SEC Form 4

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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:	3235-0287
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1. Name and Address of Reporting Person [*] SCANNELL JOHN	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) 10/28/2021	X Director 10% Owner X Officer (give title Other (specify below) below) CEO				
(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. Transaction Code (Instr. 8)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Class A Common	10/28/2021		М		27,000	Α	\$41.82	66,194	D	
Class A Common	10/28/2021		F		18,835 (1)	D	\$77.16	47,359	D	
Class A Common								26,057	Ι	Spouse
Class B Common								11,008 ⁽²⁾	D	
Class B Common ⁽³⁾								3,157	Ι	401 (k)
Table	II - Derivative So				sposed of, or E					

(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 (In 8)		5. Num Derivat Securit Acquire or Disp (D) (Ins and 5)	ive ies ed (A) osed of	/e Exercisab Expiration S (Month/Da d (A) sed of		 Date Exercisable and Expiration Date Month/Day/Year) 7. Title and Amo Securities Under Derivative Secur 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 ⁽⁴⁾	\$41.82	10/28/2021		М			27,000	(5)	11/30/2021	Class A Common	27,000	\$41.82	0	D	
SAR (4)	\$36.41							(5)	11/27/2022	Class A Common	31,791		31,791	D	
SAR ⁽⁴⁾	\$61.69							(5)	11/11/2023	Class A Common	15,000		15,000	D	
SAR ⁽⁴⁾	\$74.38							(5)	11/11/2024	Class A Common	15,000		15,000	D	
SAR ⁽⁶⁾	\$63.04							(5)	11/17/2025	Class A Common	5,000		5,000	D	
SAR ⁽⁶⁾	\$65.90							(5)	11/17/2025	Class B Common	10,000		10,000	D	
SAR ⁽⁶⁾	\$71.648							(5)	11/15/2026	Class B Common	20,000		20,000	D	
SAR ⁽⁶⁾	\$82.31							(5)	11/14/2027	Class B Common	18,543		18,543	D	
SAR ⁽⁶⁾	\$80.19							(5)	11/13/2028	Class B Common	27,949		27,949	D	
SAR ⁽⁶⁾	\$85.95							(5)	11/12/2029	Class B Common	33,969		33,969	D	
SAR ⁽⁶⁾	\$73.39							(5)	11/17/2030	Class B Common	25,130		25,130	D	

Explanation of Responses:

1. This represents the difference between the number of SARs exercised (27,000) and the number of shares issued as a result of the exercise (8,165). The number of shares to be issued under a SAR exercise isdetermined by multiplying the number of SARs being exercised by the difference between the FMV on the date of exercise (\$77.16) and the exercise price (\$41.82). Additional shares are then withheld to satisfythe Company's tax withholding obligations.

2. Reflects 108 shares of Class B Common acquired under the Moog Inc. Employee Stock Purchase Plan on January 1, 2021. Reflects 156 shares of Class B Common acquired under the Moog Inc. Employee Stock Purchase Plan on July 1, 2021.

3. Reflects shares held in Moog Inc. Retirement Savings Plan as of the most recent report to participants.

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 John R. Scannell

10/29/2021

** 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.