MOOG INC Form 4 November 03, 2008

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB 3235-0287

Number:

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January 31, 2005

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Check this box

obligations may continue. See Instruction

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

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * **BALL LAWRENCE J**

2. Issuer Name and Ticker or Trading Symbol

MOOG INC [MOGA/MOGB]

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

(Middle)

(Zip)

3. Date of Earliest Transaction

10% Owner X_ Officer (give title Other (specify

2908 WAKFIELD DRIVE

(First)

(Street)

(State)

(Month/Day/Year) 10/31/2008

below) below)

Director

Vice President 6. Individual or Joint/Group Filing(Check

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

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

BLACKSBURG, VA 24060

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Indirect (I) Ownership Owned Following (Instr. 4) (Instr. 4)

Reported Transaction(s)

or (Instr. 3 and 4) Code V Amount (D) Price

(A)

Class B Common 3,665 Ι

401(K) (1)

(9-02)

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

(Month/Day/Year)

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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 of (D) (Instr. 3, 4, and 5)	6. Date Exerci Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
SAR (2)	\$ 35.12	10/31/2008		A	20,500	(3)	10/31/2018	Class A Common	20,500
Option to Buy	\$ 23.88					<u>(5)</u>	01/14/2014	Class A Common	20,250
Option to Buy	\$ 28.01					(6)	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

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BALL LAWRENCE J						

2908 WAKFIELD DRIVE BLACKSBURG, VA 24060

Vice President

Signatures

Balkin	11/03/2008		
**Signature of Reporting Person	Date		

Reporting Owners 2

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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 the most recent annual report to participant, September 30, 2008.
- (2) Stock Appreciation Rights (SAR) granted under the 2008 Stock Appreciation Rights Plan.
- (3) Stock Appreciation Rights exercisable as follows: 6,834 on 10/31/09, 6,833 on 10/31/10 and 6,833 on 10/31/11.
- (4) Option to buy granted under 2003 Incentive Stock Option Plan.
- (5) Options exercisable as follows: 4,186 on 1/14/05, 4,186 on 1/14/06, 4,186 on 1/14/07, 4,186 on 1/14/08 and 3,506 on 1/14/09.
- (6) Options exercisable as follows: 581 on 11/30/09, 3,569 on 11/30/10, 3,568 on 11/30/11, 3,568 on 11/30/12, 3,568 on 11/30/13 and 5,396 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.