



Edgar Filing: EGNOTOVICH CYNTHIA M - Form 4/A

(Instr. 3)	Derivative Security	(Month/Day/Year)	if any (Month/Day/Year)	(Instr. 8)		Securities (A) or (D)		Year	(Instr. 3 & 4)		Owned Following Reported Transaction(s) (Instr. 4)	of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	(Instr. 4)		
				Code	V	(A)	(D)		Date Exer-cisable	Expira-tion Date				Title	Amount or Number of Shares
<b>Phantom Stock</b>		<b>2/21/03</b>		<b>A</b>	<b>V</b>	<b>518<sup>(2)</sup></b>					<b>Common Stock</b>	<b>518</b>	<b>518</b>	<b>D</b>	

Explanation of Responses:

(1) Includes 170.94017 shares acquired January 2003 pursuant to the Employee Stock Purchase Plan.

(2) The phantom stock units were accrued under the Goodrich Corporation Performane Share Deferred Compensation Plan as a result of the deferral of certain performance shares that were earned and payable under the Goodrich Corporation 2000-2002 Long-Term Incentive Plan.

By: /s/ **Cynthia M. Egnotovich**  
**Cynthia M. Egnotovich**

**3/31/03**  
 Date

\*\*Signature of Reporting Person

\*\*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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.