

GOODYEAR TIRE & RUBBER CO /OH/

Form 3/A

August 11, 2015

FORM 3UNITED 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 SECURITIESFiled 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 *

Zekoski Joseph

(Last)

(First)

(Middle)

200 INNOVATION WAY

(Street)

AKRON, OH 44316

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/24/2015

3. Issuer Name and Ticker or Trading Symbol

GOODYEAR TIRE & RUBBER CO /OH/ [GT]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Sr VP, Chief Technical Officer

5. If Amendment, Date Original
Filed(Month/Day/Year)

03/05/2015

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 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

10,874

D

A

Common Stock

2,355

I (1)

401(k) Plan

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

SEC 1473 (7-02)

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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
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
2005 Plan Option ⁽²⁾	12/06/2009 ⁽³⁾	12/06/2015	Common Stock	1,500	\$ 17.15	D	Â
2005 Plan Option ⁽²⁾	02/27/2011 ⁽³⁾	02/27/2017	Common Stock	2,800	\$ 24.71	D	Â
2005 Plan Option ⁽²⁾	02/21/2012 ⁽³⁾	02/21/2018	Common Stock	3,277	\$ 26.74	D	Â
2008 Plan Option ⁽⁴⁾	02/26/2013 ⁽³⁾	02/26/2019	Common Stock	4,915	\$ 4.81	D	Â
2008 Plan Option ⁽⁴⁾	02/23/2014 ⁽³⁾	02/23/2020	Common Stock	2,798	\$ 12.74	D	Â
2008 Plan Option ⁽⁴⁾	02/22/2015 ⁽³⁾	02/22/2021	Common Stock	2,532	\$ 13.91	D	Â
2008 Plan Option ⁽⁴⁾	02/27/2016 ⁽³⁾	02/27/2022	Common Stock	2,747	\$ 12.94	D	Â
2008 Plan Option ⁽⁴⁾	02/28/2017 ⁽³⁾	02/28/2023	Common Stock	3,752	\$ 12.98	D	Â
2013 Plan Option ⁽⁵⁾	02/23/2019 ⁽³⁾	02/23/2025	Common Stock	14,082	\$ 27.16	D	Â
2013 Plan Restricted Stock Units ⁽⁶⁾	Â ⁽⁷⁾	Â ⁽⁷⁾	Common Stock	596	\$ ⁽⁷⁾	D	Â
2013 Plan Performance Shares ⁽⁸⁾	Â ⁽⁸⁾	Â ⁽⁸⁾	Common Stock	3,954	\$ ⁽⁸⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zekoski Joseph 200 INNOVATION WAY AKRON, OH 44316	Â	Â	Â Sr VP, Chief Technical Officer	Â

Signatures

/s/ Bertram Bell, signing as an attorney-in-fact and agent duly authorized to execute this Form 3 on behalf of Joseph Zekoski pursuant to a Power of Attorney dated 2/11/15, a copy of which has been previously filed with the SEC.

08/11/2015

__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) 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, 401(k) Plan, as of February 24, 2015 as reported by the Plan Trustee.

(2) Non-Qualified Stock Option in respect of shares of Common Stock granted under the 2005 Performance Plan.

(3) The option vests and becomes exercisable in 25% increments over four years commencing one year after the date of grant.

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

(5) Non-Qualified Stock Option in respect of shares of Common Stock granted under the 2013 Performance Plan.

(6) Restricted Stock Units, each equivalent to a share of common stock, granted under the 2013 Performance Plan.

(7) The Restricted Stock Units vest and convert into shares of common stock on February 24, 2017.

Performance Share Unit grant under the 2013 Performance Plan, contingently payable (to the extent earned) 100% in shares of common stock in February 2018. The number of Units paid, which can range from 0% to 200% of the Units reported on this Form 4, depends on

(8) the attainment of certain performance targets over a 3-year period ending December 31, 2017, 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 period ending December 31, 2017.

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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