GOODYEAR TIRE & RUBBER CO /OH/
Form 4
June 12, 2015

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Smytka Daniel L

(Last) (First) (Middle)

200 INNOVATION WAY

(Street)

AKRON, OH 44316

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
GOODYEAR TIRE & RUBBER CO /OH/ [GT]

3. Date of Earliest Transaction (Month/Day/Year)
06/10/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President, Asia-Pacific Region

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/10/2015		I		4,671	A	$ 31.39	4,671 (1)	I	401(k) Plan
Common Stock	06/11/2015		M		24,371	A	$ 12.98	61,679	D	
Common Stock	06/11/2015		F		16,868	D	$ 31.4332 (2)	44,811	D	
Common Stock	06/11/2015		M		31,789	A	$ 12.94	76,600	D	
Common Stock	06/11/2015		F		21,981	D	$ 31.4332	54,619	D	

						(2)		
Common Stock	06/11/2015	M	3,782	A	$ 12.74	58,401	D	
Common Stock	06/11/2015	F	2,602	D	$ 31.4332 (2)	55,799	D	
Common Stock	06/11/2015	M	12,277	A	$ 13.91	68,076	D	
Common Stock	06/11/2015	F	8,689	D	$ 31.4332 (2)	59,387	D	
Common Stock	06/11/2015	S	22,079	D	$ 31.4332 (2)	37,308	D	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
2008 Plan Option (3)	$ 12.98	06/11/2015		M			24,371	02/28/2015(4)	02/28/2023	Common Stock	24,37
2008 Plan Option (3)	$ 12.94	06/11/2015		M			31,789	02/27/2015(5)	02/27/2022	Common Stock	31,789
2008 Plan Option (3)	$ 12.74	06/11/2015		M			3,782	02/23/2014(6)	02/23/2020	Common Stock	3,782

2008 Plan Option [(3)]	$ 13.91	06/11/2015		M	12,277	02/22/2015[(7)]	02/22/2021	Common Stock	12,27

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Smytka Daniel L 200 INNOVATION WAY AKRON, OH 44316			President, Asia-Pacific Region	

Signatures

/s/ Bertram Bell, signing as an attorney-in-fact and agent duly authorized to execute this Form 4 on behalf of Daniel L Smytka pursuant to a Power of Attorney dated 11/22/11, a copy of which has been previously filed with the SEC. 06/12/2015

[**]Signature of Reporting Person Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

****** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Purchase of shares under Goodyear's Employee Savings Plan for Salaried Employees, 401(k) Plan, as of June 10, 2015 as reported by the Plan Trustee.

(2) This transaction was executed in multiple trades at prices ranging from $31.38 to $31.51. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(3) Non-Qualified Stock Option in respect of shares of common stock granted under the 2008 Performance Plan.

(4) The option vested and became exercisable in 25% increments over four years commencing one year after the date of grant (2/28/2013).

(5) The option vested and became exercisable in 25% increments over four years commencing one year after the date of grant (2/27/2012).

(6) The option vested and became exercisable in 25% increments over four years commencing one year after the date of grant (2/23/2010).

(7) The option vested and became exercisable in 25% increments over four years commencing one year after the date of grant (2/22/2011).

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