

Kihn Jean Claude
Form 4
November 20, 2009

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 *
Kihn Jean Claude

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)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Sr VP & Chief Technical Ofcr

(Last) (First) (Middle)
1144 EAST MARKET STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/18/2009

AKRON, OH 44316
(City) (State) (Zip)

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

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)
Common Stock					219 ⁽¹⁾	I	401(k) Plan ⁽²⁾
Common Stock	11/18/2009		F ⁽³⁾	2,427 D	\$ 14.57 ⁽³⁾	D	
Common Stock	11/18/2009		M ⁽⁴⁾	3,800 A	\$ 6.81 ⁽⁴⁾	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

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)	Amount or Number of Shares
2002 Plan Option <u>(5)</u>	\$ 6.81	11/18/2009		M	3,800	<u>(6)</u> 12/02/2013	Common Stock	3,800
2002 Plan Option <u>(7)</u>	\$ 14.57	11/18/2009		A	2,427	11/18/2010 12/02/2013	Common Stock	2,427

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kihn Jean Claude 1144 EAST MARKET STREET AKRON, OH 44316			Sr VP & Chief Technical Ofcr	

/s/ Bertram Bell, signing as an attorney-in-fact and agent duly authorized to execute this Form 4 on behalf of Jean-Claude Kihn pursuant to a Power of Attorney dated 1/7/08, a copy of which has been previously filed with the SEC. 11/20/2009

__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) 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, as of November 18, 2009 as reported by the Plan Trustee.
- (2) The shares are held by a nominee of The Northern Trust Company, the Savings Plan Trustee.
- (3) 1,775 previously owned shares having a market value of \$14.57 per share were delivered in payment of the option price of \$6.81 per share for 3,800 shares acquired pursuant to the exercise of an option granted under the 2002 Performance Plan (the "2002 Plan"). In

Edgar Filing: Kihn Jean Claude - Form 4

addition, 652 shares were withheld to pay Federal withholding taxes as permitted by the 2002 Plan and option grant agreement.

- (4) 3,800 shares were acquired pursuant to the exercise of an option granted under the 2002 Plan. As a result of the transactions reported herein, the reporting person's ownership of stock increased by 1,373 shares.
- (5) Exercise of Non-Qualified Stock Option granted on 12/2/2003 under the 2002 Plan.
- (6) The option vested and became exercisable in 25% increments over four years commencing one year after the date of the grant.
- (7) Pursuant to the terms of the 2002 Plan and option grant agreement, a reload option was granted for the number of shares tendered in payment of the option exercise price and withheld to pay Federal withholding taxes.

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.