

AUBRECHT RICHARD A
 Form 4
 November 15, 2018

FORM 4

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

OMB APPROVAL

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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)

SENECA ST AND JAMISON 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)
 11/24/2017

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	(A) or (D)	Price			
Class A Common	11/24/2017		G		3,912	D	\$ 0	40,749	D	
Class A Common	12/05/2017		G		120	D	\$ 0	40,629	D	
Class A Common	11/13/2018		A ⁽¹⁾		350	A ⁽¹⁾	\$ 0 ⁽²⁾	40,979	D	
Class A Common	11/13/2018		F ⁽³⁾		119	D	\$ 79.15	40,860	D	
Class A Common	07/19/2018		G		1,035	D	\$ 0	22,170	I	Spouse ⁽⁴⁾

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Class A Common	08/28/2018	G	5,963	D	\$ 0	16,207	I	Spouse ⁽⁴⁾
Class B Common	08/28/2018	G	20,946	D	\$ 0	37,159 ⁽⁵⁾	D	
Class B Common	11/13/2018	A ⁽¹⁾	701	A ⁽¹⁾	\$ 0 ⁽²⁾	37,860	D	
Class B Common	11/13/2018	F ⁽³⁾	239	D	\$ 80.19	37,621	D	
Class B Common						3,708	I	Spouse ⁽⁴⁾
Class B Common <u>(6)</u>						40,793	I	401 (k)

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)

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. Price of Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
SAR ⁽⁷⁾	\$ 36.41					⁽⁸⁾	11/27/2022	Class A Common	20,500
SAR ⁽⁷⁾	\$ 61.69					⁽⁸⁾	11/11/2023	Class A Common	10,000
SAR ⁽⁷⁾	\$ 74.38					⁽⁸⁾	11/11/2024	Class A Common	10,000
SAR ⁽⁹⁾	\$ 63.04					⁽⁸⁾	11/17/2025	Class A Common	3,333
SAR ⁽⁹⁾	\$ 65.9					⁽⁸⁾	11/17/2025	Class B	6,667

				Common	
SAR ⁽⁹⁾	\$ 71.648	⁽⁸⁾	11/15/2026	Class B Common	10,000
SAR ⁽⁹⁾	\$ 82.31	⁽⁸⁾	11/14/2027	Class B Common	6,181

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AUBRECHT RICHARD A SENECA ST AND JAMISON RD EAST AURORA, NY 14052			Vice President	

Signatures

Timothy P. Balkin, as Power of Attorney for Richard A. Aubrecht

11/15/2018

**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) Shares issued pursuant to vesting of performance-based restricted stock units that were granted to the reporting person on November 17, 2015, upon achievement of performance goals under the 2014 Moog Inc. Long Term Incentive Plan.
- (2) The performance-based restricted stock units were granted under an equity incentive compensation plan maintained by Moog Inc. and therefore the reporting person paid no price for the performance-based restricted stock units.
- (3) Shares withheld for taxes upon the settlement in shares of performance-based restricted stock units previously granted to the reporting person.
- (4) Dr. Aubrecht disclaims any beneficial interest in shares owned by spouse.
- (5) Includes 325 shares of Class B Common acquired under the Moog Inc. Employee Stock Purchase Plan on December 31, 2017 and July 1, 2018.
- (6) Reflects shares held in Moog Inc. Retirement Savings Plan as of the most recent report to participants.
- (7) Stock Appreciation Rights (SAR) granted under the 2008 Incentive Stock Option Plan.
- (8) SARs become exercisable ratably over three years beginning on the first anniversary from the date of grant.
- (9) Stock Appreciation Rights (SAR) granted under the Moog Inc. 2014 Long Term Incentive Plan.

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.