

LINNERT TERRENCE G
Form 4
May 21, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
LINNERT TERRENCE G

2. Issuer Name and Ticker or Trading Symbol
GOODRICH CORP [GR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/17/2007

____ Director
 Officer (give title below) _____ Other (specify below)
Executive VP & General Counsel

C/O GOODRICH CORPORATION, 2730 WEST TYVOLA ROAD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

CHARLOTTE, NC 28217

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/17/2007		M		13,079	A	\$ 34.653
Common Stock	05/17/2007		S		1,579	D	\$ 59.55
Common Stock	05/17/2007		S		500	D	\$ 59.56
Common Stock	05/17/2007		S		100	D	\$ 59.57
Common Stock	05/17/2007		S		300	D	\$ 59.58

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Common Stock	05/17/2007	S	1,400	D	\$ 59.59	64,500	D
Common Stock	05/17/2007	S	800	D	\$ 59.6	63,700	D
Common Stock	05/17/2007	S	900	D	\$ 59.61	62,800	D
Common Stock	05/17/2007	S	100	D	\$ 59.62	62,700	D
Common Stock	05/17/2007	S	300	D	\$ 59.64	62,400	D
Common Stock	05/17/2007	S	400	D	\$ 59.65	62,000	D
Common Stock	05/17/2007	S	400	D	\$ 59.66	61,600	D
Common Stock	05/17/2007	S	100	D	\$ 59.67	61,500	D
Common Stock	05/17/2007	S	100	D	\$ 59.68	61,400	D
Common Stock	05/17/2007	S	200	D	\$ 59.69	61,200	D
Common Stock	05/17/2007	S	900	D	\$ 59.7	60,300	D
Common Stock	05/17/2007	S	300	D	\$ 59.71	60,000	D
Common Stock	05/17/2007	S	600	D	\$ 59.73	59,400	D
Common Stock	05/17/2007	S	500	D	\$ 59.74	58,900	D
Common Stock	05/17/2007	S	900	D	\$ 59.75	58,000	D
Common Stock	05/17/2007	S	200	D	\$ 59.76	57,800	D
Common Stock	05/17/2007	S	400	D	\$ 59.77	57,400	D
Common Stock	05/17/2007	S	1,000	D	\$ 59.78	56,400	D
Common Stock	05/17/2007	S	500	D	\$ 59.79	55,900	D
Common Stock	05/17/2007	S	300	D	\$ 59.8	55,600	D
	05/17/2007	S	100	D	\$ 59.81	55,500	D

Signatures

Terrence G.
Linnert

05/21/2007

__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).

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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