

GRISIK JOHN J
Form 4
May 02, 2007

FORM 4

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

OMB APPROVAL

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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

(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)
05/01/2007

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)
Executive Vice President

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 (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 Ownership (Instr. 4)
			Code	V	Amount (A) or Price (D)		
Common Stock	05/01/2007		M		10,000 A \$ 18.76	90,836.7535	D
Common Stock	05/01/2007		M		1,728 A \$ 34.2036	92,564.7535	D
Common Stock	05/01/2007		M		1,105 A \$ 37.0142	93,669.7535	D
Common Stock	05/01/2007		M		3,984 A \$ 25.101	97,653.7535	D
Common Stock	05/01/2007		S		2,400 D \$ 56.71	95,253.7535	D

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Common Stock	05/01/2007	S	2,000	D	\$ 56.72	93,253.7535	D
Common Stock	05/01/2007	S	400	D	\$ 56.73	92,853.7535	D
Common Stock	05/01/2007	S	300	D	\$ 56.74	92,553.7535	D
Common Stock	05/01/2007	S	6,900	D	\$ 56.75	85,653.7535	D
Common Stock	05/01/2007	S	3,100	D	\$ 56.76	82,553.7535	D
Common Stock	05/01/2007	S	1,113	D	\$ 56.77	81,440.7535	D
Common Stock	05/01/2007	S	600	D	\$ 56.78	80,840.7535	D
Common Stock	05/01/2007	S	200	D	\$ 56.79	80,640.7535	D
Common Stock	05/01/2007	S	4,200	D	\$ 56.8	76,440.7535	D
Common Stock	05/01/2007	S	1,200	D	\$ 56.81	75,240.7535	D
Common Stock	05/01/2007	S	1,000	D	\$ 56.82	74,240.7535	D
Common Stock	05/01/2007	S	2,600	D	\$ 56.83	71,640.7535	D
Common Stock	05/01/2007	S	300	D	\$ 56.85	71,340.7535	D
Common Stock	05/01/2007	S	100	D	\$ 56.86	71,240.7535	D
Common Stock	05/02/2007	G	690	D	\$ 56.795	70,550.7535	D

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

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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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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