

CONNELL THOMAS A
Form 4/A
December 19, 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 *
CONNELL THOMAS A

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)
Vice President & Controller

(Last) (First) (Middle)

THE GOODYEAR TIRE & RUBBER COMPANY, 1144 EAST MARKET STREET

3. Date of Earliest Transaction (Month/Day/Year)
03/15/2007

(Street)
AKRON, OH 44316-0001

4. If Amendment, Date Original Filed(Month/Day/Year)
03/19/2007

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

(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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 03/15/2007 | | F ⁽¹⁾ | | 1,531 | D | \$ 28.39 (1) |
| Common Stock | 03/15/2007 | | M ⁽³⁾ | | 3,000 | A | \$ 7.05 (3) |
| Common Stock | 03/15/2007 | | F ⁽⁴⁾ | | 1,226 | D | \$ 28.39 (4) |
| Common Stock | 03/15/2007 | | M ⁽⁵⁾ | | 2,500 | A | \$ 7.05 |

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| | | | | | | | | |
|--------------|------------|--|------------------|-------|---|------------|-------------------|-------------------|
| Stock | | | | | | <u>(5)</u> | | |
| | | | | | | \$ | | |
| Common Stock | 03/15/2007 | | F ⁽⁶⁾ | 4,119 | D | 28.39 | 4,593 <u>(2)</u> | D |
| | | | | | | <u>(6)</u> | | |
| Common Stock | 03/15/2007 | | M ⁽⁷⁾ | 8,500 | A | \$ 6.81 | 13,093 <u>(2)</u> | D |
| | | | | | | <u>(7)</u> | | |
| Common Stock | 03/15/2007 | | F ⁽⁸⁾ | 1,722 | D | \$ | 28.39 | 11,371 <u>(2)</u> |
| | | | | | | <u>(8)</u> | | |
| Common Stock | 03/15/2007 | | M ⁽⁹⁾ | 3,900 | A | \$ | 12.54 | 15,271 <u>(2)</u> |
| | | | | | | <u>(9)</u> | | |

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) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CONNELL THOMAS A
THE GOODYEAR TIRE & RUBBER COMPANY
1144 EAST MARKET STREET
AKRON, OH 44316-0001

Vice
President &
Controller

Signatures

/s/ Bertram Bell, signing as an attorney-in-fact and agent duly authorized to execute this Form 4 on behalf of Thomas A Connell pursuant to a Power of Attorney dated 10/7/03, a copy of which has been previously filed with the SEC.

12/19/2007

__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).

744 previously owned shares having a market value of \$28.39 per share were delivered in payment of the option price of \$7.05 per share
(1) for 3,000 shares acquired pursuant to the exercise of an option granted under the 2002 Plan. In addition, 787 shares were withheld to pay Federal withholding taxes as permitted by the 2002 Plan and option grant.

(2) Amended to correct errors in Column 5 of the original Form 4 filed March 15, 2007.

(3) 3,000 shares were acquired pursuant to the exercise of an option granted under the 2002 Plan.

620 previously owned shares having a market value of \$28.39 per share were delivered in payment of the option price of \$7.05 per share
(4) for 2,500 shares acquired pursuant to the exercise of an option granted under the 2002 Plan. In addition, 606 shares were withheld to pay Federal withholding taxes as permitted by the 2002 Plan and option grant.

(5) 2,500 shares were acquired pursuant to the exercise of an option granted under the 2002 Plan.

2,038 previously owned shares having a market value of \$28.39 per share were delivered in payment of the option price of \$6.81 per
(6) share for 8,500 shares acquired pursuant to the exercise of an option granted under the 2002 Plan. In addition, 2,081 shares were withheld to pay Federal withholding taxes as permitted by the 2002 Plan and option grant.

(7) 8,500 shares were acquired pursuant to the exercise of an option granted under the 2002 Plan.

(8) 1,722 previously owned shares having a market value of \$28.39 per share were delivered in payment of the option price of \$12.54 per share for 3,900 shares acquired pursuant to the exercise of an option granted under the 2002 Plan.

(9) 3,900 shares were acquired pursuant to the exercise of an Incentive Stock Option granted under the 2002 Plan. As a result of the transactions reported herein, the reporting person's ownership of stock increased by 9,302 shares.

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.