

Edgar Filing: GOODRICH CORP - Form 4

GOODRICH CORP
 Form 4
 March 08, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person
 Koney, Jr., Robert D.
 Goodrich Corporation
 Four Coliseum Centre
 2730 West Tyvola Road
 Charlotte, NC 28217
2. Issuer Name and Ticker or Trading Symbol
 Goodrich Corporation
 GR
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 2/15/02
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Vice President and Controller
7. 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	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D) Amount	5. Amount of Securities Beneficially Owned at End of Month Price
Common Stock	2/15/02	A	3,355.9380**	(A) \$27.9450
Common Stock	2/15/02	F	1,228.9973	(D) \$27.9450
Common Stock	2/15/02	A	4,580	(D) 7,810***

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of	3. Transaction	4. Derivative Securities Acquired (A) or Disposed of (D)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Put or Call
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	Deriva- tive Secu- rity	Date	Code	V	Amount	A/ D	Exer- cisa- ble	Expir- ation Date	Title and Number of Shares		
Stock Option							*	1/1/08	Common Stock	3,000	\$413
Stock Option							*	1/3/99	Common Stock	9,700	\$363
Stock Option							*	1/1/11	Common Stock	2,180	\$355
Stock Option							*	1/1/11	Common Stock	8,720	\$38
Stock Option	\$26.19	1/2/02	A		10,900	A	*	1/1/12	Common Stock	10,900	\$26

Explanation of Responses:

* Fully vested.

** Shares acquired under Goodrich Corporation's 2000-2001 Long-Term Incentive Plan.

*** A fractional share of .9407 has been paid in cash to reporting person.

SIGNATURE OF REPORTING PERSON

/s/ Robert D. Koney, Jr.

DATE

3-4-02