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OFFICE OF THE SECRETARY

OCT 15 2002



P.O. Box 537012
Sacramento, CA 95853-7012

Margaret Hastings
Assistant Secretary

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October 15, 2002

BY FACSIMILE

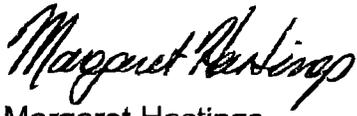
Securities and Exchange Commission
ATTN: Jonathan G. Katz, Secretary
450 Fifth Street, N.W.
Washington, D.C. 20549

Ladies and Gentlemen:

Attached are two manually-signed original *Statements under Oath of Principal Executive Officer and Principal Financial Officer regarding facts and circumstances relating to Exchange Act Filings.*

These manually-signed original Statements of Oath are being Federal Expressed to your office for delivery on October 16, 2002.

Sincerely,


Margaret Hastings

RY:8318a
Encl.

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[Sworn statement under SEC Order pursuant to 21(a) of the Exchange Act.]

STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Yasmin R. Seyal, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of GenCorp Inc. and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - Annual Report on Form 10-K for the period ended November 30, 2001 filed with the Commission of GenCorp Inc;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of GenCorp Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

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Yasmin R. Seyal
Yasmin R. Seyal
Senior Vice President and Chief
Financial Officer
October 15, 2002

Subscribed and sworn to
before me this 15 day of
October, 2002.

Claudia H. Smith
Notary Public



My Commission Expires: 7-13-04

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