SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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						
	OMB Number:	3235-028					
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CUTIIITY	hours per response:	0.5					

1. Name and Address of Reporting Person [*] ROCHE PATRICK J	2. Issuer Name and Ticker or Trading Symbol MOOG INC [MOGA/MOGB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) SENECA ST & JAMISON RD	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% Owner X Officer (give title below) Other (specify below) Executive Vice President below)			
(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 - 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. Transa Code (I 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Form: Dire Beneficially (D) or Owned Indirect (I)		7. Nature of Indirect Beneficial Ownership
		Cod	Code	v	Amount	(A) or (D)	Price	 Following Reported Transaction(s) (Instr. 3 and 4) 	(Instr. 4)	(Instr. 4)
Class B Common	11/15/2022		A ⁽¹⁾		804	A ⁽¹⁾	\$0 ⁽²⁾	7,408	D	
Class B Common	11/15/2022		F ⁽³⁾		397	D	\$85.1701	7,011	D	
Class A Common								12,659	D	
Class B Common								295	Ι	401 (k)

 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. Transac Code (li 8)		5. Num Derivat Securit Acquire or Disp (D) (Ins and 5)	ive ies ed (A) osed of	Exercisable and Expiration Date		Exercisable and Expiration Date (Month/Day/Year)		ble and Securities Underlying		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	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares						

SAR ⁽⁴⁾	\$61.69		(5)	11/11/2023	Class A Common	10,000	10,000	D	
SAR ⁽⁴⁾	\$74.38		(5)	11/11/2024	Class A Common	10,000	10,000	D	
SAR ⁽⁶⁾	\$63.04		(5)	11/17/2025	Class A Common	3,333	3,333	D	
SAR ⁽⁶⁾	\$65.90		(5)	11/17/2025	Class B Common	6,667	6,667	D	
SAR ⁽⁶⁾	\$71.648		(5)	11/15/2026	Class B Common	10,000	10,000	D	
SAR ⁽⁶⁾	\$82.31		(5)	11/14/2027	Class B Common	6,181	6,181	D	
SAR ⁽⁶⁾	\$80.19		(5)	11/13/2028	Class B Common	6,988	6,988	D	
SAR ⁽⁶⁾	\$85.95		(5)	11/12/2029	Class B Common	6,794	6,794	D	
SAR ⁽⁶⁾	\$73.39		(5)	11/17/2030	Class B Common	4,452	4,452	D	
SAR ⁽⁶⁾	\$83		(5)	11/16/2031	Class B Common	8,757	8,757	D	

Explanation of Responses:

1. Shares issued pursuant to vesting of performance-based restricted stock units that were granted to the reporting person on November 12, 2019 upon achievement of performance goals under the Moog Inc. 2014 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 shares received upon the vesting of 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. Stock Appreciation Rights (SAR) granted under the 2008 Stock Appreciation Rights 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.

/s/ Christopher P. Donnini, as Power of Attorney for Patrick J. Roche 11/17/2022

** 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.