**GOODRICH CORP** 

Form 4

January 06, 2003

## FORM 4

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

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 **OMB APPROVAL** 

OMB Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response. . .0.5

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

1. Name and A			Name <b>and</b> h Corpora			ding Symbol	6. Relationship of Reporting Person(s) to Issuer (Check all applicable) _ Director _ 10% Owner X Officer (give title below) Other (specify below)  Vice President and Controller			
(La Goodrich Co Centre 2730 West Ty	of R	epor	Identificati ting Person ty (volunta	١,		4. Statement for Month/Day/Year 01/02/03				
Charlotte, NO						5. If Amendment, Date of Original (Month/Day/Year)	7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(0	City) (State)		Tab	le I Non	-Deriva	posed of, or Beneficially Owned				
1. Title of Security (Instr. 3)	ty action Execution action 3) Date Date, (Ins			A. Securities Acquired on Code (A) or Disposed of (D) (Instr. 3, 4 & 5)  Ode V Amount (A) Price or (D)				5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

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

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## FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

_	(c.g., pais, cans, warrants, options, convertible securities)													
	l. Title of	2. Conver-	3. Trans-	3A.	4.	5. Number	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Natu		
þ	Derivative	sion or	action	Deemed	Trans-	of	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indire		
	Security	Exercise	Date	Execution	action	Derivative	Date	Underlying	Security	Securities	ship	Beneficia		
		Price of		Date,	Code	Securities	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownersh		
(	(Instr. 3)	Derivative	(Month/	if any		Acquired	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)		
		Security	Day/	(Month/	(Instr.	(A) or				Following	ative			
			Year)	Day/	8)	Disposed				Reported	Security:			
				Year)		of (D)				Transaction(s)	Direct			
										(Instr. 4)	(D)			
ı														

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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						(Instr. 3 & 5)	3, 4							or Indirect	
				Code	V	(A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares			(I) (Instr. 4)	)
Employee Stock Option (right to buy)	18.76	01/02/03		A		14,300		01/02/03		Common Stock	14,300		14,300	D	

Explanation of Responses:

By: /s/ Robert D. Koney, Jr. Robert D. Koney, Jr. <u>01/03/03</u> Date

\*\*Signature of Reporting Person

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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<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).