

Smytka Daniel L
 Form 3
 November 23, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Smytka Daniel L | | (Month/Day/Year) | GOODYEAR TIRE & RUBBER CO /OH/ [GT] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 1144 EAST MARKET STREET | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) President, Asia-Pacific Region | |
| AKRON,Â OHÂ 44316 | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 5,008 | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

Edgar Filing: Smytka Daniel L - Form 3

| | | | | Shares | | (I) (Instr. 5) | |
|--|-----------------------|--------------|--------------|--------|---------------|-------------------|---|
| 2008 Plan Performance Share Units <u>(1)</u> | Â <u>(1)</u> | Â <u>(1)</u> | Common Stock | 6,898 | \$ <u>(1)</u> | D | Â |
| 2008 Plan Performance Share Units <u>(2)</u> | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 3,613 | \$ <u>(2)</u> | D | Â |
| 2008 Plan Option <u>(3)</u> | 10/07/2009 <u>(4)</u> | 10/07/2018 | Common Stock | 3,370 | \$ 12.48 | D | Â |
| 2008 Plan Option <u>(3)</u> | 02/26/2010 <u>(4)</u> | 02/26/2019 | Common Stock | 9,326 | \$ 4.81 | D | Â |
| 2008 Plan Option <u>(3)</u> | 02/23/2011 <u>(4)</u> | 02/23/2020 | Common Stock | 3,782 | \$ 12.74 | D | Â |
| 2008 Plan Option <u>(3)</u> | 10/05/2011 <u>(4)</u> | 10/05/2020 | Common Stock | 8,992 | \$ 10.87 | D | Â |
| 2008 Plan Option <u>(3)</u> | 02/22/2012 <u>(4)</u> | 02/22/2021 | Common Stock | 12,277 | \$ 13.91 | D | Â |
| 2008 Plan Restricted Stock Units <u>(5)</u> | Â <u>(6)</u> | Â <u>(6)</u> | Common Stock | 15,000 | \$ <u>(6)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Smytka Daniel L 1144 EAST MARKET STREET AKRON, OH 44316 | Â | Â | Â President, Asia-Pacific Region | Â |

Signatures

/s/ Anthony E Miller, signing as an attorney-in-fact and agent duly authorized to execute this Form 3 on behalf of Daniel L Smytka pursuant to a Power of Attorney dated 11/22/11, a copy of which is filed herewith.

11/23/2011

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Performance Share Unit Grant under the 2008 Performance Plan, payable 100% in shares of Common Stock in February 2013. The number of Units reflects the attainment of net income and cash flow targets over a 1-year period ending December 31, 2010 at 150% of the target performance levels.

(2) Performance Share Unit Grant under the 2008 Performance Plan, contingently payable (to the extent earned) 100% in shares of Common Stock in February 2014. The number of Units paid, which can range from 0% to 150% of the Units reported on this Form 3, depends on the attainment of net income and cash flow targets over a 1-year period ending December 31, 2011, and is subject to further increase or decrease of up to 20% based on the Company's total shareholder return vs. the S&P 500 over the 3-year vesting period ending December 31, 2013.

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

Edgar Filing: Smytka Daniel L - Form 3

- (4) The option vests and becomes exercisable in 25% increments over four years commencing on the date indicated, which is one year after the date of grant.
- (5) Restricted Stock Units, each equivalent to a share of Common Stock, granted under the 2008 Performance Plan.
- (6) The Restricted Stock Units vest and convert into shares of Common Stock in 33% increments each year commencing three years after the date of grant, which was February 23, 2010.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.