

MOOG INC.

Form 4

September 11, 2014

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 *
LIPKE BRIAN J

(Last) (First) (Middle)

**3556 LAKE SHORE RD, P O BOX
2028**

(Street)

BUFFALO, NY 14219-0228

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
09/09/2014

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)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Class A Common	09/09/2014		F		600	D	\$ 71.82
Class A Common	09/09/2014		M		1,537	A	\$ 28.01
Class A Common	09/09/2014		F		620	D	\$ 71.82
Class A Common	09/09/2014		M		1,538	A	\$ 28.94

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

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SEC 1474
(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	9. D S (I
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Option to Buy (1)	\$ 28.01	09/09/2014		M	1,537	11/30/2005	11/30/2014	Class A Common	1,537	
Option to Buy (1)	\$ 28.94	09/09/2014		M	1,538	11/29/2006	11/29/2015	Class A Common	1,538	
Option to Buy (1)	\$ 36.67					11/28/2007	11/28/2016	Class A Common	1,538	
Option to Buy (1)	\$ 42.45					11/26/2008	11/26/2017	Class A Common	1,538	
SAR (2)	\$ 35.12					10/31/2009	10/31/2018	Class A Common	1,500	
SAR (1)	\$ 26.66					12/01/2010	12/01/2019	Class A Common	1,125	
SAR (2)	\$ 36.86					11/30/2011	11/30/2020	Class A Common	1,500	
SAR (2)	\$ 41.82					11/30/2012	11/30/2021	Class A Common	1,500	
SAR (2)	\$ 36.41					11/27/2013	11/27/2022	Class A Common	1,500	
SAR	\$ 61.69					11/11/2014	11/11/2023	Class A Common	2,000	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
LIPKE BRIAN J 3556 LAKE SHORE RD P O BOX 2028 BUFFALO, NY 14219-0228	X

Signatures

Timothy P. Balkin, as Power of Attorney for Brian J. Lipke	09/11/2014
**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 Option Plan.
- (2) Stock Appreciation Rights (SAR) granted under the 2008 Incentive Stock Option 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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