BERARDI MARTIN

Form 4

December 01, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BERARDI MARTIN			Symbol	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)	(Midd	3. Date of 1 (Month/Da 11/30/20	y/Year)	nsaction			Director X Officer (gives below)	10%	o Owner er (specify	
(City)	(Street)	(Zip	4. If Amen Filed(Month	h/Day/Year)		ecurit	ties Ac	6. Individual or J Applicable Line) _X_ Form filed by Form filed by Person quired, Disposed of	One Reporting Pe More than One Re	erson	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ar) E	A. Deemed Execution Date, if ny Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3, 4	(A) of (D)	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 B Common (1)								533	I	401 (k)	

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

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed or (D) (Instr. 3, 4, and 5)	Expiration Dat (Month/Day/Y	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	\$ 12.53					(3)	11/26/2012	Class A Common	20,250	
Option to Buy	\$ 19.74					<u>(4)</u>	12/02/2013	Class A Common	20,250	
Option to Buy	\$ 28.01					<u>(5)</u>	11/30/2014	Class A Common	20,250	
Option to Buy	\$ 28.94					11/29/2015	11/29/2015	Class A Common	20,250	
Option to Buy	\$ 36.67					11/28/2009	11/28/2016	Class A Common	20,250	
Option to Buy	\$ 42.45					11/26/2010	11/26/2017	Class A Common	20,250	
SAR (6)	\$ 35.12					<u>(7)</u>	10/31/2018	Class A Common	20,500	
SAR (6)	\$ 26.66					(8)	12/01/2019	Class A Common	15,375	
SAR <u>(6)</u>	\$ 36.86					<u>(9)</u>	11/30/2020	Class A Common	20,500	
SAR (2)	\$ 41.82	11/30/2011		A	20,500	(10)	11/30/2021	Class A Common	20,500	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BERARDI MARTIN							
			Vice President				

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Signatures

Timothy P. 12/01/2011

**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) Reflects shares held in Moog Inc. Retirement Savings Plan as of most recent statement to participant, October 1, 2011.
- (2) Option to buy granted under the 1998 and/or 2003 Incentive Stock Option Plan.
- (3) Options exercisable as follows: 4,390 on 11/26/05, 7,979 on 11/26/06 and 7,881 on 11/26/07.
- (4) Options exercisable as follows: 62 on 12/2/07, 5,066 on 12/2/08, 5,065 on 12/2/09, 5,065 on 12/2/10 and 4,992 on 12/2/11.
- (5) Options exercisable as follows: 51 on 11/30/11, 3,569 on 11/30/12, 3,568 on 11/30/13 and 13,062 on 11/30/14.
- (6) Stock Appreciation Right (SAR) granted under the 2008 Stock Appreciation Rights Plan.
- (7) SAR exercisable as follows: 6,834 on 10/31/2009, 6,833 on 10/31/2010 and 6,833 on 10/31/2011.
- (8) SAR exercisable as follows: 5,125 on 12/1/10, 5,125 on 12/1/11 and 5,125 on 12/1/12.
- (9) SAR exercisable as follows: 6,834 on 11/30/11, 6,833 on 11/30/12 and 6,833 on 11/30/13.
- (10) 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.

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