

AUBRECHT RICHARD A  
Form 4  
November 15, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
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 <sup>(1)</sup>               | 350 A <sub>(1)</sub> \$ 0 <sup>(2)</sup>                          | 40,979  | D  |   |
| Class A Common                  | 11/13/2018                           |  | F <sup>(3)</sup>               | 119 D \$ 79.15  | 40,860  | D  |   |
| Class A Common                  | 07/19/2018                           |  | G                              | 1,035 D \$ 0  | 22,170  | I  | Spouse <sup>(4)</sup>                                 |

Edgar Filing: AUBRECHT RICHARD A - Form 4

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

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

|                    |           |                |            |                   |        |
|--------------------|-----------|----------------|------------|-------------------|--------|
|                    |           |                |            | Common            |        |
| SAR <sup>(9)</sup> | \$ 71.648 | <sup>(8)</sup> | 11/15/2026 | Class B<br>Common | 10,000 |
| SAR <sup>(9)</sup> | \$ 82.31  | <sup>(8)</sup> | 11/14/2027 | Class B<br>Common | 6,181  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                |       |
|---|---------------|-----------|----------------|-------|
|   | Director      | 10% Owner | Officer        | Other |
| AUBRECHT RICHARD A<br>SENECA ST AND JAMISON RD<br>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.