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GOODRICH	I CORP										
Form 4											
February 22.											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								3 APPROVAL .: 3235-0287			
Check th if no long subject to Section 1 Form 4 of Form 5 obligatio may cont <i>See</i> Instr 1(b).	rsuant to S (a) of the I	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940							January 31, 2005 Estimated average burden hours per response 0.5		
(Print or Type]	Responses)										
			2. Issuer Name and Ticker or Trading Symbol GOODRICH CORP [GR]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)	3. Date of Earliest Transaction					(Check all applicable)			
C/O GOODRICH CORPORATION, 2730 WEST TYVOLA ROAD			(Month/Day/Year) 02/20/2007					Director 10% Owner X Officer (give title Other (specify below) below) Senior Vice President			
File				endment, Da nth/Day/Year	-	al		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
CHARLOI	TE, NC 28217							Person			
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Secu	rities Ac	cquired, Disposed	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ansaction Date 2A. Deemed		3. 4. Securities Acquired Transactior(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price			5. Amount of Securities6.BeneficiallyForm: DirectOwned(D) orFollowingIndirect (I)Reported(Instr. 4)Transaction(s)(Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	02/20/2007			F	790	D	\$ 51.4	21,240.43	D		
Common Stock								6,911.0699	Ι	By Employees' Savings Plan	

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

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(9-02)

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	Date	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Relationships							
Director	10% Owner	Officer	Other				
		Senior Vice President					
02/22/2	007						
Date							
	02/22/2	Director 10% Owner 02/22/2007	Director 10% Owner Officer Senior Vice President 02/22/2007				

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).

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.