

MOOG INC
Form 4
November 04, 2008

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 *
Scannell John

(Last) (First) (Middle)
17 NYE HILL ROAD
(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)
10/31/2008

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, CFO

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)
Class B Common				(A) or (D) Price	585	I	401(K) <u>(1)</u>

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
SAR ⁽²⁾	\$ 35.12	10/31/2008		A	20,500	⁽³⁾	10/31/2018	Class A Common	20,500
Option to Buy ⁽⁴⁾	\$ 7.07					⁽⁵⁾	11/10/2009	Class A Common	10,125
Option to Buy ⁽⁴⁾	\$ 12.53					⁽⁶⁾	11/26/2012	Class A Common	11,250
Option to Buy ⁽⁴⁾	\$ 28.01					⁽⁷⁾	11/30/2014	Class A Common	11,250
Option to Buy ⁽⁴⁾	\$ 36.67					⁽⁸⁾	11/28/2016	Class A Common	20,250
Option to Buy ⁽⁴⁾	\$ 42.45					11/26/2010	11/26/2017	Class A Common	20,250

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Scannell John 17 NYE HILL ROAD EAST AURORA, NY 14052			Vice President, CFO	

Signatures

Timothy P. Balkin 11/04/2008

⁽⁴⁾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 annual report to participants, September 30, 2008.
- (2) Stock Appreciation Rights (SAR) granted under the 2008 Stock Appreciation Rights Plan.
- (3) Stock Appreciation Rights exercisable as follows: 6,834 on 10/31/09, 6,833 on 10/31/10 and 6,833 on 10/31/11.
- (4) Option to buy granted under 1998 and/or 2003 Incentive Stock Option Plan.
- (5) Options exercisable as follows: 2,025 on 11/10/00, 2,025 on 11/10/01, 2,025 on 11/10/02, 2,025 on 11/10/03 and 2,025 on 11/10/04.
- (6) Options exercisable as follows: 2,250 on 11/26/03, 2,250 on 11/26/04, 2,250 on 11/26/05, 2,250 on 11/26/06 and 2,250 on 11/26/07.
- (7) Options exercisable as follows: 2,250 on 11/30/05, 2,250 on 11/30/06, 2,250 on 11/30/07, 2,250 on 11/30/08 and 2,250 on 11/30/09.
- (8) Options exercisable as follows: 239 on 11/28/07, 1,008 on 11/28/08, 1,008 on 11/28/09, 2,727 on 11/28/10, 2,727 on 11/28/11, 2,727 on 11/28/12, 2,727 on 11/28/13, 2,727 in 11/28/14, 2,727 on 11/28/15 and 1,633 on 11/28/16.

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.