

MOOG INC  
Form 4  
November 04, 2008

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
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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 OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HENDRICK JOHN D**

(Last) (First) (Middle)  
**HC 65, BOX 68**  
  
(Street)  
**WAYSIDE, WV 24985**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**MOOG INC [MOGA/MOGB]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**10/31/2008**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4)
				(A) or (D) Price			
Class A Common					18,015	D	
Class B Common					3,375	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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 Underlying Securities (Instr. 3 and 4)	8. Date	9. Title	10. Amount or Number of Shares
SAR <sup>(1)</sup>	\$ 35.12	10/31/2008		A	1,500	<sup>(2)</sup> 10/31/2018		Class A Common	1,500	
Option to Buy <sup>(3)</sup>	\$ 19.74					12/02/2004	12/02/2013	Class A Common	1,687	
Option to Buy <sup>(3)</sup>	\$ 28.01					11/30/2005	11/30/2014	Class A Common	1,537	
Option to Buy <sup>(3)</sup>	\$ 28.94					11/29/2006	11/29/2015	Class A Common	1,538	
Option to Buy <sup>(3)</sup>	\$ 36.67					11/28/2007	11/28/2016	Class A Common	1,538	
Option to Buy <sup>(3)</sup>	\$ 42.45					11/26/2008	11/26/2017	Class A Common	1,538	

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HENDRICK JOHN D HC 65, BOX 68 WAYSIDE, WV 24985	X			

**Signatures**

Timothy P. Balkin	11/04/2008
**Signature of Reporting Person	Date

## Explanation of Responses:

\* 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).

(1) Stock Appreciation Rights (SAR) granted under the 2008 Stock Appreciation Rights Plan.

(2) Stock Appreciation Rights exercisable as follows: 500 on 10/31/09, 500 on 10/31/10 and 500 on 10/31/11.

(3) Option to buy granted under 1998 and/or 2003 Incentive Stock Option Plans.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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