

GOODYEAR TIRE & RUBBER CO /OH/
Form 4
December 17, 2007

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

OMB APPROVAL
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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 *
Cohade Pierre E

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)
12/13/2007

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
President, Asia-Pacific Region

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 Indirect Ownership (Instr. 4)	
				(A) or (D)	Price			
Common Stock	12/13/2007		F ⁽¹⁾	735	D	\$ 27.02	41,628	D
						(1)		
Common Stock	12/13/2007		M ⁽²⁾	1,120	A	\$ 11.19	42,748	D
						(2)		
Common Stock	12/13/2007		F ⁽³⁾	6,948	D	\$ 27.02	35,800	D
						(3)		

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Common Stock	12/13/2007	<u>M</u> ⁽⁴⁾	10,575	A	\$ <u>(4)</u>	46,375	D
Common Stock	12/13/2007	<u>F</u> ⁽⁵⁾	5,146	D	\$ <u>(5)</u>	41,229	D
Common Stock	12/13/2007	<u>M</u> ⁽⁶⁾	7,500	A	\$ <u>(6)</u>	48,729	D
Common Stock	12/14/2007	<u>F</u> ⁽⁷⁾	4,949	D	\$ <u>(7)</u>	43,780	D
Common Stock	12/14/2007	<u>M</u> ⁽⁸⁾	6,250	A	\$ <u>(8)</u>	50,030	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 displays a currently valid OMB control number.

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
2002 Plan Option <u>(9)</u>	\$ 11.19	12/13/2007		M		<u>(10)</u>	10/05/2014	Common Stock	1,120
2002 Plan Option <u>(11)</u>	\$ 27.02	12/13/2007		A		12/13/2008	10/05/2014	Common Stock	735
2002 Plan Option <u>(12)</u>	\$ 11.19	12/13/2007		M		<u>(10)</u>	10/05/2014	Common Stock	10,575

2002 Plan Option <u>(11)</u>	\$ 27.02	12/13/2007	A	6,948	12/13/2008	10/05/2014	Common Stock	6,94
2002 Plan Option <u>(13)</u>	\$ 12.54	12/13/2007	M	7,500	<u>(10)</u>	12/09/2014	Common Stock	7,50
2002 Plan Option <u>(11)</u>	\$ 27.02	12/13/2007	A	5,146	12/13/2008	12/09/2014	Common Stock	5,14
2005 Plan Option <u>(14)</u>	\$ 17.15	12/14/2007	M	6,250	<u>(10)</u>	12/06/2015	Common Stock	6,25
2005 Plan Option <u>(11)</u>	\$ 26.61	12/14/2007	A	4,949	12/14/2008	12/06/2015	Common Stock	4,94

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cohade Pierre E THE GOODYEAR TIRE & RUBBER COMPANY 1144 EAST MARKET STREET AKRON, OH 44316-0001			President, Asia-Pacific Region	

Signatures

/s/ Bertram Bell, signing as an attorney-in-fact and agent duly authorized to execute this Form 4 on behalf of Pierre E Cohade pursuant to a Power of Attorney dated 10/5/04, a copy of which has been previously filed with the SEC.

12/17/2007

__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) 463 previously owned shares having a market value of \$27.02 per share were delivered in payment of the option price of \$11.19 per share for 1,120 shares acquired pursuant to the exercise of an option granted under the 2002 Plan. In addition, 272 shares were withheld to pay Federal withholding taxes as permitted by the 2002 Plan and option grant.
 - (2) 1,120 shares were acquired pursuant to the exercise of an option granted under the 2002 Plan.
 - (3) 4,379 previously owned shares having a market value of \$27.02 per share were delivered in payment of the option price of \$11.19 per share for 10,575 shares acquired pursuant to the exercise of an option granted under the 2002 Plan. In addition, 2,569 shares were withheld to pay Federal withholding taxes as permitted by the 2002 Plan and option grant.

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- (4) 10,575 shares were acquired pursuant to the exercise of an option granted under the 2002 Plan.
3,480 previously owned shares having a market value of \$27.02 per share were delivered in payment of the option price of \$12.54 per share for 7,500 shares acquired pursuant to the exercise of an option granted under the 2002 Plan. In addition, 1,666 shares were withheld to pay Federal withholding taxes as permitted by the 2002 Plan and option grant.
- (5) 7,500 shares were acquired pursuant to the exercise of an option granted under the 2002 Plan.
4,028 previously owned shares having a market value of \$26.61 per share were delivered in payment of the option price of \$17.15 per share for 6,250 shares acquired pursuant to the exercise of an option granted under the 2005 Plan. In addition, 921 shares were withheld to pay Federal withholding taxes as permitted by the 2005 Plan and option grant.
- (6) 6,250 shares were acquired pursuant to the exercise of an option granted under the 2005 Plan. As a result of the transactions reported herein, the reporting person's ownership of stock increased by 7,667 shares.
- (7) Exercise of Non-Qualified Stock Option granted on 10/5/2004 under the 2002 Plan.
- (8) The option vests and becomes exercisable in 25% increments over four years commencing one year after the date of grant.
- (9) 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 and withheld to pay Federal withholding taxes.
- (10) Exercise of Non-Qualified Stock Option granted on 10/5/2004 under the 2002 Plan.
- (11) Exercise of Non-Qualified Stock Option granted on 12/9/2004 under the 2002 Plan.
- (12) Exercise of Non-Qualified Stock Option granted on 12/6/2005 under the 2005 Plan.

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.