code	V	Amount	(A) or (D)	Price
Class A Common	11/15/2011		M		6,400	A	\$ 12.53
							55,267
Class A Common	11/15/2011		S		4,900	D	\$ 40.0671
							50,367

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

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(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. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy <u>(1)</u>	\$ 12.53	11/15/2011		M		6,400		<u>(2)</u>	11/26/2012	Class A Common	6,400
Option to Buy <u>(1)</u>	\$ 19.74							<u>(3)</u>	11/30/2014	Class A Common	20,250
Option to Buy <u>(1)</u>	\$ 28.01							<u>(4)</u>	11/30/2014	Class A Common	20,250
Option to Buy <u>(1)</u>	\$ 28.94							11/29/2015	11/29/2015	Class A Common	20,250
Option to Buy <u>(1)</u>	\$ 36.67							11/28/2009	11/28/2016	Class A Common	20,250
Option to Buy <u>(1)</u>	\$ 42.45							11/26/2010	11/26/2017	Class A Common	20,250
SAR <u>(5)</u>	\$ 35.12							<u>(6)</u>	10/31/2018	Class A Common	20,500
SAR <u>(5)</u>	\$ 26.66							<u>(7)</u>	12/01/2019	Class A Common	20,500
SAR <u>(5)</u>	\$ 36.86							<u>(8)</u>	11/30/2020	Class A Common	20,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
JOHNSON WARREN C P.O. BOX 189	Corporate Vice President

13133 BEAR ROAD
WALES CENTER, NY 14169

Signatures

Timothy P.
Balkin

11/16/2011

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) Option to buy granted under the 1998 and/or 2003 Incentive Stock Plan.
- (2) Options exercisable as follows: 176 on 11/26/05, 7,978 on 11/26/06, 7,978 on 11/26/07 and 4,118 on 11/26/08.
- (3) Options exercisable as follows: 2,451 on 12/2/08, 5,066 on 12/2/09, 5,066 on 12/2/10, 5,066 on 12/2/11 and 2,603 on 12/2/12.
- (4) Options exercisable as follows: 1,736 on 11/20/12, 3,568 on 11/30/13 and 14,946 on 11/30/14.
- (5) Stock Appreciation Right (SAR) granted under the 2008 Stock Appreciation Rights Plan.
- (6) SAR exercisable as follows: 6,834 on 10/31/09, 6,833 on 10/31/10 and 6,833 on 10/31/11.
- (7) SAR exercisable as follows: 5,125 on 12/10/10, 5,125 on 12/1/11 and 5,125 on 12/1/12.
- (8) SAR exercisable as follows: 6,834 on 11/30/11, 6,833 on 11/30/12 and 6,833 on 11/30/13.

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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