

GREEN JOE C
Form 4
May 14, 2013

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 *
GREEN JOE C

(Last) (First) (Middle)
228 RIVERMIST DRIVE
(Street)

BUFFALO, NY 14202

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MOOG INC. [MOGA/MOGB]

3. Date of Earliest Transaction
(Month/Day/Year)
05/10/2013

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)
EVP, CAO, Director

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)			
				(A) or (D)	Price					
Class A Common	05/10/2013		M	V	10,669	A	\$ 48.66	15,123	D	

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
SAR ⁽¹⁾	\$ 35.12	05/10/2013		M	20,500	⁽²⁾	10/31/2018	Class A Common	20,500
SAR ⁽¹⁾	\$ 26.66	05/10/2013		M	15,375	⁽³⁾	12/01/2019	Class A Common	15,375
SAR ⁽¹⁾	\$ 36.86	05/10/2013		M	13,667	⁽⁴⁾	11/30/2020	Class A Common	13,667
SAR ⁽¹⁾	\$ 41.82	05/10/2013		M	6,834	⁽⁵⁾	11/30/2021	Class A Common	6,834
Option to Buy ⁽⁶⁾	\$ 19.74					⁽⁷⁾	12/02/2013	Class A Common	11,613
Option to Buy ⁽⁶⁾	\$ 28.01					03/02/2011	11/30/2014	Class A Common	20,250
Option to Buy ⁽⁶⁾	\$ 28.94					03/02/2011	11/29/2015	Class A Common	20,250
Option to Buy ⁽⁶⁾	\$ 36.67					11/28/2009	11/28/2016	Class A Common	20,250
Option to Buy ⁽⁶⁾	\$ 42.45					11/26/2010	11/26/2017	Class A Common	20,250
SAR ⁽¹⁾	\$ 36.41					⁽⁸⁾	11/27/2022	Class A Common	20,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GREEN JOE C 228 RIVERMIST DRIVE BUFFALO, NY 14202	X		EVP, CAO, Director	

Signatures

Timothy P.
Balkin

05/14/2013

 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) Stock Appreciation Rights (SAR) granted under the 2008 Incentive Stock Option Plan.
 - (2) SAR exercisable as follows: 6,834 on 10/31/09, 6,833 on 10/31/10 and 6,833 on 10/31/11.
 - (3) SAR exercisable as follows: 5,125 on 12/1/10, 5,125 on 12/1/11 and 5,125 on 12/1/12.
 - (4) SAR exercisable as follows: 6,834 on 11/30/11, 6,833 on 11/30/12 and 6,833 on 11/30/13.
 - (5) SAR exercisable as follows: 6,834 on 11/30/12, 6,833 on 11/30/13 and 6,833 on 11/30/14.
 - (6) Option to buy granted under the 1998 and/or 2003 Incentive Stock Option Plan.
 - (7) Options exercisable as follows: 3,572 on 12/2/10 and 16,678 on 3/2/11.
 - (8) SAR is exercisable as follows: 6,834 on 11/27/2013, 6,833 on 11/27/2014 and 6,833 on 11/27/2015.

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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