

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2009 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information		
For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009			
A This return/report is for:	☐ a multiemployer plan;	☐ a multiple-employer plan; or	
	☒ a single-employer plan;	☐ a DFE (specify) ____	
B This return/report is:	☐ the first return/report;	☐ the final return/report;	
	☐ an amended return/report;	☐ a short plan year return/report (less than 12 months).	
C If the plan is a collectively-bargained plan, check here.	☒		
D Check box if filing under:	☒ Form 5558;	☐ automatic extension;	☐ the DFVC program;
	☐ special extension (enter description)		

Part II	Basic Plan Information —enter all requested information		
1a Name of plan GOODRICH CORPORATION EMPLOYEES SAVINGS PLAN 2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) GOODRICH CORPORATION FOUR COLISEUM CTR, 2730 W TYVOLA RD CHARLOTTE, NC 28217	1b Three-digit plan number (PN) ▶	002	
	1c Effective date of plan	10/01/1969	
	2b Employer Identification Number (EIN)	34-0252680	
	2c Sponsor's telephone number	704-423-7000	
	2d Business code (see instructions)	336410	

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2010	KENNETH LEVINE
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/12/2010	KEVIN HESLIN
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") GOODRICH CORPORATION FOUR COLISEUM CTR, 2730 W TYVOLA RD CHARLOTTE, NC 28217	3b Administrator's EIN 34-0252680
	3c Administrator's telephone number 704-423-7000
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
5 Total number of participants at the beginning of the plan year	5 20351
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).	
a Active participants.....	6a 14859
b Retired or separated participants receiving benefits.....	6b 382
c Other retired or separated participants entitled to future benefits.....	6c 4681
d Subtotal. Add lines 6a , 6b , and 6c	6d 19922
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e 269
f Total. Add lines 6d and 6e	6f 20191
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g 19346
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h 218
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7
8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions: 2E 2F 2G 2J 2K 2R 3F 3H	
b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor
10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)	
a Pension Schedules (1) ☒ R (Retirement Plan Information) (2) ☐ MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) ☐ SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ 0 A (Insurance Information) (4) ☒ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection.
For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan GOODRICH CORPORATION EMPLOYEES SAVINGS PLAN	B Three-digit plan number (PN) ▶	002
C Plan sponsor's name as shown on line 2a of Form 5500 GOODRICH CORPORATION	D Employer Identification Number (EIN) 34-0252680	

Part I	Service Provider Information (see instructions)
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You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions)..... ☒ Yes ☐ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation
FIDELITY INVEST INST OPS CO, INC
04-2647786

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation
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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, \$5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FIDELITY INVEST INST OPS CO, INC

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
37 71 64 65	RECORDKEEPER	916830	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

THE BOSTON CO ASSET MANAGEMENT, LLC

43-4049870

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 68	INVESTMENT MANAGER	247823	Yes ☒ No ☐	Yes ☒ No ☐	43041	Yes ☒ No ☐

(a) Enter name and EIN or address (see instructions)

STATE STREET GLOBAL ADVISORS

04-1867445

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
18 19 51 52 68 99	INVESTMENT MANAGER	225453	Yes ☒ No ☐	Yes ☒ No ☐	41804	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

WELLINGTON MANAGEMENT CO, LLP

04-2683227

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
51 68	INVESTMENT MANAGER	229441	Yes ☒ No ☐	Yes ☒ No ☐	2655	Yes ☐ No ☒

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVEST INST OPS CO, INC	60	0
(d) Enter name and EIN (address) of source of indirect compensation		
JANUS SERVICES LLC	0.33%	
43-1804048		
(a) Enter service provider name as it appears on line 2		
FIDELITY INVEST INST OPS CO, INC	60	0
(d) Enter name and EIN (address) of source of indirect compensation		
BOSTON FINANCIAL DATA SERVICE, INC	0.15%, 0.30%	
04-2526037		
(a) Enter service provider name as it appears on line 2		
FIDELITY INVEST INST OPS CO, INC	60	0
(d) Enter name and EIN (address) of source of indirect compensation		
JP MORGAN INVESTOR SERVICES CO	0.10%, 0.35%	
22-2382028		

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received \$1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
FIDELITY INVEST INST OPS CO, INC	60	0
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
OPPENHEIMER FUNDS SERVICES 13-2527171	0.45%	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	
(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide
(a) Enter name and EIN or address of service provider (see instructions)	(b) Nature of Service Code(s)	(c) Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

a Name:	b EIN:
c Position:	
d Address:	e Telephone:

Explanation:

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration	DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection.
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan GOODRICH CORPORATION EMPLOYEES SAVINGS PLAN	B Three-digit plan number (PN) ▶	002
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 GOODRICH CORPORATION	D Employer Identification Number (EIN) 34-0252680	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)		
a Name of MTIA, CCT, PSA, or 103-12 IE: GOODRICH CORPORATION S&P INDEX FUND			
b Name of sponsor of entity listed in (a): BANK OF NEW YORK MELLON CORPORATION			
c EIN-PN 25-6078093-010	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 134998258	
a Name of MTIA, CCT, PSA, or 103-12 IE: CAPITAL GUARDIAN INT'L EQUITY FUND			
b Name of sponsor of entity listed in (a): CAPITAL GUARDIAN TRUST COMPANY			
c EIN-PN 95-6597294-067	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 48770448	
a Name of MTIA, CCT, PSA, or 103-12 IE:			
b Name of sponsor of entity listed in (a):			
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:			
b Name of sponsor of entity listed in (a):			
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:			
b Name of sponsor of entity listed in (a):			
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:			
b Name of sponsor of entity listed in (a):			
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
a Name of MTIA, CCT, PSA, or 103-12 IE:			
b Name of sponsor of entity listed in (a):			
c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)**a** Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan <u>GOODRICH CORPORATION EMPLOYEES SAVINGS PLAN</u>	B Three-digit plan number (PN) <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>GOODRICH CORPORATION</u>	D Employer Identification Number (EIN) <u>34-0252680</u>

Part I	Asset and Liability Statement
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1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a	0	0
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	8861959	9817367
(2) Participant contributions	1b(2)	0	0
(3) Other	1b(3)	0	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	2967720	4417446
(2) U.S. Government securities	1c(2)	0	0
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)	0	0
(B) All other	1c(3)(B)	0	0
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)	0	0
(B) Common	1c(4)(B)	0	0
(5) Partnership/joint venture interests	1c(5)	0	0
(6) Real estate (other than employer real property)	1c(6)	0	0
(7) Loans (other than to participants)	1c(7)	0	0
(8) Participant loans	1c(8)	45372242	56590514
(9) Value of interest in common/collective trusts	1c(9)	139010953	183768706
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	0	0
(12) Value of interest in 103-12 investment entities	1c(12)	0	0
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	860605546	1175226670
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	0	0

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)	163714647	256427210
(2) Employer real property	1d(2)	0	0
e Buildings and other property used in plan operation	1e	0	0
f Total assets (add all amounts in lines 1a through 1e)	1f	1220533067	1686247913

