

GOODRICH CORP
Form DEFA14A
October 19, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): October 13, 2011

GOODRICH CORPORATION

(Exact Name of Registrant as Specified in Charter)

New York
(State or Other Jurisdiction

of Incorporation)

Four Coliseum Centre,

1-892
(Commission

File Number)

34-0252680
(IRS Employer

Identification No.)

28217

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2730 West Tyvola Road,

Charlotte, North Carolina
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (704) 423-7000

(Zip Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d.2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e.4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On October 13, 2011, Goodrich Corporation (Goodrich) and Terrence G. Linnert entered into an amendment to the Management Continuity Agreement between Goodrich and Mr. Linnert to remove certain mandatory retirement provisions.

A copy of the amendment is attached hereto as Exhibit 10.1 and is incorporated herein by reference.

Item 8.01. Other Events.

The information contained in Item 5.02 is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit Number | Description |
|----------------|---|
| 10.1 | First Amendment to Management Continuity Agreement between Goodrich Corporation and Terrence G. Linnert |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GOODRICH CORPORATION

By: /s/ Scott E. Kuechle
Scott E. Kuechle
Executive Vice President and Chief Financial
Officer

Date: October 19, 2011

EXHIBIT INDEX

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