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

Form 8-K

Current Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 13, 2015

THE GOODYEAR TIRE & RUBBER COMPANY
(Exact name of registrant as specified in its charter)

Ohio	1-1927	34-0253240
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

200 Innovation Way, Akron, Ohio	44316-0001
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (330) 796-2121

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ **Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)**

☐ **Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)**

☐ **Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))**

☐ **Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))**

Item 2.02. Results of Operations and Financial Condition.

A copy of the presentation to be made by The Goodyear Tire & Rubber Company at the Deutsche Bank Global Auto Industry Conference on Tuesday, January 13, 2015 is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 Presentation, dated January 13, 2015

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

THE GOODYEAR TIRE & RUBBER COMPANY

Date: January 13, 2015

By /s/ Laura K. Thompson
Laura K. Thompson
Executive Vice President
and Chief Financial Officer

Exhibit 99.1

Deutsche Bank Global Auto Industry Conference

January 13, 2015

Forward-Looking Statements

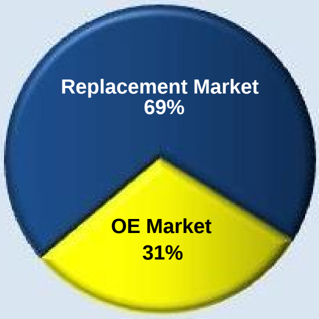
Certain information contained in this presentation constitutes forward-looking statements for purposes of the safe harbor provisions of The Private Securities Litigation Reform Act of 1995. There are a variety of factors, many of which are beyond our control, that affect our operations, performance, business strategy and results and could cause our actual results and experience to differ materially from the assumptions, expectations and objectives expressed in any forward-looking statements. These factors include, but are not limited to: our ability to implement successfully our strategic initiatives; actions and initiatives taken by both current and potential competitors; increases in the prices paid for raw materials and energy; a labor strike, work stoppage or other similar event; deteriorating economic conditions or an inability to access capital markets; work stoppages, financial difficulties or supply disruptions at our suppliers or customers; the adequacy of our capital expenditures; our failure to comply with a material covenant in our debt obligations; potential adverse consequences of litigation involving the company; as well as the effects of more general factors such as changes in general market, economic or political conditions or in legislation, regulation or public policy. Additional factors are discussed in our filings with the Securities and Exchange Commission, including our annual report on Form 10-K, quarterly reports on Form 10-Q and current reports on Form 8-K. In addition, any forward-looking statements represent our estimates only as of today and should not be relied upon as representing our estimates as of any subsequent date. While we may elect to update forward-looking statements at some point in the future, we specifically disclaim any obligation to do so, even if our estimates change.

Reconciliations of the non-GAAP financial measures used in this presentation are available in the Appendix and are posted on our Investor Relations website, investor.goodyear.com.

Company Overview

Goodyear tires are sold in two distinct tire markets...

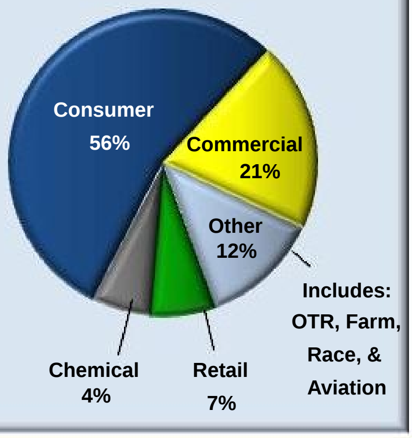
(% of 2013 Units of 162 million)



OE ~20% of 2013 Revenue

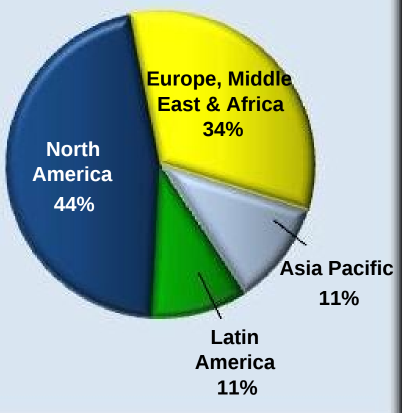
…available in a diverse selection of products...