Liabilities

g Benefit claims payable	1g	0	0
h Operating payables	1h	0	0
i Acquisition indebtedness	1i	0	0
j Other liabilities	1j	0	0
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	1220533067	1686247913
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	48631742	
(B) Participants	2a(1)(B)	80421886	
(C) Others (including rollovers)	2a(1)(C)	4591835	
(2) Noncash contributions	2a(2)	0	
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		133645463

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	238791	
(B) U.S. Government securities	2b(1)(B)	0	
(C) Corporate debt instruments	2b(1)(C)	0	
(D) Loans (other than to participants)	2b(1)(D)	0	
(E) Participant loans	2b(1)(E)	2757063	
(F) Other	2b(1)(F)	5212819	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		8208673
(2) Dividends: (A) Preferred stock	2b(2)(A)	0	
(B) Common stock	2b(2)(B)	6086840	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	0	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		6086840
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	155443311	
(B) Aggregate carrying amount (see instructions)	2b(4)(B)	136916948	
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		18526363

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)	0	
(B) Other	2b(5)(B)	127787795	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		127787795
(6) Net investment gain (loss) from common/collective trusts	2b(6)		0
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		0
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		0
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		0
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		196313545
c Other income.....	2c		0
d Total income. Add all income amounts in column (b) and enter total.....	2d		490568679

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	87918414	
(2) To insurance carriers for the provision of benefits	2e(2)	0	
(3) Other	2e(3)	0	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		87918414
f Corrective distributions (see instructions)	2f		13541
g Certain deemed distributions of participant loans (see instructions).....	2g		462350
h Interest expense.....	2h		0
i Administrative expenses: (1) Professional fees	2i(1)	0	
(2) Contract administrator fees	2i(2)	0	
(3) Investment advisory and management fees	2i(3)	0	
(4) Other	2i(4)	845696	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		845696
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		89240001

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		401328678
l Transfers of assets:			
(1) To this plan.....	2l(1)		64386168
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☒ Unqualified (2) ☐ Qualified (3) ☐ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☐ Yes ☒ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: ERNST & YOUNG

(2) EIN: 34-6565596

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		25000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If yes, enter the amount of any plan assets that reverted to the employer this year ☐ Yes ☒ No Amount:

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)

5b(3) PN(s)

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection.
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan <u>GOODRICH CORPORATION EMPLOYEES SAVINGS PLAN</u>	B Three-digit plan number (PN) ▶ <u>002</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>GOODRICH CORPORATION</u>	D Employer Identification Number (EIN) <u>34-0252680</u>

Part I	Distributions
---------------	----------------------

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1	<u>0</u>
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>04-6568107</u>		
Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.		
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3	

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
----------------	--

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☐ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☐ N/A

Part III	Amendments
-----------------	-------------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☐ No
--	-----------------------------------	-----------------------------------	-------------------------------	-----------------------------

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2009
v.092308.1

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month _____ Day _____ Year _____

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

GOODRICH CORP (GR)

4 COLISEUM CENTRE
CHARLOTTE, NC, 28217
704-423-7000
www.goodrich.com

11-K

Annual report of employee stock purchase, savings and similar plans
Filed on 6/25/2010
Filed Period 12/31/2009



THOMSON REUTERS

Westlaw[®] BUSINESS

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 11-K

(Mark One)



ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended December 31, 2009

Or



TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from _____ to _____

Commission file number 1-892

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

GOODRICH CORPORATION EMPLOYEES' SAVINGS PLAN

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

Goodrich Corporation

Four Coliseum Centre
2730 West Tyvola Road
Charlotte, NC 28217-4578

Goodrich Corporation Employees' Savings Plan
EIN: 34-0252680 Plan Number: 002

REQUIRED INFORMATION

1. Audited Financial Statements for the Goodrich Corporation Employees' Savings Plan Including:

The Report of Independent Registered Public Accounting Firm; Statements of Net Assets Available for Benefits as of December 31, 2009 and 2008; and Statement of Changes in Net Assets Available for Benefits for the year ended December 31, 2009.

2. Exhibit 23

Consent of Independent Registered Public Accounting Firm — Ernst & Young LLP

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Goodrich Corporation Benefit Design and Administration Committee has duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

GOODRICH CORPORATION EMPLOYEES'
SAVINGS PLAN

June 25, 2010

/s/ Kevin P. Heslin

Kevin P. Heslin
Chairman of Goodrich Corporation
Benefit Design and Administration Committee

Goodrich Corporation Employees' Savings Plan
EIN: 34-0252680 Plan Number: 002

AUDITED FINANCIAL STATEMENTS AND SUPPLEMENTAL SCHEDULE

Goodrich Corporation Employees' Savings Plan
December 31, 2009 and 2008, and year ended December 31, 2009
with Report of Independent Registered Public Accounting Firm

Goodrich Corporation Employees' Savings Plan
EIN: 34-0252680 Plan Number: 002

Goodrich Corporation Employees' Savings Plan
Audited Financial Statements and Supplemental Schedule
December 31, 2009 and 2008 and
year ended December 31, 2009
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Goodrich Corporation Employees' Savings Plan
EIN: 34-0252680 Plan Number: 002

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Goodrich Corporation

Benefit Design and Administration Committee

We have audited the accompanying statements of net assets available for benefits of Goodrich Corporation Employees' Savings Plan as of December 31, 2009 and 2008, and the related statements of changes in net assets available for benefits for the year ended December 31, 2009. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Plan's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan at December 31, 2009 and 2008, and the changes in its net assets available for benefits for the year ended December 31, 2009, in conformity with US generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the financial statements taken as a whole. The accompanying supplemental schedule of assets (held at end of year) as of December 31, 2009 is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in our audits of the financial statements and, in our opinion, is fairly stated in all material respects in relation to the financial statements taken as a whole.

/s/ Ernst & Young LLP

Charlotte, North Carolina
June 25, 2010

Goodrich Corporation Employees' Savings Plan
EIN: 34-0252680 Plan Number: 002

Goodrich Corporation Employees' Savings Plan
Statements of Net Assets Available for Benefits

	December 31,	
	2009	2008
Assets		
Investments, at fair value (<i>Note 3</i>)	\$ 1,661,689,144	\$ 1,179,044,823
Contribution receivable — Goodrich Corporation	9,817,367	8,861,959
Total Assets	1,671,506,511	1,187,906,782
Adjustment from fair value to contract value for fully benefit responsive investment contracts	14,741,402	32,626,285
Net assets available for benefits	\$ 1,686,247,913	\$ 1,220,533,067

See accompanying notes to financial statements

Goodrich Corporation Employees' Savings Plan
EIN: 34-0252680 Plan Number: 002

Goodrich Corporation Employees' Savings Plan
Statement of Changes in Net Assets Available for Benefits
Year Ended December 31, 2009

Additions

Investment income:

Interest	\$ 8,208,673
Dividends	18,848,448
Net appreciation in aggregate fair value of investments (<i>Note 3</i>)	329,866,095

356,923,216

Contributions from:

Participants	85,013,721
Goodrich Corporation	48,631,742

133,645,463

Transfer of assets due to plan merger (*Note 1*)

64,386,168

Total additions

554,954,847

Deductions

Benefit payments	88,394,305
Administrative expenses	845,696

Total deductions

89,240,001

Net increase

465,714,846

Net assets available for benefits at beginning of year

1,220,533,067

Net assets available for benefits at end of year

\$ 1,686,247,913

See accompanying notes to financial statements.

