AUBRECHT RICHARD A
Form 4
November 13, 2017

FORM 4

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

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

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).

(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)
11/08/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ 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 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	11/08/2017		M		20,500	A	$ 36.86	66,549	D	
Class A Common	11/08/2017		F		14,903 (1)	D	$ 84.51	51,646	D	
Class A Common	11/08/2017		M		20,500	A	$ 41.82	72,146	D	
Class A Common	11/08/2017		F		15,486 (2)	D	$ 84.51	56,660	D	
Class A Common	11/08/2017		S		4,000	D	$ 83.57	52,660	D	

Class A Common	11/09/2017	S	4,000	D	$ 83.72	48,660	D	
Class A Common	11/10/2017	S	3,999	D	$ 82.31	44,661	D	
Class A Common						23,205	I	Spouse (3)
Class B Common						57,780	D	
Class B Common (4)						40,566	I	401 (k)
Class B Common						3,708	I	Spouse (3)

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 D S (I
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
SAR (5)	$ 36.86	11/08/2017		M			20,500	(6)	11/30/2020	Class A Common	20,500	
SAR (5)	$ 41.82	11/08/2017		M			20,500	(6)	11/30/2021	Class A Common	20,500	
SAR (5)	$ 36.41							(6)	11/27/2022	Class A Common	20,500	
SAR (5)	$ 61.69							(6)	11/11/2023	Class A Common	10,000	
SAR (5)	$ 74.38							(6)	11/11/2024	Class A Common	10,000	
SAR (7)	$ 63.04							(6)	11/17/2025	Class A	3,333	

					Common	
SAR (7)	$ 65.9	(6)	11/17/2025	Class B Common	6,667	
SAR (7)	$ 71.65	(6)	11/15/2026	Class B Common	10,000	

Reporting Owners

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

Signatures

Timothy P. Balkin, as Power of Attorney for Richard A. Aubrecht	11/10/2017
**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) This represents the difference between the number of SARs exercised (20,500) and the number of shares issued as a result of the exercise (5,597). The number of shares to be issued under a SAR exercise is determined by multiplying the number of SARs being exercised by the difference between the FMV on the date of exercise ($84.51) and the exercise price ($36.86). Additional shares are then withheld to satisfy the Company's tax withholding obligations.

(2) This represents the difference between the number of SARs exercised (20,500) and the number of shares issued as a result of the exercise (5,014). The number of shares to be issued under a SAR exercise is determined by multiplying the number of SARs being exercised by the difference between the FMV on the date of exercise ($84.51) and the exercise price ($41.82). Additional shares are then withheld to satisfy the Company's tax withholding obligations.

(3) Dr. Aubrecht disclaims any beneficial interest in shares owned by spouse.

(4) Reflects shares held in Moog Inc. Retirement Savings Plan as of the most recent report to participants.

(5) Stock Appreciation Rights (SAR) granted under the 2008 Incentive Stock Option Plan.

(6) SARs become exercisable ratably over three years beginning on the first anniversary from the date of grant.

(7) 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.
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