(% of 2013 Revenue of ~$20 billion)



...and serve customers around the world

(% of 2013 Revenue of ~$20 billion)



Goodyear is a global tire industry leader with powerful brands and broad product reach

Strategy Roadmap

Where We Are

- Executing Plan
- Innovation Leader
- Record Earnings
- Value Creating
- Investing for Growth
- US Pension Fully Funded

Key Strategies

1. North America: Grow Profitably
2. Asia: Win in China / Grow Asia
3. EMEA / LA: Return to Historical Profit

Industry MegaTrends

"Long-term Growth Drivers"

Key How To's

- ✓ Market-Back Innovation Excellenc
- ✓ Sales & Marketing Excellence
- ✓ Operational Excellence
- ✓ Enabling Investments
- ✓ Top Talent / Top Teams

Our Destination - Creating Sustainable Value

- Top Line / Bottom Line Growth
- First with Customers
- Innovation Leaders
- Leader in Targeted Segments
- Competitively Advantaged
- Profitable thru Economic Cycle
- Cash Flow Positive
- Investment Grade

Goodyear's Competitive Advantage

Advantaged Value Proposition

- ✓ Iconic brand
- ✓ Industry leading products
- ✓ Pervasive distribution
- ✓ Strong customer relations
- ✓ Consumer-centric focus

Market-Back Approach

AND

Operational Excellence

- ✓ Right Tire
- ✓ Right Time
- ✓ Right Place
- ✓ Right Cost

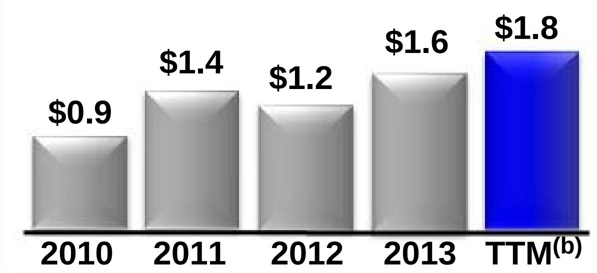
Sufficient HVA Capacity

For winners, not an "OR"… it is an "AND"
Goodyear delivers both in an integrated manner

Goodyear Then … And Now

$ In billions

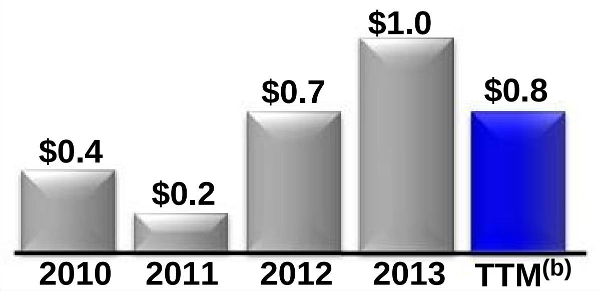
Segment Operating Income Growth [a]



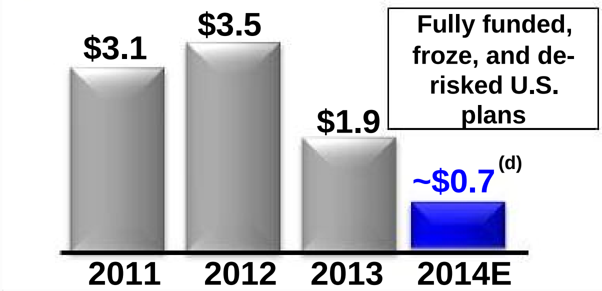
North America Turnaround

Segment Operating Income

Strong Free Cash Flow [c]