Goodrich Corporation Employees' Savings Plan
EIN: 34-0252680 Plan Number: 002

Goodrich Corporation Employees' Savings Plan
Notes to Financial Statements
Year Ended December 31, 2009

1. Description of the Plan

The following description of Goodrich Corporation Employees' Savings Plan (the "Plan") is provided for general information purposes only. Participants should refer to the Plan document for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering substantially all employees of Goodrich Corporation (the "Company") and all subsidiaries of the Company to which the Plan has been extended. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA"), as amended.

Effective June 30, 2009, the Goodrich Corporation Savings Plan for Rohr Employees 401(k) Plan (the "Rohr Plan") was merged into the Plan, and \$64,386,168, which represented all remaining net assets of the Rohr Plan, was transferred to the Plan.

Participation in the Plan

The Plan offers participants the choice of three savings options: an after-tax savings option, a pre-tax 401(k) savings option and a Roth 401(k) option. Under the traditional after-tax savings and Roth 401(k) options, participant contributions are subject to federal income taxes. When withdrawn, participants pay income tax on the investments earnings on traditional after-tax contributions. Investment earnings on Roth 401(k) contributions are never taxed as long as certain conditions are met upon withdrawal. Under the pre-tax savings option the participant postpones paying federal income taxes on the amount of contributions deducted from his or her salary until the contributions are withdrawn from the Plan. Participants can elect to participate in all of the savings options. Participants can contribute to each of the investment funds under all savings options.

Contributions

Each employee who elects to become a participant in the Plan may make pre-tax, after-tax or Roth 401(k) contributions up to 25% of their qualified compensation, as defined in the Plan document. Maximum pre-tax plus Roth 401(k) participant contributions (which are limited by Internal Revenue Service regulations) were \$16,500 for 2009. Highly compensated employees may be limited to contributing a lower percentage than 25% in order to facilitate the Plan's passing of non-discrimination testing. Participants age 50 or older can contribute pre-tax "catch-up" contributions to the Plan, subject to limitations.

In December 2005, the Plan was amended to change the Company match that applies to non-bargaining unit and certain bargaining unit employees hired after December 31, 2005 to 100% of participant contributions up to 6% of pay. In addition, these participants will receive a Company contribution equal to 2% of eligible pay at the end of each Plan year provided they are still employed. This 2% contribution is subject to a 3-year vesting schedule. In addition, non-bargaining unit and certain bargaining unit employees hired prior to December 31, 2005 who elected to freeze pension benefit service, effective July 1, 2006, receive the same match and Company contributions as new hires.

Goodrich Corporation Employees' Savings Plan
EIN: 34-0252680 Plan Number: 002

Vesting Provisions

Participant contributions and earnings thereon are always fully vested. The Company match contribution and other Company contributions made to participant accounts subsequent to December 31, 2001 and earnings thereon are 100% vested.

The Plan was amended in December 2005 to provide discretionary contributions, and the additional 2% Company contribution is subject to a 3-year vesting schedule.

Participant Accounts

Each participant's account is credited with the participant's contributions and the Company's contributions. The accounts are further adjusted for allocations of the Plan's investment income or losses and administrative expenses.

The Plan provides for the acceptance of rollover contributions from other plans qualified under the Internal Revenue Code (the "Code").

Dividends, interest and proceeds from sale of investments in each fund are reinvested in the respective fund.

Benefit Payments

Company contributions made after January 1, 1990, but prior to January 1, 2002, may not be withdrawn until the participant reaches age 55 or upon termination, disability or death. Company matching contributions made on or after January 1, 2002, may not be withdrawn until age 59 ¹/₂ or upon termination, disability or death. Participants separating from service who meet certain requirements have the option of deferring distribution of the vested value of his or her account until age 70 ¹/₂.

A participant may make an in-service withdrawal of his or her pre-tax contributions upon incurring a financial hardship, subject to certain conditions as set forth in the Plan document.

A participant who elects to withdraw from the Plan is paid the fair value of his or her vested account balance. Distributions from the Company Stock Fund are made in cash or stock. Distributions from the other funds are made in cash.

Forfeiture of Interest

Upon a participant's separation from service, the portion of investments attributable to contributions made by the Company which have not vested shall remain in such accounts. Such nonvested amounts shall be forfeited on the date which is the earlier of the participant receiving a full distribution of the vested portion of the account balance or 60 consecutive months after separation from service. If the participant is rehired before such forfeiture, the nonvested portion shall remain in the participant's account.

All amounts forfeited under the Plan will remain in the Plan and be used to reduce future contributions to the Plan by The Company. If the Plan is terminated, any forfeited amounts not yet applied against the Company's contributions will accrue ratably to the remaining participants in the Plan at the date of termination.

Participant Loans

Participant loans consist of general purpose and principal residence loans. General purpose loans have terms ranging from 1 to 5 years and provide fixed interest rates based upon the federal short-term rate, which ranged from 0.81% to 11.5% during 2009. Principal residence loans have terms ranging from 1 to 15 years and provide fixed interest rates based upon the federal long-term rate, which ranged from 2.74% to 8.96% during 2009. Under either type of loan, participants may borrow up to 50% of the value of their vested account balance up to a maximum of \$50,000. The minimum a participant may borrow is \$1,000. In general, participant loans are repaid in equal bi-weekly installments through payroll deductions and are secured by the participant's interest in the Plan.

Goodrich Corporation Employees' Savings Plan
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Administrative Expenses

Investment management fees and administrative expenses related to recordkeeping are charged against the earnings of the investment funds in which the participants' funds are invested. Fees for certain transactions, such as withdrawals and loan processing, are charged directly to the account of the participant reporting such a transaction.

Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue contributions at any time and terminate the Plan subject to the provisions of ERISA. In the event of a termination of the Plan, all participants will become 100% vested and the net assets of the Plan will be distributed to the participants based on the value of their accounts. Since this is an individual account plan, the Pension Benefit Guaranty Corporation does not guarantee any benefits.

The foregoing description of the Plan provides only general information. Participants should refer to the Plan document for a more complete description of the Plan's provisions. Copies of the Plan document are available from the Human Resource Department of the Company.

2. Significant Accounting Policies

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting.

Use of Estimates

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date.

Goodrich Corporation Employees' Savings Plan
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3. Fair Value of Financial Investments, Carried at Fair Value

The following presents investments that represent 5 percent or more of the Plan's net assets.

