

MOOG INC.  
Form 4  
December 01, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**GISEL WILLIAM G JR**

(Last) (First) (Middle)

**SENECA ST & JAMISOND 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)  
**11/27/2015**

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)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Code V Amount (D) Price   |  |                                   |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

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| Derivative Security |          |            | (A) or Disposed of (D) (Instr. 3, 4, and 5) |       | Date Exercisable | Expiration Date           | Title          | Amount or Number of Shares |
|---------------------|----------|------------|---|-------|------------------|---------------------------|----------------|----------------------------|
|                     |          |            | Code  | V     |                  |                           |                |                            |
| SAR <sup>(1)</sup>  | \$ 36.41 |            |   |       | 11/27/2013       | 11/27/2022                | Class A Common | 1,500                      |
| SAR <sup>(1)</sup>  | \$ 61.69 |            |   |       | 11/11/2014       | 11/11/2023                | Class A Common | 2,000                      |
| SAR <sup>(1)</sup>  | \$ 74.38 |            |   |       | 11/11/2015       | 11/11/2024                | Class A Common | 2,000                      |
| SAR <sup>(2)</sup>  | \$ 65.9  | 11/27/2015 | A   | 2,500 | 11/17/2016       | 11/17/2025 <sup>(3)</sup> | Class B Common | 2,500                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| GISEL WILLIAM G JR<br>SENECA ST & JAMISOND RD<br>EAST AURORA, NY 14052 |               |           |         | X     |

## Signatures

Timothy P. Balkin, as Power of Attorney for William G. Gisel Jr. 12/01/2015

\*\*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) Stock Appreciation Rights (SAR) granted under the 2008 Plan.
  - (2) Stock Appreciation Rights (SAR) granted under the Moog Inc. 2014 Long Term Incentive Plan.
- Under the terms of the grant, SARs expire ten years after the date of grant, which was November 17, 2015. For the purposes of this Form
- (3) 4, the transaction date on which the SARs are acquired is the date on which the exercise price has fixed, which was the tenth calendar day after the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.