

GRISIK JOHN J  
Form 4  
November 02, 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 \*  
GRISIK JOHN J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Executive Vice President

(Last) (First) (Middle)  
C/O GOODRICH CORPORATION, 2730 WEST TYVOLA ROAD  
(Street)

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

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

CHARLOTTE, NC 28217

(City) (State) (Zip)

**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 (Instr. 8)	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 Indirect Beneficial Ownership (Instr. 4)			
				(A) or (D)	Price					
				Code	V	Amount				
Common stock	11/01/2007		M		15,000	A	\$ 18.76	82,575.2664	D	
Common Stock	11/01/2007		S		8,200	D	\$ 68	74,375.2664	D	
Common Stock	11/01/2007		S		200	D	\$ 68.01	74,175.2664	D	
Common Stock	11/01/2007		S		100	D	\$ 68.14	74,075.2664	D	
Common Stock	11/01/2007		S		100	D	\$ 68.16	73,975.2664	D	

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Common Stock	11/01/2007	S	2,200	D	\$ 68.18	71,775.2664	D
Common Stock	11/01/2007	S	200	D	\$ 68.19	71,575.2664	D
Common Stock	11/01/2007	S	1,600	D	\$ 68.2	69,975.2664	D
Common Stock	11/01/2007	S	100	D	\$ 68.21	69,875.2664	D
Common Stock	11/01/2007	S	700	D	\$ 68.22	69,175.2664	D
Common Stock	11/01/2007	S	500	D	\$ 68.23	68,675.2664	D
Common Stock	11/01/2007	S	2,008	D	\$ 68.24	66,667.2664	D
Common Stock	11/01/2007	S	100	D	\$ 68.29	66,567.2664	D
Common Stock	11/01/2007	S	100	D	\$ 68.31	66,467.2664	D
Common Stock	11/01/2007	S	2,200	D	\$ 68.33	64,267.2664	D
Common Stock	11/01/2007	S	2,000	D	\$ 68.34	62,267.2664	D
Common Stock	11/01/2007	S	200	D	\$ 68.35	62,067.2664	D
Common Stock	11/01/2007	S	500	D	\$ 68.37	61,567.2664	D

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

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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)	\$ 18.76	11/01/2007		M	15,000	<u>(1)</u>	01/02/2013	Common Stock	15,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRISIK JOHN J C/O GOODRICH CORPORATION 2730 WEST TYVOLA ROAD CHARLOTTE, NC 28217			Executive Vice President	

## Signatures

Vincent M. Lichtenberger, By Power of  
Attorney 11/02/2007

        \*\*Signature of Reporting Person

        Date

## 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).

(1) The option vested as follows: 35% on 1/2/04, 35% on 1/2/05 and 30% on 1/2/06.

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