

MOOG INC.

Form 4

November 17, 2016

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 *
AUBRECHT RICHARD A

(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)
11/15/2016

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)
			Code	V Amount (A) or (D) Price			
Class A Common					64,934	D	
Class A Common					23,205	I	Spouse ⁽¹⁾
Class B Common					57,780	D	
Class B Common ⁽²⁾					40,586	I	401 (k)
Class B Common					3,708	I	Spouse ⁽¹⁾

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

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(9-02)

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. Amount or Number of Shares
				Code	V	(A)	(D)	
SAR <u>(3)</u>	\$ 35.12					<u>(4)</u>	10/31/2018	Class A Common 20,500
SAR <u>(3)</u>	\$ 26.66					<u>(4)</u>	12/01/2019	Class A Common 15,375
SAR <u>(3)</u>	\$ 36.86					<u>(4)</u>	11/30/2020	Class A Common 20,500
SAR <u>(3)</u>	\$ 41.82					<u>(4)</u>	11/30/2021	Class A Common 20,500
SAR <u>(3)</u>	\$ 36.41					<u>(4)</u>	11/27/2022	Class A Common 20,500
SAR <u>(3)</u>	\$ 61.69					<u>(4)</u>	11/11/2023	Class A Common 10,000
SAR <u>(3)</u>	\$ 74.38					<u>(4)</u>	11/11/2024	Class A Common 10,000
SAR <u>(5)</u>	\$ 63.04					<u>(4)</u>	11/17/2025	Class A Common 3,333
SAR <u>(5)</u>	\$ 65.9					<u>(4)</u>	11/17/2025	Class B Common 6,667
SAR <u>(5)</u>	\$ 71.65	11/15/2016		A		10,000	<u>(4)</u> 11/15/2026	Class B Common 10,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

AUBRECHT RICHARD A
SENECA ST AND JAMISON RD
EAST AURORA, NY 14052

X

Vice President

Signatures

Timothy P. Balkin, as Power of Attorney for Richard A.
Aubrecht

11/17/2016

__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) Dr. Aubrecht disclaims any beneficial interest in shares owned by spouse.
- (2) Reflects shares held in Moog Inc. Retirement Savings Plan as of the most recent report to participants.
- (3) Stock Appreciation Rights (SAR) granted under the 2008 Incentive Stock Option Plan.
- (4) SARs become exercisable ratably over three years beginning on the first anniversary from the date of grant.
- (5) Stock Appreciation Rights (SAR) granted under the Moog Inc. 2014 Long Term Incentive 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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