

GOODYEAR TIRE &amp; RUBBER CO /OH/

Form 4/A

March 21, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KEEGAN ROBERT J**

(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)  
**03/14/2007**

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
**03/16/2007**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman of the Bd, CEO & Pres

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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                    | 03/14/2007                           |                                                    | F <sup>(1)</sup>               |                                                                   | 2,493                                                                                         | D                                                        | \$<br>27.74<br><sup>(1)</sup>                         | 232,475 | D |
| Common Stock                    | 03/14/2007                           |                                                    | M <sup>(2)</sup>               |                                                                   | 3,911                                                                                         | A                                                        | \$<br>17.68<br><sup>(2)</sup>                         | 236,386 | D |

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

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SEC 1474  
(9-02)

displays a currently valid OMB control 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) |                 |              |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-----|---------------------------------------------------------------|-----------------|--------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V                                                                                       | (A)                                                      | (D) | Date Exercisable                                              | Expiration Date | Title        | Amount or Number of Shares |
| 1997 Plan Option (3)                       | \$ 17.68                                               | 03/14/2007                           |                                                    | M                              |                                                                                         | 3,911                                                    |     | (4)                                                           | 12/04/2010      | Common Stock | 3,911                      |
| 1997 Plan Option (5)                       | \$ 27.74                                               | 03/14/2007                           |                                                    | A                              |                                                                                         | 2,493                                                    |     | 03/14/2008                                                    | 12/04/2010      | Common Stock | 2,493                      |

## Reporting Owners

| Reporting Owner Name / Address                                                                           | Relationships |           |                                |       |
|----------------------------------------------------------------------------------------------------------|---------------|-----------|--------------------------------|-------|
|                                                                                                          | Director      | 10% Owner | Officer                        | Other |
| KEEGAN ROBERT J<br>THE GOODYEAR TIRE & RUBBER COMPANY<br>1144 EAST MARKET STREET<br>AKRON, OH 44316-0001 | X             |           | Chairman of the Bd, CEO & Pres |       |

## Signatures

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

03/21/2007

\_\_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) This amendment to the Form 4 filed March 16, 2007 reflects corrected information with respect to the March 14, 2007 exercise of incentive stock options granted on 12/4/2000. 2,493 previously owned shares having a market value of \$27.74 per share were delivered in payment of the option price of \$17.68 per share for 3,911 shares acquired pursuant to the exercise of an option granted under the 1997 Plan.

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- (2) Exercise of Incentive Stock Option granted on 12/4/2000 under the 1997 Plan.
- (3) Exercise of Incentive Stock Option granted on 12/4/2000 under the 1997 Plan.
- (4) The option vests and becomes exercisable in 25% increments over four years commencing one year after the date of grant.
- (5) 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.

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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