Progress on Global Unfunded Pension



Significant SOI growth and cash generation capability

(a) See Segment Operating Income reconciliation in Appendix on page 23
(b) Trailing twelve months as of September 30, 2014
(c) See Free Cash Flow from Operations reconciliation in Appendix on page 24
(d) Primarily non-US plans; projected for December 31, 2014 using 2013 year-end assumptions

Preliminary View of 2014 Results

- **Record total company and North America segment operating income**
- **Now expect 2014 FY SOI growth slightly below original 10-15% range, primarily due to a more challenging industry environment in Europe in Q4 and stronger dollar globally**
  - **Expect global volume to be essentially flat**
  - **Expect Q4 impact of these developments to be $0.15-$0.20 per share below our expectations at time of Q3 call**
- **Expect free cash flow to be slightly better than anticipated at time of Q3 call; capital allocation plan remains on track**

Record earnings and strong free cash flow

Q4 2014
EMEA Business Update

- Industry negatively impacted by warmer than expected winter that lasted through the quarter; one of the warmest on record

- While our winter premium brand sales through Q3 were strong, dealer replenishment was much weaker in Q4 than we expected

  – Industry sell-out was down double digits in some markets compared with last year

- More challenging economic conditions and a stronger US dollar

More challenging environment than expected in Europe in Q4

2015 Outlook
Preliminary Planning Assumptions

As previously presented during Q3 Earnings Call (October 29, 2014)

Positive Drivers

- ✓ Global volume growth of 1-2%
- ✓ Positive price mix vs. raw materials (~$50-$100 million)
- ✓ Cost savings
  - Operational Excellence
  - Amiens closure / EMEA Farm tire business exit
- ✓ $1.2 billion capex

Other Factors

- ✓ FX headwind (similar impact as 2014)
- ✓ Venezuela uncertainty
- ✓ Neutral OTR
- ✓ Potential release of US tax valuation allowance
  - Tax rate if released: 30-35% of global pre-tax income, no US cash taxes for ~5 years

Reaffirming 10-15% SOI growth target for 2015;
Planning assumptions to be updated in year-end call

2015 Outlook
Preliminary Planning Assumptions

Will update at our Year-End Earnings Call in February 2015
(Call-Out boxes reflect latest factors)

Positive Drivers

Getting tougher

- ✓ Global volume growth of 1-2%

Chinese tariffs

- ✓ Positive price mix vs. raw materials (~$50-$100 million)

Lower raws

- ✓ Cost savings

Increasing confidence

  - Operational Excellence
  - Amiens closure / EMEA Farm tire business exit
- ✓ $1.2 billion capex

Other Factors

- ✓ FX headwind (similar impact as 2014)

USD continues to strengthen

- ✓ Venezuela uncertainty

Impact of oil price on economic model

- ✓ Neutral OTR
- ✓ Potential release of US tax valuation allowance
  - Tax rate if released: 30-35% of global pre-tax income, no US cash taxes for ~5 years

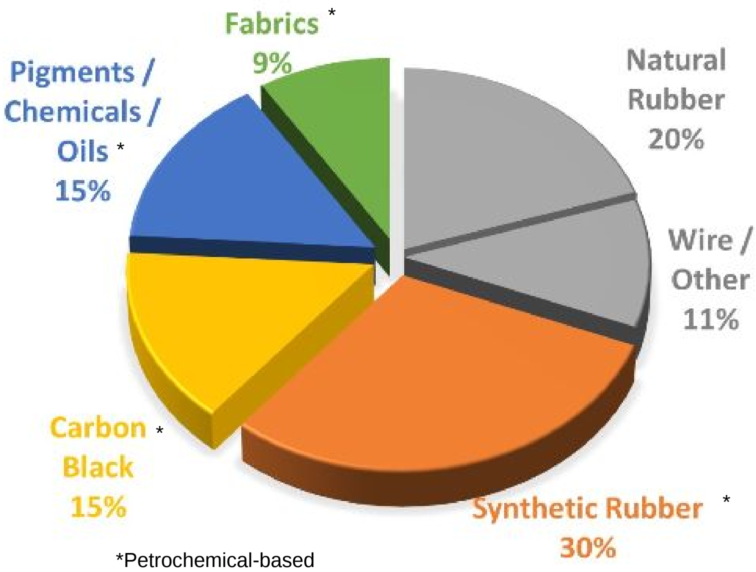
**Continue to reaffirm 10-15% SOI growth target for 2015;
Expect positive momentum in NA to offset International headwinds**

