MOOG INC
Form 4
February 13, 2008

# FORM 4

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

**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

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(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)
02/11/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chairman, CEO, President

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 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) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Class A Common | 02/11/2008 | | M | | 27,000 | A | $ 10.03 | 99,691 | D | |
| Class A Common | 02/11/2008 | | F | | 6,183 | D | $ 43.8 | 93,508 | D | |
| Class B Common | | | | | | | | 68,688 | D | |
| Class A Common (1) | | | | | | | | 56,828 | I | By Spouse |
| Class B Common | | | | | | | | 25,747 | I | By Spouse |

(1)

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)**

| 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 (2) | $ 10.03 | 02/11/2008 | | M | | | 27,000 | (3) | 02/11/2008 | Class A Common | 27,000 |
| Option to Buy (2) | $ 8.63 | | | | | | | (4) | 11/17/2008 | Class A Common | 23,625 |
| Option to Buy (2) | $ 9.19 | | | | | | | (5) | 05/13/2009 | Class A Common | 3,375 |
| Option to Buy (2) | $ 7.07 | | | | | | | (6) | 11/10/2009 | Class A Common | 27,000 |
| Option to Buy (2) | $ 7.59 | | | | | | | (7) | 11/29/2010 | Class A Common | 27,000 |
| Option to Buy (2) | $ 8.82 | | | | | | | (8) | 11/28/2011 | Class A Common | 27,000 |
| Option to Buy (2) | $ 12.53 | | | | | | | 11/26/2010 | 11/26/2012 | Class A Common | 27,000 |
| Option to Buy (2) | $ 19.74 | | | | | | | 12/30/2010 | 12/02/2013 | Class A Common | 27,000 |

| | | | | | | |
|---|---|---|---|---|---|---|
| Option to Buy (2) | $ 28.01 | | 12/30/2010 | 11/30/2014 | Class A Common | 27,000 |
| Option to Buy (2) | $ 28.94 | | 12/30/2010 | 11/29/2015 | Class A Common | 27,000 |
| Option to Buy (2) | $ 36.67 | | 11/28/2009 | 11/28/2016 | Class A Common | 27,000 |
| Option to Buy (2) | $ 42.45 | | 11/26/2010 | 11/26/2017 | Class A Common | 27,000 |

# Reporting Owners

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

# Signatures

| | |
|---|---|
| Timothy P. Balkin | 02/13/2008 |
| **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)** Mr. Brady disclaims any beneficial ownership in shares held by his spouse.

**(2)** Options granted under 1998 and/or 2003 Incentive Stock Option Plans.

**(3)** Options exercisable as follows: 9,966 on 2/11/99, 9,966 on 2/11/00 and 7,068 on 2/11/01.

**(4)** Options exercisable as follows: 3,367 on 11/17/01, 11,583 on 11/17/02 and 8,675 on 11/17/03.

**(5)** Options exercisable as follows: 2,733 on 5/13/03 and 642 on 5/13/04.

**(6)** Options exercisable as follows: 13,303 on 11/10/04 and 13,697 on 11/10/05.

**(7)** Options exercisable as follows: 410 on 11/29/05, 13,168 on 11/29/06, 13,168 on 11/29/07 and 254 on 11/29/08.

**(8)** Options exercisable as follows: 11,119 on 11/28/08, 11,337 on 11/28/09 and 4,544 on 11/28/10.

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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