#### RANKIN ALFRED M JR

Form 4 April 21, 2005

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* RANKIN ALFRED M JR

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First) (Last)

(Middle)

GOODRICH CORP [GR]

(Check all applicable)

C/O NACCO INDUSTRIES. INC., 5875 LANDERBROOK

**DRIVE** 

3. Date of Earliest Transaction

(Month/Day/Year) 04/19/2005

X\_ Director 10% Owner Officer (give title Other (specify below)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

(Instr. 8)

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

**MAYFIELD** HEIGHTS, OH 44124-4017

> (City) (State) (Zip)

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

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed

(Month/Day/Year) Execution Date, if

(Month/Day/Year)

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

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

(A) or

(Instr. 3, 4 and 5)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

#### Edgar Filing: RANKIN ALFRED M JR - Form 4

<ol> <li>Title of</li> </ol>	2.	<ol><li>Transaction Date</li></ol>	e 3A. Deemed	4.	5. Number of	6. Date l	Exercisable and	7. Title and Amount of		
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expirati	Expiration Date		Underlying Securities	
Security	or Exercise		any	Code	Securities Acquired (Month/Day/Year)		(Instr. 3 and 4)			
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	(A) or Disposed	of				
	Derivative				(D)					
	Security			(Instr. 3, 4, and 5)						
				Code V	(A)	(D) Date	Expiration	Title	Amount or	
						Exercisa	ble Date		Number of	
									Shares	
Phantom								Common		
Stock	<u>(1)</u>	04/19/2005		A	1,604.7071	(2)	(2)	Stock	1,604.70	

## **Reporting Owners**

#### Relationships

Reporting Owner Name / Address

X

Director 10% Officer Other

RANKIN ALFRED M JR C/O NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE MAYFIELD HEIGHTS, OH 44124-4017

## **Signatures**

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

\*\*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's 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 149.9572 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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