	December 31,	
	2009	2008
JP Morgan Chase & Co. 2A Stable Value Fund	\$ 286,961,448	\$ 249,427,814
Goodrich Corporation 2I Company Stock Fund	256,427,210	163,714,647
Mellon Capital Management 2C S&P Index Fund	134,998,258	102,661,604
Fidelity Management & Research Corp Freedom 2020 Fund	105,086,733	75,804,903

The Company defines fair value as the price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The following three levels of inputs are used to measure fair value:

Level 1 —quoted prices in active markets for identical assets and liabilities.

Level 2 —observable inputs other than quoted prices in active markets for identical assets and liabilities.

Level 3 —unobservable inputs in which there is little or no market data available, which require the reporting entity to develop its own assumptions. A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. The following is a description of the valuation methodologies used for instruments measurement at fair value.

Mutual Funds

Plan investments are stated at fair value. The shares of registered investment companies are valued at quoted market prices in an active market, which represent the net asset values of shares held by the Plan at the end of the year.

Company Stock Fund

The Company Stock Fund is a unitized separate account comprised of common stock of Goodrich and short-term cash investments. The unit value of the fund is derived from the fair value of the common stock based on quoted market prices in an active market and the short-term cash investments.

Unitized Separate Accounts

The unitized separate accounts are comprised of common stock and short-term cash investments. The unit value of the accounts are derived from the fair value of the common stock based on quoted market prices in an active market and the short-term cash investments.

Brokerage Link

Investments in the individual Fidelity mutual funds and investments under the brokerage link are valued at quoted market prices in an active market on the last business day of the Plan year.

Collective Trust Funds

The collective trust funds are comprised of fixed income/equity investments and short-term cash investments. The unit value of the accounts are derived from the fair value of the underlying securities based on quoted market prices in an active market and short-term cash investments.

Goodrich Corporation Employees' Savings Plan
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Investment Contracts

Investments in the accompanying Statements of Net Assets Available for Benefits include fully benefit responsive investment contracts recognized at contract value as further described below. The fair value of participation units owned by the funds are determined based on the fair value of the underlying fixed income portfolio on the last day of the Plan year. Fixed income securities held by the funds are valued each day based on readily available market quotations received from independent or affiliated commercial pricing services. The fair value of the wrapper on investment contracts is determined by the difference between replacement cost and actual cost, projected for the duration of the associated portfolio, discounted back to measurement date using an appropriate discount rate. The fully benefit responsive investment contracts are reported at fair value in the Plan's Statement of Net Assets Available for Benefits with a corresponding adjustment to reflect these investments at contract value. Investments reported in the Plan's Form 5500 differ from Investments reported in the Statements of Net Assets Available for Benefits at December 31, 2009 and 2008 by the adjustment from fair value to contract value for the fully benefit responsive investment contracts of \$14,741,402 and \$32,626,285, respectively.

Participant Loans

Participant loans are valued at their outstanding balance, which approximates fair value.

During 2009, the Plan's investments including gains and (losses) on investments bought and sold, as well as held during the year appreciated in value by \$329,866,095 as follows:

Level 1	\$ 147,945,313
Level 2	182,698,241
Level 3	(777,459)
	\$ 329,866,095

The Plan's financial instruments carried at fair value on a recurring basis were as follows:

	<u>Balance December 31, 2009</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>	<u>Balance December 31, 2008</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
	(Dollars in millions)							
Investments:								
Mutual Funds	\$ 735.3	\$ 735.3	\$ —	\$ —	\$ 481.5	\$ 481.5	\$ —	\$ —
Goodrich Stock Fund	256.4	—	256.4	—	163.7	—	163.7	—
Unitized Separate Accounts	122.9	—	122.9	—	86.2	—	86.2	—
Brokerage Link	19.3	19.3	—	—	13.8	13.8	—	—
Collective Trust Funds and Investment Contracts	470.4	—	470.4	—	387.6	—	387.6	—
Wrapper on Investment Contracts	0.8	—	—	0.8	0.8	—	—	0.8
Participant Loans	56.6	—	—	56.6	45.4	—	—	45.4
Investments, at fair value	\$ 1,661.7	\$ 754.6	\$ 849.7	\$ 57.4	\$ 1,179.0	\$ 495.3	\$ 637.5	\$ 46.2

The tables below set forth a summary of changes in the fair value of the Plan's level 3 investments, in millions, for the year ended December 31, 2009, in millions of dollars:

	<u>Fair Value January 1, 2009</u>	<u>Loan Repayment (Principal and Interest)</u>	<u>Loan Withdrawals</u>	<u>Benefit Payments</u>	<u>Defaulted Loans</u>	<u>Fair Value December 31, 2009</u>
Participant Loans	\$ 45.4	\$ (20.7)	\$ 34.2	\$ (1.8)	\$ (0.5)	\$ 56.6
			8			

Goodrich Corporation Employees' Savings Plan
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4. Income Tax Status

The Plan received a determination letter from the Internal Revenue Service dated July 22, 2004, stating that the Plan is qualified under Section 401(a) of the Code and, therefore, the related trust is exempt from taxation. Subsequent to this determination by the Internal Revenue Service, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Goodrich Corporation Benefit Design and Administration Committee believes the Plan is being operated in compliance with the applicable requirements of the Code and, therefore, believes that the Plan, as amended, is qualified and the related trust is tax exempt.

5. Transactions with Parties-in-Interest

The Company pays certain legal and accounting expenses of the Plan. Other than as described above or pursuant to the Trust Agreement with Fidelity Investments, the Plan has had no agreements or transactions with any parties-in-interest that are prohibited transactions under ERISA section 3(14).

6. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

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Supplemental Schedule
 Goodrich Corporation Employees' Savings Plan
 EIN 34-0252680 Plan-002
 Schedule H, Line 4i
 Schedule of Assets (Held at End of Year)
 December 31, 2009

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Par or Maturity Date	Total Current Value
FIDELITY MANAGEMENT & RESEARCH CORP	FID FIDELITY*	\$ 545,483
FIDELITY MANAGEMENT & RESEARCH CORP	FID PURITAN*	3,449,298
FIDELITY MANAGEMENT & RESEARCH CORP	FID TREND*	256,851
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL COMPUTERS*	198,637
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL ELECTRONICS*	307,460
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL CONS STAPLES	1,290,552
FIDELITY MANAGEMENT & RESEARCH CORP	FID VALUE STRATEGIES*	518,127
FIDELITY MANAGEMENT & RESEARCH CORP	FID GINNIE MAE*	1,901,724
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY MAGELLAN*	20,736,055
FIDELITY MANAGEMENT & RESEARCH CORP	FID CONTRAFUND*	28,178,931
FIDELITY MANAGEMENT & RESEARCH CORP	FID EQUITY INCOME*	1,162,566
FIDELITY MANAGEMENT & RESEARCH CORP	FID GROWTH COMPANY*	2,555,261
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY INVST GR BD*	1,442,186
FIDELITY MANAGEMENT & RESEARCH CORP	FID GROWTH & INCOME*	22,232,565
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL SOFTWARE*	737,904
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTERMED BOND*	2,355,377
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL AIR TRANSPRT*	146,465
FIDELITY MANAGEMENT & RESEARCH CORP	FID CAPITAL & INCOME*	2,943,701
FIDELITY MANAGEMENT & RESEARCH CORP	FID VALUE STRATEGIES*	1,688,579
FIDELITY MANAGEMENT & RESEARCH CORP	FID MORTGAGE SEC*	146,767
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL GOLD*	9,959,814
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL BIOTECH*	598,775
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL ENERGY SVCS*	4,554,640
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL INSURANCE*	128,274
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL RETAILING*	207,051
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY GOVT INCOME*	3,020,759
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL ENERGY*	6,894,893
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL LEISURE*	293,568
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL HEALTHCARE*	786,583
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL TECHNOLOGY*	3,069,888
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL UTILITIES GR*	617,490

