MOOG INC Form 4 February 01, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

3235-0287

January 31,

2005

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Number:

Expires:

response...

5 Relationship of Reporting Person(s) to

D

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Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction

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

1(b).

Class A

Common

01/31/2007

(Print or Type Responses)

1 Name and Address of Reporting Person *

BERARDI MARTIN				2. Issuer Name and Ticker or Trading Symbol MOOG INC [MOGA/MOGB]						S. Relationship of Reporting Person(s) to Issuer				
	(Last)	(First) (N	Middle)	3. Date of Earliest Transaction						(Check all applicable)				
61 TERRACE LANE				(Month/Day/Year) 01/31/2007						Director 10% Owner _X Officer (give title Other (specify below) Vice President				
(Street)				4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check				
	ELMA, NY	· · · · ·						Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
	(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Dispo								ired, Disposed of	ed of, or Beneficially Owned			
	1.Title of Security (Instr. 3)	ecurity (Month/Day/Year) Execution any			3. Transa Code (Instr.	8)	4. Securiti on(A) or Dis (Instr. 3, 4	posed	of (D)	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)		
	Class A Common	01/31/2007			M	·	20,250	A		20,250	D			
	Class A Common	01/31/2007			M		20,250	A	\$ 7.59	40,500	D			
	Class A Common	01/31/2007			M		20,250	A	\$ 8.82	60,750	D			

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

S

60,750 D

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transactic Code (Instr. 8)	5. Number of tiorDerivative Securities) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Buy	\$ 7.07	01/31/2007		M		20,250	(2)	11/10/2009	Class A Common	20,250
Option to Buy	\$ 7.59	01/31/2007		M		20,250	(3)	11/29/2010	Class A Common	20,250
Option to Buy	\$ 8.82	01/31/2007		M		20,250	<u>(4)</u>	11/28/2011	Class A Common	20,250
Option to Buy	\$ 12.53						<u>(5)</u>	11/26/2012	Class A Common	20,250
Option to Buy	\$ 19.74						<u>(6)</u>	12/02/2013	Class A Common	20,250
Option to Buy	\$ 28.01						<u>(7)</u>	11/30/2014	Class A Common	20,250
Option to Buy	\$ 28.94						11/29/2015	11/29/2015	Class A Common	20,250
Option to Buy	\$ 36.67						11/28/2009	11/28/2016	Class A Common	20,250

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BERARDI MARTIN

61 TERRACE LANE Vice President

ELMA, NY 14059

Signatures

Timothy P. 02/01/2007

**Signature of Date
Reporting Person

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.
- (2) Options exercisable as follows: 4,336 on 11/10/00, 14,138 on 11/10/01 and 1,776 on 11/10/02.
- (3) Options exercisable as follows: 11,514 on 11/29/02 and 8,736 on 11/29/2003.
- (4) Options exercisable as follows: 3,816 on 11/28/03, 11,337 on 11/28/04 and 5,097 on 11/28/05.
- (5) Options exercisable as follows: 4,390 on 11/26/05, 7,979 on 11/26/06 and 7,881 on 11/26/07.
- (6) Options exercisable as follows: 62 on 12/02/07, 5,066 on 12/02/08, 5,065 on 12/02/09, 5,065 on 12/02/10 and 4,992 on 12/02/11.
- (7) 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.

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