

Edgar Filing: GOODRICH CORP - Form 4

GOODRICH CORP
 Form 4
 April 05, 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
 SCHAUB, ERNEST F.
 c/o GOODRICH CORPORATION
 Four Coliseum Centre
 2730 West Tyvola Road
 Charlotte, NC 28217
 USA
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
 03/28/02
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)
 President and Chief Operating Officer of BFGoodrich's Engineered Industrial
 Products
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)		5. Amount of Securities Beneficially Owned at End of Month
			Amount	Price	
Common Stock	03/28/02	S	300	(D) \$31.75	
Common Stock	03/28/02	S	800	(D) \$31.71	
Common Stock	03/28/02	S	18,900	(D) \$31.65	28,822
Common Stock					15,000

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

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1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	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. Price of Underlying Securities
Stock Option					* 1/2/04	Common Stock	6,600 \$20
Stock Option					* 1/2/05	Common Stock	14,400 \$213
Stock Option					* 1/1/06	Common Stock	11,400 \$340
Stock Option					* 1/1/07	Common Stock	10,400 \$400
Stock Option					* 1/1/08	Common Stock	11,800 \$413
Stock Option					* 1/3/09	Common Stock	15,500 \$363
Stock Option					* 1/2/10	Common Stock	59,300 \$268
Stock Option					* 1/1/11	Common Stock	10,000 \$355
Stock Option					* 1/1/11	Common Stock	40,000 \$38
Stock Option					* 1/1/12	Common Stock	50,000 \$26

Explanation of Responses:

* Fully vested.

SIGNATURE OF REPORTING PERSON

/s/ Ernest F. Schaub

DATE

04/04/02