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Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Par or Maturity Date	Total Current Value
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL FINANCIAL*	1,600,148
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL DEFENSE*	2,134,792
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL BROKERAGE*	714,030
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL CHEMICALS*	1,680,405
FIDELITY MANAGEMENT & RESEARCH CORP	FID INDEPENDENCE*	2,874,207
FIDELITY MANAGEMENT & RESEARCH CORP	FID OTC PORTFOLIO*	494,127
FIDELITY MANAGEMENT & RESEARCH CORP	FID OVERSEAS*	1,118,138
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL TELECOMM*	355,079
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL HOME FINANCE*	221,218
FIDELITY MANAGEMENT & RESEARCH CORP	FID LEVERAGED CO STK*	9,007,318
FIDELITY MANAGEMENT & RESEARCH CORP	FID EUROPE*	342,728
FIDELITY MANAGEMENT & RESEARCH CORP	FID PACIFIC BASIN*	414,103
FIDELITY MANAGEMENT & RESEARCH CORP	FID REAL ESTATE INVS*	2,143,593
FIDELITY MANAGEMENT & RESEARCH CORP	FID BALANCED*	3,732,826
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTL DISCOVERY*	2,581,293
FIDELITY MANAGEMENT & RESEARCH CORP	FID CAP APPRECIATION*	1,176,737
FIDELITY MANAGEMENT & RESEARCH CORP	FID CONVERTIBLE SEC*	674,638
FIDELITY MANAGEMENT & RESEARCH CORP	FID CANADA*	6,918,871
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY UTILITIES*	348,873
FIDELITY MANAGEMENT & RESEARCH CORP	FID BLUE CHIP GROWTH*	4,555,086
FIDELITY MANAGEMENT & RESEARCH CORP	FID ASSET MGR 0.5*	1,995,848
FIDELITY MANAGEMENT & RESEARCH CORP	FID DISCIPLINED EQTY*	1,193,311
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY LOW PR STK*	7,729,830
FIDELITY MANAGEMENT & RESEARCH CORP	FID WORLDWIDE*	239,622
FIDELITY MANAGEMENT & RESEARCH CORP	FID EQUITY INCOME II*	998,108
FIDELITY MANAGEMENT & RESEARCH CORP	FID STOCK SELECTOR*	267,182
FIDELITY MANAGEMENT & RESEARCH CORP	FID ASSET MGR 0.7*	1,879,483
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY EMERG MRKTS*	7,033,999
FIDELITY MANAGEMENT & RESEARCH CORP	FID GR STRATEGIES*	255,690
FIDELITY MANAGEMENT & RESEARCH CORP	FID DIVERSIFIED INTL*	6,264,564
FIDELITY MANAGEMENT & RESEARCH CORP	FID ASSET MGR 0.2*	1,564,459
FIDELITY MANAGEMENT & RESEARCH CORP	FID DIVIDEND GROWTH*	743,923
FIDELITY MANAGEMENT & RESEARCH CORP	FID NEW MARKETS INC*	4,222,683
FIDELITY MANAGEMENT & RESEARCH CORP	FID EXP & MULTINATL*	1,368,383
FIDELITY MANAGEMENT & RESEARCH CORP	FID FOCUSED STOCK*	153,929
FIDELITY MANAGEMENT & RESEARCH CORP	FID GLOBAL BALANCED*	940,628
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTL CAP APPREC*	386,281
FIDELITY MANAGEMENT & RESEARCH CORP	FID SM CAP INDEPEND*	685,510
FIDELITY MANAGEMENT & RESEARCH CORP	FID MID CAP STOCK*	2,551,805
FIDELITY MANAGEMENT & RESEARCH CORP	FID LARGE CAP STOCK*	392,929
FIDELITY MANAGEMENT & RESEARCH CORP	FID GROWTH DISCOVERY*	300,782
FIDELITY MANAGEMENT & RESEARCH CORP	FID SMALL CAP STOCK*	1,715,205
FIDELITY MANAGEMENT & RESEARCH CORP	FID EUROPE CAP APP*	318,234
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY NORDIC*	1,322,670
FIDELITY MANAGEMENT & RESEARCH CORP	FID ASSET MGR 0.85*	172,414
FIDELITY MANAGEMENT & RESEARCH CORP	FID LATIN AMERICA*	15,981,289
FIDELITY MANAGEMENT & RESEARCH CORP	FID JAPAN*	215,266
FIDELITY MANAGEMENT & RESEARCH CORP	FID SOUTHEAST ASIA*	3,300,213
FIDELITY MANAGEMENT & RESEARCH CORP	FID CHINA REGION*	7,567,282
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL IT SERVICES*	89,468

