Walter Jennifer
Form 4
December 07, 2018

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 *
Walter Jennifer

(Last) (First) (Middle)

SENECA ST & 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)
12/05/2018

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 - Finance

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								36	D	
Class B Common	12/05/2018		A (1)		274	A (1)	$ 0 (2)	547	D	
Class B Common (3)								722	I	401 (k)

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

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number.

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 Derivat Securit (Instr. 5
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
SAR (4)	$ 36.86							(5)	11/30/2020	Class A Common	2,000	
SAR (4)	$ 41.82							(5)	11/30/2021	Class A Common	4,000	
SAR (4)	$ 36.41							(5)	11/27/2022	Class A Common	4,000	
SAR (4)	$ 61.69							(5)	11/11/2023	Class A Common	2,000	
SAR (4)	$ 74.38							(5)	11/11/2024	Class A Common	2,000	
SAR (6)	$ 63.04							(5)	11/17/2025	Class A Common	667	
SAR (6)	$ 65.9							(5)	11/17/2025	Class B Common	1,333	
SAR (6)	$ 71.648							(5)	11/15/2026	Class B Common	2,000	
SAR (6)	$ 82.31							(5)	11/14/2027	Class B Common	1,611	
SAR	$ 80.19							(5)	11/13/2028	Class B Common	1,741	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			Vice President - Finance	

Walter Jennifer
SENECA ST & JAMISON RD
EAST AURORA, NY 14052

Signatures

Timothy P. Balkin, as Power of Attorney for Jennifer Walter	12/07/2018
**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) Awarded under the 2014 Moog Inc. Long Term Incentive Plan.

(2) Stock bonus.

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

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

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

(6) 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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