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GOODRICH CORP

Form 3

February 04, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

- 1. Name and Address of Reporting Person Grisik, John J.
 - c/o Goodrich Corporation
 - 2730 West Tyvola Rd.
 - Charlotte, NC 28217
- 2. Date of Event Requiring Statement (Month/Day/Year) 02/01/02
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Issuer Name and Ticker or Trading Symbol Goodrich Corporation
- 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) () Director () 10% Owner (X) Officer (give title below) () Other (specify below)
- Group President, Landing Gear Systems 6. 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

| Table I Non-Derivative Secu | rities Beneficially Owned | | |
|-----------------------------|---|--|--|
| 1. Title of Security | 2. Amount of Securities Beneficially Owned | 3. Ownership 4. Nature Form: Benefic Direct(D) or Indirect(I) | |
| Common Stock | 124,783.5872 | (D) | |

| Common Stock | | 24,783.5872 | רם) ו | | |
|-----------------------------------|----------------------------|---------------------------------------|--------|-----------------------|---------|
| | | | | | |
| | | | | | |
| Table II Derivativ | e Securitites Benet | ficially Owned | | | |
| 1.Title of Derivative Security | • | 3.Title and Amount of Underlying | | 4. Conver- 5. Own | |
| | Expiration | Securities | I | exercise | Form of |
| | Date(Month/ Day/Year) | | | price of deri- | |
| | Date Expir | | | vative of Security | |
| | cisable Date | | | | |
| • | | 5 Common Stock | | | (D) |
| Common Stock | | 6 Common Stock | | | (D) |
| Common Stock | * 1/1/0 | 7 Common Stock | 10,400 | \$40.1250 | (D) |

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| Common Stock | * | 1/1/08 | Common Stock | 11,800 | \$41.4062 | (D) |
|---------------|-----|--------|--------------|--------|-----------|-----|
| Common Sstock | * * | 1/3/09 | Common Stock | 15,500 | \$36.1563 | (D) |
| Common Stock | * * | 1/2/10 | Common Stock | 34,200 | \$26.5938 | (D) |
| Common Stock | * * | 1/1/11 | Common Stock | 5,520 | \$35.6875 | (D) |
| Common Stock | * * | 1/1/11 | Common Stock | 22,080 | \$38.62 | (D) |
| Common Stock | ** | 1/1/12 | Common Stock | 33,200 | \$26.19 | (D) |
| | | | | | | |

Explanation of Responses:

* Fully

Vested

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

increments.

SIGNATURE OF REPORTING PERSON

/s/ John J. Grisik

DATE

2/4/02