Goodrich Corporation Employees' Savings Plan
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Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Par or Maturity Date	Total Current Value
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL MED EQ & SYS*	1,575,286
FIDELITY MANAGEMENT & RESEARCH CORP	FID FOUR IN ONE IDX*	322,579
FIDELITY MANAGEMENT & RESEARCH CORP	FID JAPAN SMALLER CO*	305,841
FIDELITY MANAGEMENT & RESEARCH CORP	FID MEGA CAP STOCK*	63,242
FIDELITY MANAGEMENT & RESEARCH CORP	FID STRATEGIC INCOME*	2,865,816
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM INCOME*	6,470,235
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM 2000*	7,103,410
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM 2010*	52,883,488
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM 2020*	105,086,733
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM 2030*	59,383,198
FIDELITY MANAGEMENT & RESEARCH CORP	FID SM CAP RTMT*	523,246
FIDELITY MANAGEMENT & RESEARCH CORP	SPTN TOTAL MKT INDEX*	1,387,970
FIDELITY MANAGEMENT & RESEARCH CORP	SPTN EXTND MKT INDEX*	426,888
FIDELITY MANAGEMENT & RESEARCH CORP	SPARTAN INTL INDEX*	2,250,698
FIDELITY MANAGEMENT & RESEARCH CORP	FID SHORT TERM BOND*	6,266,140
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTM GOVT INCOME*	1,276,261
FIDELITY MANAGEMENT & RESEARCH CORP	FID HIGH INCOME*	1,373,442
FIDELITY MANAGEMENT & RESEARCH CORP	FID FIFTY*	761,136
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL AUTOMOTIVE*	548,729
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL MULTIMEDIA*	94,639
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL MEDICAL DEL*	623,589
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL BANKING*	563,916
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL MATERIALS*	2,123,953
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL INDUST EQUIP*	120,496
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL CONSTR/HOUSE*	155,969
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL TRANSPORT*	258,143
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL NATURAL GAS*	3,769,568
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL NATURAL RES*	3,269,221
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL INDUSTRIALS*	321,826
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL ENVIRONMENT*	188,361
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL CONS DISCR*	42,650
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL COMM EQUIP*	447,431
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL PHARMACEUTCL*	199,625
FIDELITY MANAGEMENT & RESEARCH CORP	SPARTAN US EQ INDEX*	2,149,422
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY US BD INDEX*	1,682,121
FIDELITY MANAGEMENT & RESEARCH CORP	FID INST SH INT GOVT*	613,281
FIDELITY MANAGEMENT & RESEARCH CORP	FID LARGE CAP VALUE*	665,568
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM 2040*	31,230,688
FIDELITY MANAGEMENT & RESEARCH CORP	FID MID CAP VALUE*	862,704
FIDELITY MANAGEMENT & RESEARCH CORP	FID LARGE CAP GROWTH*	558,289
FIDELITY MANAGEMENT & RESEARCH CORP	FID MID CAP GROWTH*	764,247
FIDELITY MANAGEMENT & RESEARCH CORP	FID INFLAT PROT BOND*	2,577,201
FIDELITY MANAGEMENT & RESEARCH CORP	FID ULTRASHORT BOND*	46,488
FIDELITY MANAGEMENT & RESEARCH CORP	FID FLOAT RT HI INC*	609,068
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTL SMALL CAP*	1,794,291
FIDELITY MANAGEMENT & RESEARCH CORP	FID TOTAL BOND*	1,478,760
FIDELITY MANAGEMENT & RESEARCH CORP	FID VALUE DISCOVERY*	1,333,537
FIDELITY MANAGEMENT & RESEARCH CORP	FID REAL ESTATE INC*	209,107
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL WIRELESS*	1,068,351
FIDELITY MANAGEMENT & RESEARCH CORP	FID BLUE CHIP VALUE*	334,021

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EIN: 34-0252680 Plan Number: 002

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Par or Maturity Date	Total Current Value
FIDELITY MANAGEMENT & RESEARCH CORP	FID NASDAQ COMP INDX*	338,133
FIDELITY MANAGEMENT & RESEARCH CORP	FREEDOM 2005*	384,527
FIDELITY MANAGEMENT & RESEARCH CORP	FREEDOM 2015*	8,419,467
FIDELITY MANAGEMENT & RESEARCH CORP	FREEDOM 2025*	11,228,539
FIDELITY MANAGEMENT & RESEARCH CORP	FREEDOM 2035*	5,908,664
FIDELITY MANAGEMENT & RESEARCH CORP	FID STRAT DIV & INC*	135,622
FIDELITY MANAGEMENT & RESEARCH CORP	FID FOCUSED HIGH INC*	279,339
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTL REAL ESTATE*	258,228
FIDELITY MANAGEMENT & RESEARCH CORP	FID SMALL CAP GROWTH*	586,593
FIDELITY MANAGEMENT & RESEARCH CORP	FID SMALL CAP VALUE*	455,052
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTL SM CAP OPP*	89,767
FIDELITY MANAGEMENT & RESEARCH CORP	FID STRAT REAL RET*	199,719
FIDELITY MANAGEMENT & RESEARCH CORP	SPTN ST TR INDX INV*	457,794
FIDELITY MANAGEMENT & RESEARCH CORP	SPTN INT TR INDX INV*	1,029,233
FIDELITY MANAGEMENT & RESEARCH CORP	SPTN LT TR INDX INV*	417,523
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTL VALUE*	131,427
FIDELITY MANAGEMENT & RESEARCH CORP	FREEDOM 2045*	4,998,684
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM 2050*	6,557,409
GOODRICH CORPORATION	2I COMPANY STOCK*	256,427,210
FIDELITY MANAGEMENT & RESEARCH CORP	BROKERAGELINK	19,316,684
JP MORGAN CHASE & CO	2A STABLE VALUE FUND	287,337,465
JANUS INTERNATIONAL HOLDING LLC	JANUS WORLDWIDE	4,068,263
JANUS INTERNATIONAL HOLDING LLC	JANUS OVERSEAS	24,106,941
JP MORGAN CHASE & CO	2F MID CAP FUND	44,093,940
JP MORGAN CHASE & CO	2B BOND FUND	72,308,194
T. ROWE PRICE GROUP, INC.	2E LARGE CAP GROWTH	64,298,028
CAPITAL GUARDIAN INTERNATIONAL	2H INTL EQUITY FUND	48,770,448
THE BANK OF NEW YORK COMPANY, INC	2C S&P INDEX FUND	134,998,258
ALLIANCE CAPITAL MANAGEMENT L.P.	2D LARGE CAP VALUE	23,489,698
THE BOSTON COMPANY ASSET MANAGEMENT	2G SMALL CAP FUND	35,110,274
	NON INT BEARING CASH	1,210
		1,605,098,630
	LOANS TO PARTICIPANTS*	56,590,514
		\$1,661,689,144

* Indicates party-in-interest to the Plan.
Note: Cost information has not been included above because all investments are participant directed.

Goodrich Corporation Employees' Savings Plan
EIN: 34-0252680 Plan Number: 002

EXHIBIT INDEX

23 Consent of Independent Registered Public Accounting Firm – Ernst & Young LLP

Goodrich Corporation Employees' Savings Plan
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EXHIBIT 23

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference in the Registration Statement (Form S-8 No. 333-107866) pertaining to the Employees' Savings Plan of Goodrich Corporation of our report dated June 25, 2010, with respect to the financial statements and schedule of the Goodrich Corporation Employees' Savings Plan included in this Annual Report (Form 11-K) for the year ended December 31, 2009.

