

GENDRON THOMAS A  
Form 4  
March 15, 2019

**FORM 4**

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

OMB APPROVAL

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**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 \*  
GENDRON THOMAS A

2. Issuer Name and Ticker or Trading Symbol  
Woodward, Inc. [WWD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
1081 WOODWARD WAY  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/13/2019

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and CEO

FORT COLLINS, CO 80524

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Woodward, Inc. Common Stock	03/13/2019		M		8,500	A	\$ 32.04 234,890
Woodward, Inc. Common Stock	03/13/2019		S <sup>(1)</sup>		8,400	D	\$ 93.9298 226,490
Woodward, Inc. Common Stock	03/13/2019		S <sup>(1)</sup>		100	D	\$ 94.47 226,390

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Woodward, Inc. Common Stock	03/14/2019	M	8,500	A	\$ 32.04	234,890	D	
Woodward, Inc. Common Stock	03/14/2019	<u>S<sup>(1)</sup></u>	8,500	D	<u>\$ 94.308<sup>(3)</sup></u>	226,390	D	
Woodward, Inc. Common Stock	03/15/2019	M	7,010	A	\$ 32.04	233,400	D	
Woodward, Inc. Common Stock	03/15/2019	<u>S<sup>(1)</sup></u>	7,010	D	<u>\$ 95.355<sup>(4)</sup></u>	226,390	D	
Woodward, Inc. Common Stock						<u>20,303.51<sup>(5)</sup></u>	I	Held in the Woodward Retirement Savings Plan

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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**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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and An Underlying Sec (Instr. 3 and 4)		
						Date Exercisable	Expiration Date	Title	
						Code	V	(A)	(D)
Nonqualified Stock Option (right to buy)	\$ 32.04	03/13/2019		M	8,500	10/01/2011 <sup>(6)</sup> 09/30/2020 <sup>(6)</sup>	Woodward, Inc. Common Stock		

