

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  
Burner, David L.  
c/o Goodrich Corporation  
Four Coliseum Centre  
2730 West Tyvola Rd.  
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  
2/15/02
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
(X) Director ( ) 10% Owner (X) Officer (give title below) ( ) Other  
(specify below)  
Chairman of the Board, President and Chief Executive Officer
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)<br>Amount | 5. Amount of Securities Beneficially Owned at End of Month |
|----------------------|---------------------|---------|---|--|
| Common Stock         | 2/15/02             | A       | 44,811.6415**   | (A) \$27.9450  |
| Common Stock         | 2/15/02             | F       | 15,437.6106   | (D) \$27.9450  |
| Common Stock         | 2/15/02             | A       | 15,400  | (A) 220,299***   |

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

| 1. Title of Derivative Security | 2. Conversion or Exercise Price | 3. Transaction Date | 4. Derivative Securities Acquired (A) or Disposed of (D) | 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. Put or Call |
|---------------------------------|---------------------------------|---------------------|--|--|--|--|----------------|
|---------------------------------|---------------------------------|---------------------|--|--|--|--|----------------|

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|              | Price of |       |      | posed of (D) | Day/Year)          |     |       |       | Title and Number |         |      |
|--------------|----------|-------|------|--------------|--------------------|-----|-------|-------|------------------|---------|------|
|              | Deriva-  |       |      |              | Date   Expir       |     |       |       | of Shares        |         |      |
|              | tive     |       |      |              | A/   Exer-   ation |     |       |       |                  |         |      |
|              | Secu-    |       |      |              | D   cisa-   Date   |     |       |       |                  |         |      |
|              | rity     | Date  | Code | V            | Amount             | ble |       |       |                  |         |      |
| Stock Option |          |       |      |              |                    | *   | 1/3/0 | 3     | Common Stock     | 5,000   | \$24 |
|              |          |       |      |              |                    |     |       |       |                  |         | 5    |
| Stock Option |          |       |      |              |                    | *   | 1/2/0 | 4     | Common Stock     | 6,000   | \$20 |
|              |          |       |      |              |                    |     |       |       |                  |         |      |
| Stock Option |          |       |      |              |                    | *   | 1/2/0 | 5     | Common Stock     | 13,000  | \$21 |
|              |          |       |      |              |                    |     |       |       |                  |         | 3    |
| Stock Option |          |       |      |              |                    | *   | 1/1/0 | 6     | Common Stock     | 36,000  | \$34 |
|              |          |       |      |              |                    |     |       |       |                  |         | 0    |
| Stock Option |          |       |      |              |                    | *   | 1/1/0 | 7     | Common Stock     | 24,500  | \$40 |
|              |          |       |      |              |                    |     |       |       |                  |         | 0    |
| Stock Option |          |       |      |              |                    | *   | 1/1/0 | 8     | Common Stock     | 31,950  | \$41 |
|              |          |       |      |              |                    |     |       |       |                  |         | 3    |
| Stock Option |          |       |      |              |                    | *   | 1/3/0 | 9     | Common Stock     | 96,900  | \$36 |
|              |          |       |      |              |                    |     |       |       |                  |         | 3    |
| Stock Option |          |       |      |              |                    | *   | 12/30 | 10/09 | Common Stock     | 50,000  | \$26 |
|              |          |       |      |              |                    |     |       |       |                  |         | 5    |
| Stock Option |          |       |      |              |                    | *   | 1/2/1 | 10    | Common Stock     | 89,200  | \$26 |
|              |          |       |      |              |                    |     |       |       |                  |         | 8    |
| Stock Option |          |       |      |              |                    | *   | 1/1/1 | 11    | Common Stock     | 28,000  | \$35 |
|              |          |       |      |              |                    |     |       |       |                  |         | 5    |
| Stock Option |          |       |      |              |                    | *   | 1/1/1 | 11    | Common Stock     | 112,000 | \$38 |
|              |          |       |      |              |                    |     |       |       |                  |         |      |
| Stock Option | \$26.19  | 1/2/0 | A    |              | 140,000            | A   | *     | 1/1/1 | Common Stock     | 140,000 | \$26 |
|              |          | 2     |      |              |                    |     |       | 2     |                  |         |      |

Explanation of Responses:

\* Fully vested.

\*\* Shares acquired under the payout of Goodrich Corporation's 2000-2001 Long-Term Incentive Plan.

\*\*\* A fractional share of .0309 was paid in cash to reporting person.

SIGNATURE OF REPORTING PERSON

/s/ David L. Burner

DATE

3-8-02