

GOODRICH CORP
Form 4
November 05, 2007

FORM 4

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

OMB APPROVAL

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

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 *
Kuechle Scott Ernest

(Last) (First) (Middle)

C/O GOODRICH CORPORATION, 2730 WEST TYVOLA ROAD

(Street)

CHARLOTTE, NC 28217

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GOODRICH CORP [GR]

3. Date of Earliest Transaction (Month/Day/Year)
11/01/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
SR VP and CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code		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
Common Stock	11/01/2007		M		7,389	A	\$ 25.101	36,585.6581	D	
Common Stock	11/01/2007		M		8,499	A	\$ 37.0142	45,084.6581	D	
Common Stock	11/01/2007		M		3,000	A	\$ 25.488	48,084.6581	D	
Common Stock	11/01/2007		S		11,499	D	\$ 69	36,585.6581	D	
Common Stock	11/01/2007		S		2,250	D	\$ 69.05	34,335.6581	D	

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Common Stock	11/01/2007	S	7,389	D	\$ 69.1	26,946.6581	D
Common Stock	11/02/2007	M	2,330	A	\$ 18.76	29,276.6581	D
Common Stock	11/02/2007	F	630	D	\$ 69.32	28,646.6581	D
Common Stock	11/02/2007	M	3,984	A	\$ 25.101	32,630.6581	D
Common Stock	11/02/2007	F	1,442	D	\$ 69.32	31,188.6581	D
Common Stock	11/02/2007	M	599	A	\$ 37.0142	31,787.6581	D
Common Stock	11/02/2007	F	319	D	\$ 69.32	31,468.6581	D
Common Stock	11/02/2007	M	2,275	A	\$ 34.2036	33,743.6581	D
Common Stock	11/02/2007	F	1,122	D	\$ 69.32	32,621.6581	D
Common Stock	11/02/2007	M	3,923	A	\$ 25.488	36,544.6581	D
Common Stock	11/02/2007	F	1,442	D	\$ 69.32	35,102.6581	D

Common Stock						4,446.6587	I	By Employees' Savings Plan
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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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(9-02)

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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)		Title

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					Date Exercisable	Expiration Date		Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 25.101	11/01/2007	M	7,389	01/02/2002	01/01/2012	Common Stock	7,389
Employee Stock Option (right to buy)	\$ 37.0142	11/01/2007	M	8,499	04/17/2001	04/16/2011	Common Stock	8,499
Employee Stock Option (right to buy)	\$ 25.488	11/01/2007	M	3,000	01/03/2000	01/02/2010	Common Stock	3,000
Employee Stock Option (right to buy)	\$ 18.76	11/01/2007	M	2,330	01/02/2003	01/02/2013	Common Stock	2,330
Employee Stock Option (right to buy)	\$ 25.101	11/01/2007	M	3,984	01/02/2002	01/01/2012	Common Stock	3,984
Employee Stock Option (right to buy)	\$ 37.0142	11/01/2007	M	599	04/17/2001	04/16/2011	Common Stock	599
Employee Stock Option (right to buy)	\$ 34.2036	11/01/2007	M	2,275	01/02/2001	01/01/2011	Common Stock	2,275
Employee Stock Option (right to buy)	\$ 25.488	11/01/2007	M	3,923	01/03/2000	01/02/2010	Common Stock	3,923

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kuechle Scott Ernest C/O GOODRICH CORPORATION 2730 WEST TYVOLA ROAD CHARLOTTE, NC 28217			SR VP and CFO	

Signatures

Vincent M. Lichtenberger, By Power of Attorney	11/05/2007
<small>**Signature of Reporting Person</small>	<small>Date</small>

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.

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