| SEC Form 4 |  |
|------------|--|
|------------|--|

1.

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>obligations may continue. See<br>Instruction 1(b) |
|---|
| Instruction 1(b).   |
|   |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL          |           |  |  |  |  |  |  |  |  |  |
|-----------------------|-----------|--|--|--|--|--|--|--|--|--|
| OMB Number:           | 3235-0287 |  |  |  |  |  |  |  |  |  |
| Estimated average but | rden      |  |  |  |  |  |  |  |  |  |
| hours per response:   | 0.5       |  |  |  |  |  |  |  |  |  |

| 1. Name and Address of Reporting Person*<br>Williams Thomas L |                    |                     | 2. Issuer Name and Ticker or Trading Symbol<br>GOODYEAR TIRE & RUBBER CO /OH/ | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |  |                  |  |  |  |  |  |  |  |  |
|---|--------------------|---------------------|---|--|--|------------------|--|--|--|--|--|--|--|--|
|   |                    |                     | [GT]  | X  | Director   | 10% Owner        |  |  |  |  |  |  |  |  |
|   |                    |                     | _ [ - ]   |  | Officer (give title  | Other (specify   |  |  |  |  |  |  |  |  |
| (Last)  | ) (First) (Middle) |                     | 3. Date of Earliest Transaction (Month/Day/Year)                              | 1  | below)   | below)           |  |  |  |  |  |  |  |  |
| 200 INNOVATION WAY  |                    |                     | 04/01/2019  |  |  |                  |  |  |  |  |  |  |  |  |
|   |                    |                     |   | <u> </u>   |  |                  |  |  |  |  |  |  |  |  |
| (Street)  |                    |                     | 4. If Amendment, Date of Original Filed (Month/Day/Year)                      | 6. Indiv<br>Line)  | ng (Check Applicable   |                  |  |  |  |  |  |  |  |  |
| AKRON   | OH                 | 44316               |   | X  | Form filed by One Rep  | porting Person   |  |  |  |  |  |  |  |  |
| ,   |                    |                     | -   |  | Form filed by More that  | an One Reporting |  |  |  |  |  |  |  |  |
| (City)  | (State)            | (Zip)               |   |  | Person   |                  |  |  |  |  |  |  |  |  |
|   | (Siale)            | (حاب)               |   |  |  |                  |  |  |  |  |  |  |  |  |
|   |                    | Table I - Non-Deriv | vative Securities Acquired, Disposed of, or Benefi                            | cially   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                  |  |  |  |  |  |  |  |  |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year)<br>2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |  | Transaction<br>Code (Instr. |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|------------------------------|---|--|-----------------------------|---|---|---------------|-------|---|---|---|
|                              |   |  | Code                        | v | Amount  | (A) or<br>(D) | Price | Reported<br>Transaction(s)<br>(Instr. 3 and 4)                |   | (1130. 4)   |

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

|   | 1 Title of 2 2 Transaction 2A Deemad 4 E Number 6 Date Everyicable and 7 Title and 9 Drise of 0 Number of 10 11 Nature |  |   |                              |   |               |     |                     |                                     |                 |  |         |  | 44.94.4 |  |  |  |
|---|--|--|---|------------------------------|---|---------------|-----|---------------------|-------------------------------------|-----------------|--|---------|--|---------|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of Expiration |     | Expiration Da       | Expiration Date<br>(Month/Day/Year) |                 | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |         | of Derivative<br>Security<br>Ig (Instr. 5)<br>Security |         | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |  |  |   | Code                         | v | (A)           | (D) | Date<br>Exercisable | Expiration<br>Date                  | Title           | Amount<br>or<br>Number<br>of<br>Shares   |         |  |         |  |  |  |
| Restricted<br>Stock<br>Units <sup>(1)</sup>         | (2)  | 04/01/2019                                 |   | Α                            |   | 657           |     | (2)                 | (2)                                 | Common<br>Stock | 657  | \$18.68 | 657 <sup>(3)</sup>                                     | D       |  |  |  |

Explanation of Responses:

1. Restricted Stock Units ("RSU"), each equivalent to a share of the Common Stock of the Company and payable only in Common Stock, awarded pursuant to the Company's Outside Directors' Equity Participation Plan, as amended (the "Plan"), and accrued to the Equity Participation Account of the reporting person in accordance with the Plan.

2. Each RSU was valued at the fair market value (the closing market price) on the Transaction Date. Each RSU will be converted to a share of Common Stock on the fifth business day of the calendar quarter following the quarter of the Director's separation from Board service.

3. Total RSUs accrued to the Equity Participation Account of the reporting person as of the date of this statement.

### **Remarks:**

/s/ Daniel T Young, signing as an attorney-in-fact and agent duly authorized to execute this Form 4 on behalf of Thomas L 04/03/2019 Williams pursuant to a Power of Attorney dated 2/27/19, a copy of which has been previously filed with the SEC.

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.