/s/ Ernst & Young LLP
Charlotte, North Carolina
June 25, 2010

Goodrich Corporation Employees' Savings Plan
 EIN: 34-0252680 Plan Number: 002
 Schedule H, Line 4i
 Schedule of Assets (Held at End of Year)
 December 31, 2009

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Par or Maturity Date	Total Current Value
FIDELITY MANAGEMENT & RESEARCH CORP	FID FIDELITY*	\$ 545,483
FIDELITY MANAGEMENT & RESEARCH CORP	FID PURITAN*	3,449,298
FIDELITY MANAGEMENT & RESEARCH CORP	FID TREND*	256,851
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL COMPUTERS*	198,637
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL ELECTRONICS*	307,460
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL CONS STAPLES	1,290,552
FIDELITY MANAGEMENT & RESEARCH CORP	FID VALUE STRATEGIES*	518,127
FIDELITY MANAGEMENT & RESEARCH CORP	FID GINNIE MAE*	1,901,724
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY MAGELLAN*	20,736,055
FIDELITY MANAGEMENT & RESEARCH CORP	FID CONTRAFUND*	28,178,931
FIDELITY MANAGEMENT & RESEARCH CORP	FID EQUITY INCOME*	1,162,566
FIDELITY MANAGEMENT & RESEARCH CORP	FID GROWTH COMPANY*	2,555,261
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY INVST GR BD*	1,442,186
FIDELITY MANAGEMENT & RESEARCH CORP	FID GROWTH & INCOME*	22,232,565
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL SOFTWARE*	737,904
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTERMED BOND*	2,355,377
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL AIR TRANSPRT*	146,465
FIDELITY MANAGEMENT & RESEARCH CORP	FID CAPITAL & INCOME*	2,943,701
FIDELITY MANAGEMENT & RESEARCH CORP	FID VALUE STRATEGIES*	1,688,579
FIDELITY MANAGEMENT & RESEARCH CORP	FID MORTGAGE SEC*	146,767
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL GOLD*	9,959,814
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL BIOTECH*	598,775
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL ENERGY SVCS*	4,554,640
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL INSURANCE*	128,274
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL RETAILING*	207,051
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY GOVT INCOME*	3,020,759
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL ENERGY*	6,894,893
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL LEISURE*	293,568
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL HEALTHCARE*	786,583
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL TECHNOLOGY*	3,069,888
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL UTILITIES GR*	617,490

Goodrich Corporation Employees' Savings Plan

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Schedule H, Line 4i

Schedule of Assets (Held at End of Year)

December 31, 2009

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Par or Maturity Date	Total Current Value
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL FINANCIAL*	1,600,148
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL DEFENSE*	2,134,792
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL BROKERAGE*	714,030
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL CHEMICALS*	1,680,405
FIDELITY MANAGEMENT & RESEARCH CORP	FID INDEPENDENCE*	2,874,207
FIDELITY MANAGEMENT & RESEARCH CORP	FID OTC PORTFOLIO*	494,127
FIDELITY MANAGEMENT & RESEARCH CORP	FID OVERSEAS*	1,118,138
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL TELECOMM*	355,079
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL HOME FINANCE*	221,218
FIDELITY MANAGEMENT & RESEARCH CORP	FID LEVERAGED CO STK*	9,007,318
FIDELITY MANAGEMENT & RESEARCH CORP	FID EUROPE*	342,728
FIDELITY MANAGEMENT & RESEARCH CORP	FID PACIFIC BASIN*	414,103
FIDELITY MANAGEMENT & RESEARCH CORP	FID REAL ESTATE INVS*	2,143,593
FIDELITY MANAGEMENT & RESEARCH CORP	FID BALANCED*	3,732,826
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTL DISCOVERY*	2,581,293
FIDELITY MANAGEMENT & RESEARCH CORP	FID CAP APPRECIATION*	1,176,737
FIDELITY MANAGEMENT & RESEARCH CORP	FID CONVERTIBLE SEC*	674,638
FIDELITY MANAGEMENT & RESEARCH CORP	FID CANADA*	6,918,871
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY UTILITIES*	348,873
FIDELITY MANAGEMENT & RESEARCH CORP	FID BLUE CHIP GROWTH*	4,555,086
FIDELITY MANAGEMENT & RESEARCH CORP	FID ASSET MGR 0.5*	1,995,848
FIDELITY MANAGEMENT & RESEARCH CORP	FID DISCIPLINED EQTY*	1,193,311
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY LOW PR STK*	7,729,830
FIDELITY MANAGEMENT & RESEARCH CORP	FID WORLDWIDE*	239,622
FIDELITY MANAGEMENT & RESEARCH CORP	FID EQUITY INCOME II*	998,108
FIDELITY MANAGEMENT & RESEARCH CORP	FID STOCK SELECTOR*	267,182
FIDELITY MANAGEMENT & RESEARCH CORP	FID ASSET MGR 0.7*	1,879,483
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY EMERG MRKTS*	7,033,999
FIDELITY MANAGEMENT & RESEARCH CORP	FID GR STRATEGIES*	255,690
FIDELITY MANAGEMENT & RESEARCH CORP	FID DIVERSIFIED INTL*	6,264,564
FIDELITY MANAGEMENT & RESEARCH CORP	FID ASSET MGR 0.2*	1,564,459
FIDELITY MANAGEMENT & RESEARCH CORP	FID DIVIDEND GROWTH*	743,923
FIDELITY MANAGEMENT & RESEARCH CORP	FID NEW MARKETS INC*	4,222,683
FIDELITY MANAGEMENT & RESEARCH CORP	FID EXP & MULTINATL*	1,368,383
FIDELITY MANAGEMENT & RESEARCH CORP	FID FOCUSED STOCK*	153,929
FIDELITY MANAGEMENT & RESEARCH CORP	FID GLOBAL BALANCED*	940,628
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTL CAP APPREC*	386,281
FIDELITY MANAGEMENT & RESEARCH CORP	FID SM CAP INDEPEND*	685,510
FIDELITY MANAGEMENT & RESEARCH CORP	FID MID CAP STOCK*	2,551,805
FIDELITY MANAGEMENT & RESEARCH CORP	FID LARGE CAP STOCK*	392,929
FIDELITY MANAGEMENT & RESEARCH CORP	FID GROWTH DISCOVERY*	300,782
FIDELITY MANAGEMENT & RESEARCH CORP	FID SMALL CAP STOCK*	1,715,205
FIDELITY MANAGEMENT & RESEARCH CORP	FID EUROPE CAP APP*	318,234
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY NORDIC*	1,322,670
FIDELITY MANAGEMENT & RESEARCH CORP	FID ASSET MGR 0.85*	172,414
FIDELITY MANAGEMENT & RESEARCH CORP	FID LATIN AMERICA*	15,981,289
FIDELITY MANAGEMENT & RESEARCH CORP	FID JAPAN*	215,266
FIDELITY MANAGEMENT & RESEARCH CORP	FID SOUTHEAST ASIA*	3,300,213
FIDELITY MANAGEMENT & RESEARCH CORP	FID CHINA REGION*	7,567,282
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL IT SERVICES*	89,468

Goodrich Corporation Employees' Savings Plan

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Schedule H, Line 4i

Schedule of Assets (Held at End of Year)

