#### YOUNG A THOMAS

Form 4 April 21, 2005

# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue. See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \*

YOUNG A THOMAS

(First)

(Middle)

C/O GOODRICH CORPORATION, 2730 W TYVOLA ROAD

CHARLOTTE, NC 28217

(Street)

2. Issuer Name and Ticker or Trading

Symbol

GOODRICH CORP [GR]

3. Date of Earliest Transaction (Month/Day/Year)

04/19/2005

4. If Amendment, Date Original

Filed(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

X\_ Director

Applicable Line)

Officer (give title

1. Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed

(State)

(Zip)

(Month/Day/Year) Execution Date, if (Month/Day/Year)

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

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

(A)

Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

Persons who respond to the collection of information contained in this form are not

5. Amount of

Securities

Following

Reported

Owned

Beneficially

required to respond unless the form displays a currently valid OMB control

number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion 3. Transaction Date 3A. Deemed

5. Number of (Month/Day/Year) Execution Date, if TransactionDerivative

6. Date Exercisable and **Expiration Date** 

7. Title and Amount of **Underlying Securities** 

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

6. Ownership

Form: Direct

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(I)

(Instr. 4)

(Check all applicable)

10% Owner

Other (specify

7. Nature of

Ownership (Instr. 4)

Indirect

SEC 1474

(9-02)

(D) or Indirect Beneficial

Estimated average

burden hours per

1

#### Edgar Filing: YOUNG A THOMAS - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)		d of	l (Month/Day/Year)		(Instr. 3 and	Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares	
Phantom Stock	(1)	04/19/2005		A	1,604.7071		(2)	(2)	Common Stock	1,604.70	

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
YOUNG A THOMAS C/O GOODRICH CORPORATION 2730 W TYVOLA ROAD CHARLOTTE, NC 28217	X						

# **Signatures**

Jennie M. Raine, by power of 04/21/2005 attorney

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- **(1)** 1-for-1
- The phantom stock was accrued under Goodrich Corporation's Outside Director Phantom Share Plan. The phantom stock is to be settled **(2)** in cash only upon the reporting person's retirement at various times based upon elections made by the reporting person.
- Includes 340.3513 shares of phantom stock acquired during the period July 1, 2004 to April 1, 2005 pursuant to a dividend reinvestment feature of the Goodrich Corporation Directors' Phantom Share Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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