

Edgar Filing: PISCATELLA MICHAEL J - Form 4

PISCATELLA MICHAEL J

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
 Piscatella, Michael J.
 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
 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)
 Group President, Aerostructures and Aviation Technical Services
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) Amount	5. Amount of Securities Beneficially Owned at End of Month
Common Stock	2/15/02	A	6,932.9134***	(A) \$27.9450
Common Stock	2/15/02	F	2,388.3886	(D) \$27.9450
Common Stock	2/15/02	A	460	(A) \$36,791****

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)	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 Options						*	1/1/0	Common Stock	5,400	\$34
							6			0
Stock Options						*	1/1/0	Common Stock	5,300	\$40
							7			0
Stock Options						*	1/1/0	Common Stock	8,100	\$41
							8			3
Stock Options						*	1/3/0	Common Stock	10,200	\$36
							9			3
Stock Options						**	1/2/1	Common Stock	11,340	\$26
							0			8
Stock Options						**	2/21/	Common Stock	3,900	\$26
							10			8
Stock Options						**	1/1/1	Common Stock	5,180	\$35
							1			5
Stock Options						**	1/1/1	Common Stock	20,720	\$38
							1			
Stock Options						**	1/1/1	Common Stock	28,200	\$26
							2			

Explanation of Responses:

* Fully vested.

** Vests in 35%, 35% and 30% annually.

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

**** A fractional share of .5248 was paid in cash to reporting person.

SIGNATURE OF REPORTING PERSON

/s/ Michael J. Piscatella

DATE

3/7/02