

MOOG INC.  
Form 8-K  
May 10, 2018

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 8, 2018

MOOG INC.  
(Exact name of registrant as specified in its charter)  
New York 1-5129 16-0757636  
(State or Other Jurisdiction (Commission (I.R.S. Employer  
of Incorporation) File Number) Identification No.)

East Aurora, New York 14052-0018  
(Address of principal executive offices) (Zip Code)

Registrant's Telephone Number, Including Area Code: (716) 652-2000

N/A  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

On May 8, 2018, the Board of Directors of Moog Inc. (the “Company”) adopted Amendment No. 2 (the “Amendment”) to the By-Laws of the Company (the “By-Laws”). The Amendment, which is effective immediately, deleted the provisions of ARTICLE III (EXECUTIVE COMMITTEE) of the By-Laws in its entirety and reserved such ARTICLE III for future use. As a result, the Executive Committee's governance, including its size, authority, and manner of conducting meetings, is subject to the same by-law provisions as the Board's other committees, which provisions are set forth in ARTICLE II, Section 2.11 of the By-Laws.

Amendment No. 2 to the By-Laws is set forth in Exhibit 3.1 hereto and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

3.1 Amendment No. 2 to the By-Laws of the Company.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MOOG INC.

Dated: May 10, 2018 By: /s/ Jennifer Walter  
Name: Jennifer Walter  
Vice President - Finance  
Controller

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EXHIBIT INDEX

Exhibit Description

3.1 Amendment No. 2 to the By-Laws of the Company.