SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

Bellissimo Jonathan		2. Date of Event Requiring Statement (Month/Day/Year) 01/01/2019		3. Issuer Name and Ticker or Trading Symbol <u>GOODYEAR TIRE & RUBBER CO /OH/</u> [GT]					
(Last) (First) (Mid 200 INNOVATION WAY		01/01/2015		4. Relationship of Reporting Perso Check all applicable) Director X Officer (give title	r (M	Amendment, Date of Original Filed nth/Day/Year) dividual or Joint/Group Filing (Check			
(Street)				below)	below)	· · ·	plicable Line)	y One Reporting Person	
AKRON OH 443	16			SR VP Global Operati	ions & Tech			y More than One	
(City) (State) (Zip)									
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)				Amount of Securities eneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock				342 ⁽¹⁾	I	I 401(k) Plan			
Common Stock				533 I		By	By Spouse		
Common Stock				338	D	D			
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)		d 3. Title and Amount of Securities Underlying Derivative Security (In		4. Conversio or Exercis	e Form:	(Instr. 5)	
			Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
2013 Plan Restricted Stock Units ⁽²⁾		(3)	(3)	Common Stock	514	(3)	D		
2013 Plan Restricted Stock Units ⁽²⁾		(4)	(4)	Common Stock	3,776	(4)	D		
2013 Plan Restricted Stock Units ⁽²⁾		(5)	(5)	Common Stock	430	(5)	D		
2017 Plan Restricted Stock Units ⁽⁶⁾		(7)	(7)	Common Stock	7,857	(7)	D		
2017 Plan Restricted Stock Units ⁽⁶⁾		(8)	(8)	Common Stock	1,793	(8)	D		

Explanation of Responses:

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 January 1, 2019 as reported by the Plan Trustee.

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

3. The Restricted Stock Units vest and convert into shares of common stock on February 22, 2019.

4. The Restricted Stock Units vest and convert into shares of common stock on August 2, 2019.

5. The Restricted Stock Units vest and convert into shares of common stock on February 27, 2020.

6. Restricted Stock Units, each equivalent to a share of common stock, granted under the 2017 Performance Plan.

7. The Restricted Stock Units vest and convert into shares of common stock on October 9, 2020.

8. The Restricted Stock Units vest and convert into shares of common stock on February 26, 2021.

Remarks:

/s/ Daniel T Young, signing as an attorney-in-fact and agent duly authorized to execute this Form 3 on behalf of Jonathan Bellissimo pursuant to a Power of Attorney dated 12/14/18, a copy of which is filed herewith.

** 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 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).

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.

KNOW BY ALL THESE PRESENTS, that the undersigned, Jonathan Bellissimo, hereby constitutes and appoints David L Bialosky, Daniel T Young and David E Phillips, and each of them, his true and lawful attorneys-in-fact to: (1) execute for and on behalf of the undersigned Securities and Exchange Commission Forms 3, 4 and 5 for filing from time to time with the Securities and Exchange Commission pursuant to and in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Act"), and the rules and regulations promulgated from time to time thereunder; (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete the timely filing of any and all Forms 3, 4 and 5 which are required to be filed, or which would be appropriately filed, by the undersigned with the United States Securities and Exchange Commission, The Nasdaq Stock Market LLC and any other authority in order to comply with Section 16 of the Act; and (3) take any other action of any nature whatsoever in connection with the foregoing which, in the opinion of such attorneys-in-fact and agents, or any of them, may be of benefit to, in the best interest of, or legally required by, the undersigned; it being understood that each document executed by any such attorney-in-fact and agent on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact and agent may, in the exercise of his or her sole discretion, approve.

The undersigned hereby grants to each such attorney-in-fact and agent full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done, in the exercise of any of the rights and powers herein granted; and the undersigned hereby ratifies and confirms all that such attorneys-in-fact and agents, or any of them, shall lawfully do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact and agents, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with, or any other liability under, Section 16 of the Act.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed on this 14th day of December, 2018.

/s/ Jonathan Bellissimo

Jonathan Bellissimo