**SAR** (3)

\$61.69

FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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

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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3235-0287

Name and Address of Reporting Person*  MCLACHLAN STUART K						Issuer Name and Ticker or Trading Symbol MOOG INC [ MOGA/MOGB ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner				
(Last) (First) (Middle) SENECA ST & JAMISON RD						3. Date of Earliest Transaction (Month/Day/Year) 11/16/2022								X Officer (give title Other (specify below) below)  Vice President				r (specify
(Street) EAST AURORA NY 14052 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)								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 - N	Non-	Derivative	Securitie	es Acqu	uired	, Dispo	sed of, o	r Benefici	ally Ow	ned				
1. Title of Security (Instr. 3)						2. Transaction Date (Month/Day/Year)	Date Execution Date, 3. 4. 50				Securities Acquired (A) or posed Of (D) (Instr. 3, 4 and				5. Amount of Securities Beneficially Owned Following		Ownership m: Direct or irect (I)	7. Nature of Indirect Beneficial Ownership
								Code	V	A	mount	(A) or (D)	Price	R	eported ransaction( nstr. 3 and	s)	str. 4)	(Instr. 4)
Class B Common						11/16/2022		<b>A</b> (1)	A (1) 418		A	\$0		1,644		D		
Class B Common						11/16/2022		<b>F</b> <sup>(2)</sup>			202	D	\$85.170	)1	1,442		D	
Class A Common															612		D	
				Table II	- De (e.	erivative So.g., puts, ca	ecurities alls, warr	Acquir ants, o	ed, E ptior	ispose ns, con	ed of, or l vertible s	Beneficial securities)	ly Owne	ed				
1. Title of Derivativ Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	or Exercise Price of Derivative	tion 3A. Deemed Execution Date, if (Month/Day/Year)	Transaction Code (Instr. 8)  Deriv. Securior Discourse Acquior Dis		rities (Month/Da ired (A) sposed of astr. 3, 4		Date	ate Securities Underlying			tr. 3  8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	\	/ (A)	(D)		ate isable	Expiration Date	1	- Title	Nur	ount or nber nares				

(4)

11/11/2023

Class A Common

1,000

1,000

D

SAR (3)	\$74.38		(4)	11/11/2024	Class A Common	1,000	1,000	D	
SAR (5)	\$63.04		(4)	11/17/2025	Class A Common	667	1,000	D	
SAR (5)	\$65.90		(4)	11/17/2025	Class B Common	1,333	1,333	D	
SAR (5)	\$71.648		(4)	11/15/2026	Class B Common	2,000	2,000	D	
SAR (5)	\$82.31		(4)	11/14/2027	Class B Common	1,611	1,611	D	
SAR (5)	\$80.19		(4)	11/12/2028	Class B Common	1,741	1,741	D	
SAR (5)	\$85.95		(4)	11/12/2029	Class B Common	1,736	1,736	D	
SAR (5)	\$73.39		(4)	11/17/2030	Class B Common	1,089	1,089	D	
SAR (5)	\$83		(4)	11/16/2031	Class B Common	3,737	3,737	D	

## **Explanation of Responses:**

- 1. Represents the Class B shares received by the reporting person upon the vesting of the initial fixed dollar tranche of the fixed dollar-denominated time vesting award ("TVA") received by the reporting person on November 16, 2021. The TVA vests in three equal fixed dollar tranches and can be settled into Class B shares using the fair market value of the Class B shares on the date of vesting of such tranche.
- 2. The Company withheld Class B shares to satisfy the tax withholding obligation for the tranche of the reporting person's TVA that vested on November 16, 2022.
- 3. Stock Appreciation Right (SAR) granted under the 2008 Stock Appreciation Rights Plan.
- 4. SARs become exercisable ratably over three years beginning on the first anniversary from the date of grant.
- 5. Stock Appreciation Rights (SAR) granted under the Moog Inc. 2014 Long Term Incentive Plan.

/s/ Christopher P. Donnini, as Power of
Attorney for Stuart K. Mclachlan

\*\* Signature of Reporting Person

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.