

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
 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
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3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 02/15/02
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)
 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. 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	9,183.4511**	(A) \$27.9450
Common Stock	2/15/02	A	5,400	(A) 48,822***
Common Stock				15,000

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

1. Title of Derivative Security	2. Conversion or Exer	3. Transaction	4. Derivative Securities Acqui	5. Number of De rivative Secu rities Acqui	6. Date Exer cisable and Expiration	7. Title and Amount of Underlying Securities	8. P of vat
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Transaction	Exercise Price	Date	Code	V	Amount	red(A) or Disposed of (D)	A/ D	Date (Month/Day/Year)	Expiration Date	Title and Number of Shares	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	\$40
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	\$26.19	1/2/02	A		50,000	A	*	1/1/12		Common Stock	50,000	\$26

Explanation of Responses:

* Fully vested.

** Shares acquired in connection with the payout of Goodrich Corporation's 2000-2001 Long-Term Incentive Plan.

*** A fractional share of .4511 was paid in cash to reporting person.

SIGNATURE OF REPORTING PERSON

/s/ Ernest F. Schaub

DATE

2/8/02