Edgar Filing: RANKIN ALFRED M JR - Form 4

RANKIN ALFR	ED M JR												
Form 4													
April 23, 2008	_												
FORM 4	UNITED	STATES	SECU	RITIE	S A	ND EX	СНА	NGF	COMMISSIO	Т	PPROVAL		
	UNITED	DINIL D				D.C. 20				Number:	3235-02	287	
Check this box									Expires:	January			
if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICIAL SECURITIESForm 4 or Form 5Filed pursuant to Section 16(a) of the Securities Exc								Estimated burden ho	Estimated average burden hours per response				
obligations may continue. <i>See</i> Instruction 1(b).	Section 17(a) of the l	Public U	Jtility H	Holo		npan	y Act	of 1935 or Section	on			
(Print or Type Respo	onses)												
1. Name and Addre RANKIN ALFF	2. Issuer Name and Ticker or Trading Symbol GOODRICH CORP [GR]					ng	5. Relationship of Reporting Person(s) to Issuer						
<i>a</i>)						-	J		(Check all applicable)				
(M				3. Date of Earliest Transaction (Month/Day/Year)					X_ Director 10% Owner Officer (give title Other (specify				
C/O NACCO INDUSTRIES, INC., 5875 LANDERBROOK DRIVE				04/22/2008					below)	below)	ier (speens		
				led(Month/Day/Year) A				Applicable Line)	_X_ Form filed by One Reporting Person				
MAYFIELD H	TS., OH 4412	24-4017							Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - No	on-E	Derivative	Secur	ities A	cquired, Disposed	of, or Beneficia	ally Owned		
	ransaction Date nth/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	Code (Instr. 3	8)	4. Securit nAcquired Disposed (Instr. 3, Amount	(A) or of (D) 4 and 5 (A) or)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature o Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report o	on a separate line	e for each cl	ass of sec	urities b	enef	icially ow	ned di	rectly o	or indirectly.				
·	ľ					Perso inforr requi	ons wi natior red to ays a	ho res n cont respo	pond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab								Beneficially Owner securities)	1			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (Me (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares	
Phantom Stock	(1)	04/22/2008		А	1,495.3892		(2)	(2)	Common Stock	1,495.38	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
RANKIN ALFRED M JR C/O NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE MAYFIELD HTS., OH 44124-4017	X						
Signatures							
Vincent M. Lichtenberger, By Power Attorney	of	04/23/2008					
<u>**</u> 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
- (2) The phantom stock was accrued under Goodrich Corporation Outside Director Phantom Share Plan. The phantom stock is to be settled in cash only upon the reporting person's retirement at various times based upon elections made by the reporting person.
- (3) Includes 110.1372 shares of phantom stock acquired during the period 10/1/07 to 4/1/08 pursuant to a dividend reinvestment feature of the Goodrich Corporation Directors' Phantom Share Plan and the Goodrich Corporation Outside Director 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.