

BRADY ROBERT T
Form 4
November 21, 2012

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 *
BRADY ROBERT T

(Last) (First) (Middle)
286 GREENWOOD CT
(Street)

EAST AURORA, NY 14052

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/09/2012

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)
Executive Chairman

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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
| | | | Code | V | Amount or Price | | |
| Class A Common (1) | 12/22/2011 | | G | | 54,000 D \$ 0 | 123,788 | D |
| Class A Common (1) | 10/09/2012 | | G | | 48,875 D \$ 0 | 74,913 | D |
| Class A Common (1) | 11/09/2012 | | X | | 27,000 A \$ 12.53 | 101,913 | D |
| Class A Common | 11/09/2012 | | F | | 9,514 D \$ 35.56 | 92,399 | D |

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| | | | | |
|-------------------|--|--|--------|-------------------|
| <u>(1)</u> | | | | |
| Class B Common | | | 68,688 | D |
| Class B Common | | | 6,804 | I |
| <u>(2)</u> | | | | 401 (k) |
| Class A Common | | | 56,828 | I |
| Class B Common | | | 25,747 | I |
| | | | | Spouse <u>(3)</u> |
| | | | | Spouse <u>(3)</u> |

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Option to Buy <u>(4)</u> | \$ 12.53 | 11/09/2012 | | X | 27,000 | 11/26/2010 11/26/2012 | Class A Common 27,000 |
| Option to Buy <u>(4)</u> | \$ 19.74 | | | | | 12/30/2010 12/02/2013 | Class A Common 27,000 |
| Option to Buy <u>(4)</u> | \$ 28.01 | | | | | 12/30/2010 11/30/2014 | Class A Common 27,000 |
| Option to Buy <u>(4)</u> | \$ 28.94 | | | | | 12/30/2010 11/29/2015 | Class A Common 27,000 |
| Option to Buy <u>(4)</u> | \$ 36.67 | | | | | 11/28/2009 11/28/2016 | Class A Common 27,000 |

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| | | | | | |
|--------------------------|----------|------------|------------|----------------|--------|
| Option to Buy <u>(4)</u> | \$ 42.45 | 11/26/2010 | 11/26/2017 | Class A Common | 27,000 |
| SAR <u>(5)</u> | \$ 35.12 | <u>(6)</u> | 10/31/2018 | Class A Common | 27,000 |
| SAR <u>(5)</u> | \$ 26.66 | <u>(7)</u> | 12/01/2019 | Class A Common | 20,250 |
| SAR <u>(5)</u> | \$ 36.86 | <u>(8)</u> | 11/30/2020 | Class A Common | 27,000 |
| SAR <u>(5)</u> | \$ 41.82 | <u>(9)</u> | 11/30/2021 | Class A Common | 20,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BRADY ROBERT T 286 GREENWOOD CT EAST AURORA, NY 14052 | | | Executive Chairman | |

Signatures

Timothy P. Balkin
11/21/2012

 **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) To reflect transaction not previously reported
- (2) Reflects shares held in Moog Inc. Retirement Savings Plan as of the most recent report to participants, October 1, 2011.
- (3) Mr. Brady disclaims any beneficial interest in shares held by his spouse.
- (4) Option to buy granted under the 1998 and/or 2003 Incentive Stock Option Plan.
- (5) Stock Appreciation Rights (SAR) granted under the 2008 Incentive Stock Option Plan.
- (6) SAR exercisable as follows: 9,000 on 10/31/09, 9,000 on 10/31/10 and 9,000 on 10/31/11.
- (7) SAR exercisable as follows: 6,750 on 12/1/11 and 6,750 on 12/1/12.
- (8) SAR exercisable as follows: 9,000 on 11/30/11, 9,000 on 11/30/12 and 9,000 on 11/30/13.
- (9) SAR exercisable as follows: 6,834 on 11/30/12, 6,833 on 11/30/13 and 6,833 on 11/30/14.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.