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

OMB Number:

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3235-0287

1. Name and Address of Reporting Person* FISHBACK DONALD R					2. MC	Issuer N OOG IN	Name <b>and</b> C [ MOGA	Ticker A/MOGB	or Tr	rading	Symbol				ationship of k all applica Director		ng Person(s) t	o Issuer Owner
(Last) (First) (Middle) SENECA ST & JAMISON RD						3. Date of Earliest Transaction (Month/Day/Year) 02/01/2019								X Officer (give title below) Other (specify below)  CFO				
(Street) EAST AURORA NY 14052					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)							Individual or Joint/Group Filing (Check Applicable Line)     X    Form filed by One Reporting Person Form filed by More than One Reporting Persor					
(City) (S	state)	(Zi <sub>l</sub>	o)												Form filed	by More	than One Re	porting Person
			7	Table I - N	on-Deri	ivative	Securitie	s Acqui	ired,	Dispo	sed of, o	r Benefici	ally Ow	ned				
1. Title of Security (Instr. 3)					Date	ansaction th/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. S Dis <sub>l</sub> 5)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar 5)			5. Amount of Securities Beneficially Owned Following		F (I Ir	o. Ownership form: Direct D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
								Code	V	Aı	mount	(A) or (D)	Price	R	Reported Transaction(s) (Instr. 3 and 4)		Instr. 4)	(Instr. 4)
Class A Common					02/0	01/2019		М			8,000	A	\$26.66	5	54,514		D	
Class A Common (1)					02/0	01/2019		F		4,	,290 (2)	D	\$89.47	7	50,224		D	
Class B Common															1,518 (3)		D	
Class B Common (4)															106		I	401 (k)
				Table II	- Deriva (e.g., p	ative Se puts, ca	ecurities <i>i</i>	Acquire ants, op	d, D tion	ispose s, con	ed of, or I vertible s	Beneficiall securities)	ly Owne	ed		•		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Se (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)		Deriva Secur Acqui or Dis	ities red (A) sposed of estr. 3, 4	Exerc Expir (Mont	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instant 4)			8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	(A)	(D)		Date Expiration		Nu		Nur	ount or nber hares					

SAR (5)	\$26.66	02/01/2019	M		8,000	(6)	12/01/2019	Class A Common	15,375	\$0	7,375	D	
SAR (5)	\$36.86					(6)	11/30/2020	Class A Common	20,500		20,500	D	
SAR (5)	\$41.82					(6)	11/30/2021	Class A Common	20,500		20,500	D	
SAR (5)	\$36.41					(6)	11/27/2022	Class A Common	20,500		20,500	D	
SAR (5)	\$61.69					(6)	11/11/2023	Class A Common	10,000		10,000	D	
SAR (5)	\$74.38					(6)	11/11/2024	Class A Common	10,000		10,000	D	
SAR (7)	\$63.04					(6)	11/17/2025	Class A Common	3,333		3,333	D	
SAR (7)	\$65.90					(6)	11/17/2025	Class B Common	6,667		6,667	D	
SAR (7)	\$71.648					(6)	11/15/2026	Class B Common	10,000		10,000	D	
SAR (7)	\$82.31					(6)	11/14/2027	Class B Common	6,181		6,181	D	
SAR (7)	\$80.19					(6)	11/13/2028	Class B Common	6,988		6,988	D	

## **Explanation of Responses:**

- 1. The reporting person no longer has a reportable beneficial interest in 690 shares of Class A Common Stock owned by his son and included in the reporting person's prior ownership reports.
- 2. This represents the difference between the number of SARs exercised (8,000) and the number of shares issued as a result of the exercise (3,710). The number of shares to be issued under a SAR exercise is determined by multiplying the number of SARs being exercised by the difference between the FMV on the date of exercise (\$89.47) and the exercise price (\$26.66). Additional shares are then withheld to satisfy the Company's tax withholding obligations.
- 3. Reflects 138 shares of Class B Common acquired under the Moog Inc. Employee Stock Purchase Plan on December 31, 2018.
- 4. Reflects shares held in Moog Inc. Retirement Savings Plan as of the most recent report to participants.
- 5. Stock Appreciation Rights (SAR) granted under the 2008 Incentive Stock Option Plan.
- 6. SARs become exercisable ratably over three years beginning on the first anniversary from the date of grant.
- 7. Stock Appreciation Rights (SAR) granted under the Moog Inc. 2014 Long Term Incentive Plan.

Timothy P. Balkin, as Power of Attorney for Donald R. Fishback

\*\* 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.