

# FORM 4/A

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### 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

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

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	—
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <b>WALTER JENNIFER</b>			2. Issuer Name and Ticker or Trading Symbol MOOG INC [ <b>MOGA/MOGB</b> ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>03/28/2022</b>		X Director Officer (give title below) <b>CFO</b>	10% Owner Other (specify below)
<b>SENECA ST &amp; JAMISON RD</b>			4. If Amendment, Date of Original Filed (Month/Day/Year) <b>03/29/2022</b>			
(Street)	(City)	(State)	(Zip)	6. Individual or Joint/Group Filing (Check Applicable Line)		
<b>EAST AURORA</b>	<b>NY</b>	<b>14052</b>		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. 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	03/28/2022		M		4,000	A	\$36.41	5,886	D	
Class A Common	03/28/2022		F		2,473 <sup>(1)</sup>	D	\$90.01	3,413	D	
Class B Common <sup>(2)</sup>								3,667 <sup>(3)</sup>	D	
Class B Common <sup>(4)</sup>								841	I	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. 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 Securities Underlying Derivative Security (Instr. 3 and 4)		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 <sup>(5)</sup>	\$36.41	03/28/2022		M			4,000	(6)	11/27/2022	Class A Common	4,000	\$0	0	D	
SAR <sup>(5)</sup>	\$61.69							(6)	11/11/2023	Class A Common	2,000		2,000	D	
SAR <sup>(5)</sup>	\$74.38							(6)	11/11/2024	Class A Common	2,000		2,000	D	
SAR <sup>(7)</sup>	\$63.04							(6)	11/17/2025	Class A Common	667		667	D	
SAR <sup>(7)</sup>	\$65.90							(6)	11/17/2025	Class B Common	1,333		1,333	D	
SAR <sup>(7)</sup>	\$71.648							(6)	11/15/2026	Class B Common	2,000		2,000	D	
SAR <sup>(7)</sup>	\$82.31							(6)	11/14/2027	Class B Common	1,611		1,611	D	
SAR <sup>(7)</sup>	\$80.19							(6)	11/13/2028	Class B Common	1,741		1,741	D	
SAR <sup>(7)</sup>	\$85.95							(6)	11/12/2029	Class B Common	11,323		11,323	D	
SAR <sup>(7)</sup>	\$73.39							(6)	11/17/2030	Class B Common	7,611		7,611	D	
SAR <sup>(7)</sup>	\$83							(6)	11/16/2031	Class B Common	6,539		6,539	D	

**Explanation of Responses:**

1. This represents the difference between the number of SARs exercised (4,000) and the number of shares issued as a result of the exercise (1,527). 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 fair market value on the date of exercise (\$90.01) and the exercise price (\$36.41). Additional shares are then withheld to satisfy the Company's tax withholding obligations.
2. This amendment to the Form 4 is being filed to correct the following clerical errors: (i) the previous inadvertent omission of the row reporting the number of shares of Class B Common owned directly by the reporting person and (ii) the misplacement of footnote 3 and the inadvertent reporting of 144 shares of Class B Common acquired by the reporting person under the Moog Inc. Employee Stock Purchase Plan on January 1, 2022 as being owned indirectly, rather than being owned directly. All other information set forth in the original Form 4 remains correct.
3. Reflects 144 shares of Class B Common acquired under the Moog Inc. Employee Stock Purchase Plan on January 1, 2022.
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.

/s/ Christopher P. Donnini, as Power of Attorney for Jennifer Walter      03/29/2022

\*\* 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.**