

MOOG INC  
Form 4  
February 04, 2011

**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 \*  
AUBRECHT RICHARD A

(Last) (First) (Middle)

308 STONEHEDGE DR

(Street)

ORCHARD PARK, NY 14127

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/03/2011

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  | (D)  | Price   |
| Class A Common                  | 12/08/2010                           |  | G                              |   | 3,831   | D  | \$ 0  |
| Class A Common                  | 02/03/2011                           |  | S                              |   | 2,000   | D  | \$ 43.5176  |
| Class A Common                  | 02/03/2011                           |  | S                              |   | 5,000   | A  | \$ 43.5825  |
| Class A Common (1)              |                                      |  |                                |   |   |  | 9,968   |
| Class A Common                  |                                      |  |                                |   |   |  | 40,077  |
|                                 |                                      |  |                                |   |   | I  | Spouse (2)  |

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|                                 |        |   |                   |
|---------------------------------|--------|---|-------------------|
| Class B<br>Common               | 57,780 | D |                   |
| Class B<br>Common<br><u>(1)</u> | 33,789 | I | 401 (k)           |
| Class B<br>Common               | 3,708  | I | Spouse <u>(2)</u> |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Pri<br>Deriv<br>Secur<br>(Instr |                                     |
|---|--|---|---|--------------------------------------|--|--|---|------------------------------------|-------------------------------------|
|   |  |   |   | Code                                 | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title                              | Amount<br>or<br>Number<br>of Shares |
| Option<br>to Buy<br><u>(3)</u>                      | \$ 8.82  |   |   |                                      |  | <u>(4)</u>   | 11/28/2011  | Class A<br>Common                  | 20,250                              |
| Option<br>to Buy<br><u>(3)</u>                      | \$ 12.53   |   |   |                                      |  | <u>(5)</u>   | 11/26/2012  | Class A<br>Common                  | 20,250                              |
| Option<br>to Buy<br><u>(3)</u>                      | \$ 19.74   |   |   |                                      |  | <u>(6)</u>   | 12/02/2013  | Class A<br>common                  | 20,250                              |
| Option<br>to Buy<br><u>(3)</u>                      | \$ 28.01   |   |   |                                      |  | 09/19/2014   | 11/30/2014  | Class A<br>Common                  | 20,250                              |
| Option<br>to Buy<br><u>(3)</u>                      | \$ 28.94   |   |   |                                      |  | 09/19/2014   | 11/29/2015  | Class A<br>Common                  | 20,250                              |
|   | \$ 36.67   |   |   |                                      |  | 11/28/2009   | 11/28/2016  |                                    | 20,250                              |

|                         |          |            |            |  |                   |        |
|-------------------------|----------|------------|------------|--|-------------------|--------|
| Option<br>to Buy<br>(3) |          |            |            |  | Class A<br>Common |        |
| Option<br>to Buy<br>(3) | \$ 42.45 | 11/26/2010 | 11/26/2017 |  | Class A<br>Common | 20,250 |
| SAR (7)                 | \$ 35.12 | (8)        | 10/31/2018 |  | Class A<br>Common | 20,500 |
| SAR (7)                 | \$ 26.66 | (9)        | 12/01/2019 |  | Class A<br>Common | 15,375 |
| SAR (7)                 | \$ 36.86 | (10)       | 11/30/2020 |  | Class A<br>Common | 20,500 |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                |       |
|---|---------------|-----------|----------------|-------|
|   | Director      | 10% Owner | Officer        | Other |
| AUBRECHT RICHARD A<br>308 STONEHEDGE DR<br>ORCHARD PARK, NY 14127 |               |           | Vice President |       |

## Signatures

Timothy P  
Balkin

02/04/2011

\*\*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) Reflects shares held in Moog Inc. Retirement Savings Plan as of the most recent report to participants, September 30, 2010.
- (2) Dr. Aubrecht disclaims any beneficial interest in shares owned by spouse.
- (3) Option to buy granted under the 1998 and/or 2003 Incentive Stock Option Plan.
- (4) Options exercisable as follows: 2,832 on 11/28/05, 11,332 on 11/28/06 and 6,086 on 11/28/07.
- (5) Options exercisable as follows: 3,696 on 11/26/07, 7,978 on 11/26/08, 7,978 on 11/26/09 and 598 on 11/26/10.
- (6) Options exercisable as follows: 4,686 on 12/2/10, 5,065 on 12/2/11, 5,065 on 12/2/12 and 5,434 on 12/2/13.
- (7) Stock Appreciation rights (SAR) granted under the 2008 Stock Appreciation Rights Plan.
- (8) SAR exercisable as follows: 6,834 on 10/31/09, 6,833 on 10/31/10 and 6,833 on 10/31/11.
- (9) SAR exercisable as follows: 5,125 on 12/1/10, 5,125 on 12/1/11 and 5,125 on 12/1/12.
- (10) SAR exercisable as follows: 6,834 on 11/30/11, 6,833 on 11/30/12 and 6,833 on 11/30/13.

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