## SEC Form 4

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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OMB Number:

3235-0287

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Estimated average burden

hours per response:

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  ATHOE MAUREEN MARY					Name <b>and</b> Ticker or Tra	0 ,	ol			Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner						
(Last)	(First)	(Middle)		3. Date of 06/08/20	Earliest Transaction (M	lonth/Day/Y	ear)			X Office below	er (give title v)	Other (sp	pecify below)			
SENECA ST	AND JAMISON	N RD		00/00/20	,25					Vice President						
(Street)				4. If Amen	dment, Date of Origina	Filed (Mon	th/Day	//Year)	6.	Individual or	Joint/Group Filing (Ch	neck Applicable L	ine)			
EAST AURORA NY 14052 (City) (State) (Zip)											filed by One Reporting filed by More than O	•	rson			
(City)	(State)	(Zip)		Rule 10b5-1(c) Transaction Indication												
Table I					this box to indicate that defense conditions of					contract, instru	uction or written plan	that is intended to	satisfy the			
		Tab	le I - No	n-Deriva	tive Securities A	cquired	, Dis	posed of,	or Be	neficially	Owned					
1. Title of Securit	ty (Instr. 3)		2. Transac (Month/Da		2A. Deemed Execution Date, if	3. Transac		4. Securities Disposed Of			5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect			
				,	any (Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)			
Class A Comm	non		06/08	/2023		М		2,000	A	\$ 61.69	6,409	D				
Class A Common 06/08		/2023		F		1,445 (1)	D	\$ 108.99	4,964	D						
Class A Comm	non		06/08	/2023		M		2,000	A	\$ 74.38	6,964	D				
Class A Comm	non		06/08	2/2023		F		1,594 (2)	D	\$ 108.99	5,370	D				
Class A Comm	non		06/08	2/2023		М		3,333	A	\$ 63.04	8,703	D				

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transa Code (Ins		4. Securities Disposed Of			5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		any (Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	(D) or Indirect (I) (Instr. 4)	
Class A Common	06/08/2023		F		2,435 (3)	D	\$ 108.99	6,268	D	
Class B Common	06/08/2023		М		6,667	A	\$ 65.90	13,033	D	
Class B Common	06/08/2023		F		5,301 (4)	D	\$ 97.00	7,732	D	
Class B Common								356	I	by IRA
Class B Common (5)								2	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. Transact Code (In 8)		Deri Sec Acq or D of (I	umber of vative urities uired (A) isposed D) (Instr. and 5)	6. Date Exerc Expiration Da (Month/Day/Y	ite	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	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		Transaction(s) (Instr. 4)		
SAR (6)	\$ 61.69	06/08/2023		M			2,000	(7)	11/11/2023	Class A Common	2,000	\$ 0.00	0	D	
SAR (6)	\$ 74.38	06/08/2023		М			2,000	(7)	11/11/2024	Class A Common	2,000	\$ 0.00	0	D	
SAR (8)	\$ 63.04	06/08/2023		M			3,333	(7)	11/17/2025	Class A Common	3,333	\$ 0.00	0	D	
SAR (8)	\$ 65.90	06/08/2023		M			6,667	(7)	11/17/2025	Class B Common	6,667	\$ 0.00	0	D	

	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)	Date	Date	Date	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	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		Transaction(s) (Instr. 4)				
SAR (8)	\$ 71.648							(7)	11/15/2026	Class B Common	10,000		10,000	D			
SAR (8)	\$ 82.31							(7)	11/14/2027	Class B Common	6,181		6,181	D			
SAR (8)	\$ 80.19							(7)	11/13/2028	Class B Common	6,988		6,988	D			
SAR (8)	\$ 85.95							(7)	11/12/2029	Class B Common	6,794		6,794	D			
SAR (8)	\$ 73.39							(7)	11/17/2030	Class B Common	4,452		4,452	D			
SAR (8)	\$ 83.00							(7)	11/16/2031	Class B Common	3,737		3,737	D			

### **Explanation of Responses:**

- 1. This represents the difference between the number of SARs exercised (2,000) and the number of shares issued as a result of the exercise (555). 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 (\$108.99) and the exercise price (\$61.69). Additional shares are then withheld to satisfy the Company's tax withholding obligations.
- 2. This represents the difference between the number of SARs exercised (2,000) and the number of shares issued as a result of the exercise (406). 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 (\$108.99) and the exercise price (\$74.38). Additional shares are then withheld to satisfy the Company's tax withholding obligations.
- 3. This represents the difference between the number of SARs exercised (3,333) and the number of shares issued as a result of the exercise (898). 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 (\$108.99) and the exercise price (\$63.04). Additional shares are then withheld to satisfy the Company's tax withholding obligations.

- 4. This represents the difference between the number of SARs exercised (6,667) and the number of shares issued as a result of the exercise (1,366). 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 (\$97.00) and the exercise price (\$65.90). Additional shares are then withheld to satisfy the Company's tax withholding obligations.
- 5. Reflects equivalent shares held in Moog Inc. Retirement Savings Plan as of the most recent statement.
- 6. Stock Appreciation Rights (SAR) granted under the Moog Inc. 2008 Stock Appreciation Rights Plan.
- 7. SARs become exercisable ratably over three years beginning on the first anniversary from the date of grant.
- 8. Stock Appreciation Rights (SAR) granted under the Moog Inc. 2014 Long Term Incentive Plan.

#### Remarks:

/s/ Christopher P. Donnini, as Power of Attorney for Maureen 06/12/2023 Mary Athoe

\*\* 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.