GEIER KATHLEEN T
Form 4
December 21, 2005

FORM 4

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

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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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 *
GEIER KATHLEEN T

(Last) (First) (Middle)

THE GOODYEAR TIRE & RUBBER COMPANY, 1144 EAST MARKET STREET

(Street)

AKRON, OH 44316-0001

(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)
12/19/2005

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)
Senior Vice President

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	12/19/2005		F (1)		1,604	D	$ 17.32 (1)	8,045	D	
Common Stock	12/19/2005		M (2)		3,500	A	$ 7.94 (2)	10,934	D	
Common Stock	12/19/2005		F (3)		1,838	D	$ 17.32 (3)	9,096	D	
Common	12/19/2005		M (4)		4,675	A	$ 6.81	12,857	D	

Stock							(4)			
Common Stock	12/19/2005		M (5)		1,411	D	$ 17.32 (5)	11,446	D	
Common Stock	12/19/2005		M (6)		1,950	A	$ 12.54 (6)	13,396	D	
Common Stock	12/19/2005		F (7)		2,208	D	$ 17.32 (7)	11,188	D	
Common Stock	12/19/2005		M (8)		3,050	A	$ 12.54 (8)	13,966	D	
Common Stock								1,625 (9)	I	401(k) Plan (10)

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

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SEC 1474 (9-02)

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 of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
2002 Plan Option (11)	$ 7.94	12/19/2005		M			3,500	(12)	12/03/2012	Common Stock	3,500
2002 Plan Option (13)	$ 17.32	12/19/2005		A		2,215		12/19/2006	12/03/2012	Common Stock	2,215
2002 Plan Option	$ 6.81	12/19/2005		M			4,675	(12)	12/02/2013	Common Stock	4,675

(14)										
2002 Plan Option (13)	$ 17.32	12/19/2005		A	2,752		12/19/2006	12/02/2013	Common Stock	2,752
2002 Plan Option (15)	$ 12.54	12/19/2005		M		1,950	(12)	12/09/2014	Common Stock	1,950
2002 Plan Option (13)	$ 17.32	12/19/2005		A	1,411		12/19/2006	12/09/2014	Common Stock	1,411
2002 Plan Option (16)	$ 12.54	12/19/2005		M		3,050	(12)	12/09/2014	Common Stock	3,050
2002 Plan Option (13)	$ 17.32	12/19/2005		A	2,480		12/19/2006	12/09/2014	Common Stock	2,480

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GEIER KATHLEEN T THE GOODYEAR TIRE & RUBBER COMPANY 1144 EAST MARKET STREET AKRON, OH 44316-0001			Senior Vice President	

Signatures

/s/ Bertram Bell, signing as an attorney-in-fact and agent duly authorized to execute this Form 4 on behalf of Kathleen T Geier pursuant to a Power of Attorney dated 10/3/02, a copy of which has been previously filed with the SEC.	12/21/2005
**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) 1,604 previously owned shares having a market value of $17.32 per share were delivered in payment of the option price of $7.94 per share for 3,500 shares acquired pursuant to the exercise of an option granted under the 2002 Performance Plan.

(2) 3,500 shares were acquired pursuant to the exercise of an option granted under the 2002 Plan. The option purchase price was paid in accordance with the 2002 Plan in the form of 1,604 shares valued in accordance with the 2002 Plan. In addition, 611 shares were withheld to pay Federal withholding taxes as permitted by the 2002 Plan and option grant.

(3) 1,838 previously owned shares having a market value of $17.32 per share were delivered in payment of the option price of $6.81 per share for 4,675 shares acquired pursuant to the exercise of an option granted under the 2002 Plan.

(4) 4,675 shares were acquired pursuant to the exercise of an option granted under the 2002 Plan. The option purchase price was paid in accordance with the 2002 Plan in the form of 1,838 shares valued in accordance with the 2002 Plan. In addition, 914 shares were withheld to pay Federal withholding taxes as permitted by the 2002 Plan and option grant.

(5) 1,411 previously owned shares having a market value of $17.32 per share were delivered in payment of the option price of $6.81 per share for 1,950 shares acquired pursuant to the exercise of an option granted under the 2002 Plan.

(6) Exercise of Incentive Stock Option granted on 12/9/2004 under the 2002 Plan.

(7) 2,208 previously owned shares having a market value of $17.32 per share were delivered in payment of the option price of $12.54 per share for 3,050 shares acquired pursuant to the exercise of an option granted under the 2002 Plan.

(8) 3,050 shares were acquired pursuant to the exercise of an option granted under the 2002 Plan. The option purchase price was paid in accordance with the 2002 Plan in the form of 2,208 shares valued in accordance with the 2002 Plan. In addition, 272 shares were withheld to pay Federal withholding taxes as permitted by the 2002 Plan and option grant. As a result of the transactions reported herein, the reporting person's direct ownership of common shares increased by 4317 shares.

(9) Total number of shares of common stock allocated to the account of the reporting person in a Trust established under Goodyear's Employee Savings Plan for Salaried Employees, a 401(k) Plan (the "Savings Plan"), as of the date of this statement as reported by the Plan Trustee.

(10) The shares are held by a nominee of The Northern Trust Company, the Savings Plan Trustee.

(11) Exercise of Non-Qualified Stock Option granted on 12/3/2002 under the 2002 Plan.

(12) The option vests and becomes exercisable in 25% increments over four years commencing one year after the date of grant.

(13) Pursuant to the terms of the plan, a reload option was granted for the number of shares tendered in payment of the option exercise price.

(14) Exercise of Non-Qualified Stock Option granted on 12/3/2003 under the 2002 Plan.

(15) Exercise of Incentive Stock Option granted on 12/9/2004 under the 2002 Plan.

(16) Exercise of Non-Qualified Stock Option granted on 12/9/2004 under the 2002 Plan.

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