

MOOG INC
Form 4
November 28, 2007

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 *
BERARDI MARTIN

(Last) (First) (Middle)
61 TERRACE LANCE
(Street)
ELMA, NY 14059
(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/26/2007

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)
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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial 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.

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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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|-----------------------------|------------------------------|------------------|------------|---|------|---|--------|-----|------------------|-----------------|----------------|----------------------------|
| | | | | | | | | | | | | |
| Option to Buy <u>(1)</u> | \$ 42.45 | 11/26/2007 | | | A | | 20,250 | | 11/26/2010 | 11/26/2017 | Class A Common | 20,250 |
| Option to Buy <u>(1)</u> | \$ 12.53 | | | | | | | | <u>(2)</u> | 11/26/2012 | Class A Common | 20,250 |
| Option to Buy <u>(1)</u> | \$ 19.74 | | | | | | | | <u>(3)</u> | 12/02/2013 | 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 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| BERARDI MARTIN 61 TERRACE LANCE ELMA, NY 14059 | | | Vice President | |

Signatures

Timothy P. Balkin 11/28/2007

**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 1998 and/or 2003 Incentive Stock Option Plan.

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- (2) Options exercisable as follows: 4,390 on 11/26/05, 7,979 on 11/26/06 and 7,881 on 11/26/07.
- (3) Options exercisable as follows: 62 on 12/2/07, 5,066 on 12/2/08m 5,065 on 12/2/09, 5,065 on 12/2/10 and 4,992 on 12/2/11.
- (4) Options exercisable as follows: 51 on 11/30/11, 3,569 on 11/30/12, 3,568 on 11/30/13 and 13,062 on 11/30/14.

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.