December 31, 2009

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Par or Maturity Date	Total Current Value
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL MED EQ & SYS*	1,575,286
FIDELITY MANAGEMENT & RESEARCH CORP	FID FOUR IN ONE IDX*	322,579
FIDELITY MANAGEMENT & RESEARCH CORP	FID JAPAN SMALLER CO*	305,841
FIDELITY MANAGEMENT & RESEARCH CORP	FID MEGA CAP STOCK*	63,242
FIDELITY MANAGEMENT & RESEARCH CORP	FID STRATEGIC INCOME*	2,865,816
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM INCOME*	6,470,235
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM 2000*	7,103,410
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM 2010*	52,883,488
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM 2020*	105,086,733
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM 2030*	59,383,198
FIDELITY MANAGEMENT & RESEARCH CORP	FID SM CAP RTMT*	523,246
FIDELITY MANAGEMENT & RESEARCH CORP	SPTN TOTAL MKT INDEX*	1,387,970
FIDELITY MANAGEMENT & RESEARCH CORP	SPTN EXTND MKT INDEX*	426,888
FIDELITY MANAGEMENT & RESEARCH CORP	SPARTAN INTL INDEX*	2,250,698
FIDELITY MANAGEMENT & RESEARCH CORP	FID SHORT TRM BOND*	6,266,140
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTM GOVT INCOME*	1,276,261
FIDELITY MANAGEMENT & RESEARCH CORP	FID HIGH INCOME*	1,373,442
FIDELITY MANAGEMENT & RESEARCH CORP	FID FIFTY*	761,136
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL AUTOMOTIVE*	548,729
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL MULTIMEDIA*	94,639
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL MEDICAL DEL*	623,589
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL BANKING*	563,916
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL MATERIALS*	2,123,953
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL INDUST EQUIP*	120,496
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL CONSTR/HOUSE*	155,969
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL TRANSPORT*	258,143
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL NATURAL GAS*	3,769,568
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL NATURAL RES*	3,269,221
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL INDUSTRIALS*	321,826
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL ENVIRONMENT*	188,361
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL CONS DISCR*	42,650
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL COMM EQUIP*	447,431
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL PHARMACEUTCL*	199,625
FIDELITY MANAGEMENT & RESEARCH CORP	SPARTAN US EQ INDEX*	2,149,422
FIDELITY MANAGEMENT & RESEARCH CORP	FIDELITY US BD INDEX*	1,682,121
FIDELITY MANAGEMENT & RESEARCH CORP	FID INST SH INT GOVT*	613,281
FIDELITY MANAGEMENT & RESEARCH CORP	FID LARGE CAP VALUE*	665,568
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM 2040*	31,230,688
FIDELITY MANAGEMENT & RESEARCH CORP	FID MID CAP VALUE*	862,704
FIDELITY MANAGEMENT & RESEARCH CORP	FID LARGE CAP GROWTH*	558,289
FIDELITY MANAGEMENT & RESEARCH CORP	FID MID CAP GROWTH*	764,247
FIDELITY MANAGEMENT & RESEARCH CORP	FID INFLAT PROT BOND*	2,577,201
FIDELITY MANAGEMENT & RESEARCH CORP	FID ULTRASHORT BOND*	46,488
FIDELITY MANAGEMENT & RESEARCH CORP	FID FLOAT RT HI INC*	609,068
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTL SMALL CAP*	1,794,291
FIDELITY MANAGEMENT & RESEARCH CORP	FID TOTAL BOND*	1,478,760
FIDELITY MANAGEMENT & RESEARCH CORP	FID VALUE DISCOVERY*	1,333,537
FIDELITY MANAGEMENT & RESEARCH CORP	FID REAL ESTATE INC*	209,107
FIDELITY MANAGEMENT & RESEARCH CORP	FID SEL WIRELESS*	1,068,351
FIDELITY MANAGEMENT & RESEARCH CORP	FID BLUE CHIP VALUE*	334,021

Goodrich Corporation Employees' Savings Plan
 EIN: 34-0252680 Plan Number: 002
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 Schedule of Assets (Held at End of Year)
 December 31, 2009

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment, Including Maturity Date, Rate of Interest, Par or Maturity Date	Total Current Value
FIDELITY MANAGEMENT & RESEARCH CORP	FID NASDAQ COMP INDX*	338,133
FIDELITY MANAGEMENT & RESEARCH CORP	FREEDOM 2005*	384,527
FIDELITY MANAGEMENT & RESEARCH CORP	FREEDOM 2015*	8,419,467
FIDELITY MANAGEMENT & RESEARCH CORP	FREEDOM 2025*	11,228,539
FIDELITY MANAGEMENT & RESEARCH CORP	FREEDOM 2035*	5,908,664
FIDELITY MANAGEMENT & RESEARCH CORP	FID STRAT DIV & INC*	135,622
FIDELITY MANAGEMENT & RESEARCH CORP	FID FOCUSED HIGH INC*	279,339
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTL REAL ESTATE*	258,228
FIDELITY MANAGEMENT & RESEARCH CORP	FID SMALL CAP GROWTH*	586,593
FIDELITY MANAGEMENT & RESEARCH CORP	FID SMALL CAP VALUE*	455,052
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTL SM CAP OPP*	89,767
FIDELITY MANAGEMENT & RESEARCH CORP	FID STRAT REAL RET*	199,719
FIDELITY MANAGEMENT & RESEARCH CORP	SPTN ST TR INDX INV*	457,794
FIDELITY MANAGEMENT & RESEARCH CORP	SPTN INT TR INDX INV*	1,029,233
FIDELITY MANAGEMENT & RESEARCH CORP	SPTN LT TR INDX INV*	417,523
FIDELITY MANAGEMENT & RESEARCH CORP	FID INTL VALUE*	131,427
FIDELITY MANAGEMENT & RESEARCH CORP	FREEDOM 2045*	4,998,684
FIDELITY MANAGEMENT & RESEARCH CORP	FID FREEDOM 2050*	6,557,409
GOODRICH CORPORATION	2I COMPANY STOCK*	256,427,210
FIDELITY MANAGEMENT & RESEARCH CORP	BROKERAGELINK	19,316,684
JP MORGAN CHASE & CO	2A STABLE VALUE FUND	287,337,465
JANUS INTERNATIONAL HOLDING LLC	JANUS WORLDWIDE	4,068,263
JANUS INTERNATIONAL HOLDING LLC	JANUS OVERSEAS	24,106,941
JP MORGAN CHASE & CO	2F MID CAP FUND	44,093,940
JP MORGAN CHASE & CO	2B BOND FUND	72,308,194
T. ROWE PRICE GROUP, INC	2E LARGE CAP GROWTH	64,298,028
CAPITAL GUARDIAN INTERNATIONAL	2H INTL EQUITY FUND	48,770,448
THE BANK OF NEW YORK COMPANY, INC	2C S&P INDEX FUND	134,998,258
ALLIANCE CAPITAL MANAGEMENT L.P.	2D LARGE CAP VALUE	23,489,698
THE BOSTON COMPANY ASSET MANAGEMENT	2G SMALL CAP FUND	35,110,274
	NON INT BEARING CASH	1,210
		1,605,098,630
	LOANS TO PARTICIPANTS*	56,590,514
		\$ 1,661,689,144

*

Indicates party-in-interest to the Plan.

Note: Cost information has not been included above because all investments are participant directed.