

GOODYEAR TIRE & RUBBER CO /OH/  
Form 4  
March 31, 2006

**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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
TOPPEN TIMOTHY R

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

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

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
03/29/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President, Engineered Products

THE GOODYEAR TIRE & RUBBER COMPANY, 1144 EAST MARKET STREET

(Street)

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

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

AKRON, OH 44316-0001

(City) (State) (Zip)

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    |                                      |  |                                | (A)   | 2,052 <sup>(1)</sup>  | I  | 401(k) Plan <sup>(2)</sup>        |
| Common Stock                    | 03/29/2006                           |  | A                              | (3)   | \$ 1,975  | D  |                                   |
|                                 |                                      |  |                                | (4)   | 17.45   |  |                                   |
|                                 |                                      |  |                                |   | 11,259  |  |                                   |

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

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number.

**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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| 2002 Plan Performance Units <sup>(5)</sup> | <u>(4)</u>   | 03/29/2006                           |  | A                              | 10,500  | <u>(4)</u> <u>(4)</u>                                    | Common Stock  | 5,250                      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| TOPPEN TIMOTHY R<br>THE GOODYEAR TIRE & RUBBER COMPANY<br>1144 EAST MARKET STREET<br>AKRON, OH 44316-0001 |               |           | President, Engineered Products |       |

## Signatures

/s/ Bertram Bell, signing as an attorney-in-fact and agent duly authorized to execute this Form 4 on behalf of Timothy R Toppen pursuant to a Power of Attorney dated 10/3/02, a copy of which has been previously filed with the SEC. 03/31/2006

\_\_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).
- Total number of shares of common stock allocated to the account of the reporting person in a Trust established under Goodyear's
- (1) 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.
  - (2) The shares are held by a nominee of The Northern Trust Company, the Savings Plan Trustee.
  - (3) Shares awarded to the reporting person on 3/29/06 pursuant to Performance Units granted on 12/3/02 under the 2002 Performance Plan (the "2002 Plan").
  - (4) In accordance with the terms of the 12/3/02 grant, the reporting person was granted up to 10,500 Units (150% of the base number of Units). The reporting person was awarded on 3/29/06 112.85% of the base number of Units granted, paid in March 2006 as follows: the payment of 50% of the Units awarded was paid in one (1) share of Common Stock per Unit and payment of 50% of the Units awarded was paid in cash at \$17.45 per Unit, the fair market value of the Common Stock on 12/30/05. In accordance with the terms of the grant,

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the reporting person deferred the payment of 50% of both the stock and cash portions of the award under the Deferred Compensation Plan for Executives.

(5) Performance Units granted on 12/3/02 under the 2002 Plan.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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