

MOOG INC
Form 4
August 18, 2009

FORM 4

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

OMB APPROVAL

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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 *
KAYSER KRAIG H

(Last) (First) (Middle)
418 E. CONDE STREET
(Street)
JANESVILLE, WI 53546
(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/14/2009

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common | | | | | 3,711 | D | |
| Class A Common | 08/14/2009 | | S | 4,700 D | \$ 26.82 27,237 | I | Seneca Foods Foundation ⁽¹⁾ |
| Class A Shares | | | | | 151,500 | I | Seneca Foods Pension Trust ⁽²⁾ |
| Class B Shares | | | | | 79,500 | I | Seneca Foods |

Pension
Trust ⁽²⁾

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) | 8. Price or Value 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>(3)</u> | \$ 7.07 | | | | | 11/10/2000 | 11/10/2009 | Class A Common | 1,687 |
| Option to Buy <u>(3)</u> | \$ 7.59 | | | | | 11/29/2001 | 11/29/2010 | Class A Common | 1,687 |
| Option to Buy <u>(3)</u> | \$ 8.82 | | | | | 11/28/2002 | 11/28/2011 | Class A Common | 1,687 |
| Option to Buy <u>(3)</u> | \$ 15.24 | | | | | 05/17/2003 | 05/17/2012 | Class A Common | 9,681 |
| Option to Buy <u>(3)</u> | \$ 12.53 | | | | | 11/26/2003 | 11/26/2012 | Class A Common | 1,687 |
| Option to Buy <u>(3)</u> | \$ 19.74 | | | | | 12/02/2004 | 12/02/2013 | Class A Common | 1,687 |
| Option to Buy <u>(3)</u> | \$ 28.01 | | | | | 11/30/2005 | 11/30/2014 | Class A Common | 1,537 |

| | | | | | |
|-------------------------|----------|------------|------------|-------------------|-------|
| Option to Buy (3) | \$ 28.94 | 11/29/2006 | 11/29/2015 | Class A Common | 1,538 |
| Option to Buy (3) | \$ 36.67 | 11/28/2007 | 11/28/2016 | Class A Common | 1,538 |
| Option to Buy (3) | \$ 42.45 | 11/26/2008 | 11/29/2017 | Class A Common | 1,538 |
| SAR (4) | \$ 35.12 | 10/31/2009 | 10/31/2018 | Class A Common | 1,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KAYSER KRAIG H 418 E. CONDE STREET JANESVILLE, WI 53546 | X | | | |

Signatures

Timothy P.
Balkin 08/18/2009

**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) Owned by Seneca Foods Foundation of which Mr. Kayser is an officer, director and shareholder. Mr. Kayser disclaims any beneficial interest in these shares.
- (2) Owned by Seneca Foods Corporation Employee's Pension Trust, of which Mr. Kayser is a beneficiary and one of the trustess with joint voting power. Mr. Kayser's beneficial interest is limited to receiving certain retirement benefits upon retirement from employment.
- (3) Option to buy granted under the 1998 and/or 2003 Incentive Stock Option Plan.
- (4) Stock Appreciation Rights (SAR) granted under the 2008 Stock Appreciation Rights Plan.

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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