Recent Trends: Raw Materials

- **Spot prices down significantly YoY in 2014:**
  - **Natural Rubber: ~32%**
  - **Synthetic Rubber: ~8%**
  - **Carbon Black: ~53%**
  - **Oil (WTI): ~46%**
- **Raw materials ~50% of tire business cost of goods sold**
  - **Tires ~85% of total cost of goods sold**
- **Around two-thirds of raw materials are influenced by oil prices**
  - **P&L impact lags spot rates by 1-2 quarters depending on commodity**
- **Customer agreements indexed to raw materials:**
  - **OE customers (~20% of sales)**
  - **Certain large Commercial fleets**
  - **OTR customers**

Goodyear Global Raw Material Usage

2014 FY Estimate



*Petrochemical-based

Recent decline in commodity prices will provide a further tailwind to raw material costs beginning in Q2 2015

Recent Trends: Potential US Tariffs on Chinese Consumer Tire Imports

- Several recent affirmative rulings by the Department of Commerce (DOC) and International Trade Commission (ITC) for anti-dumping (AD) and countervailing duty (CVD) investigations
  - ✓ 7/22/14: ITC affirmative preliminary injury decision
  - ✓ 11/21/14: DOC affirmative preliminary CVD decision and rate set (12.03% margin for most Chinese tire importers)
    - CVD and any future AD margins retroactive to September
- Upcoming decisions:
  - → 1/20/15: DOC preliminary AD decision & rate
    - Petition seeking AD margins between 45.80-87.99%
  - 4/6/15: DOC final AD and CVD decisions
  - 5/21/15: ITC final injury determination (deadline could be pushed 60 days)

2009-2012 Traiff 421 benefited our US business

2015-2016 Financial Targets

- **We remain confident in our strategy**
- **Reaffirming 2015-2016 targets**
  - **Annual 10-15% SOI growth per year**
  - **Annual positive free cash flow from operations**
  - **Adjusted Debt to EBITDAP[(a)] ratio of ~2.0x by the end of 2016**

Reaffirming 2015-2016 targets; will update assumptions on Q4 call

(a) Total debt plus global pension liability, divided by net income before interest expense, income tax expense, depreciation and amortization expense, net periodic pension cost, rationalization charges and other (income) and expense

Capital Allocation

Sources and Uses of Cash 2014-2016

$ In billions

2014 - 2016 SOI Target	$5.5 - $5.8

Adjustments for:
Corporate Expense,
Depreciation, and
Pension Expense

2014 - 2016 EBITDAP	~ $7.8 - $8.2

Maintaining the Business

• Interest Expense	~$1.2 - $1.4
• Taxes Paid	~ $0.8 - $1.0
• Sustaining CapEx	~ $2.0 - $2.2
• Working Capital	~ $0.0
• Total	~$4.0 - $4.6

Capital Allocation Plan

Cash Available for Deployment • Dividends / Share Repurchase • Growth CapEx • Debt Reductions (incl. Pension) • Restructurings	~$3.6 - $3.8

Strong earnings growth driving significant cash available for deployment

Note: All estimates based on current assumptions and available data

Capital Allocation Plan – Driving Value 2014-2016

Growth CapEx	$1.5B
Shareholder Return Program	$0.6 - $0.9B*
Restructurings	$0.6B
Debt Repayment / Pension Funding	$0.8 - $0.9B
	$3.6 - $3.8B

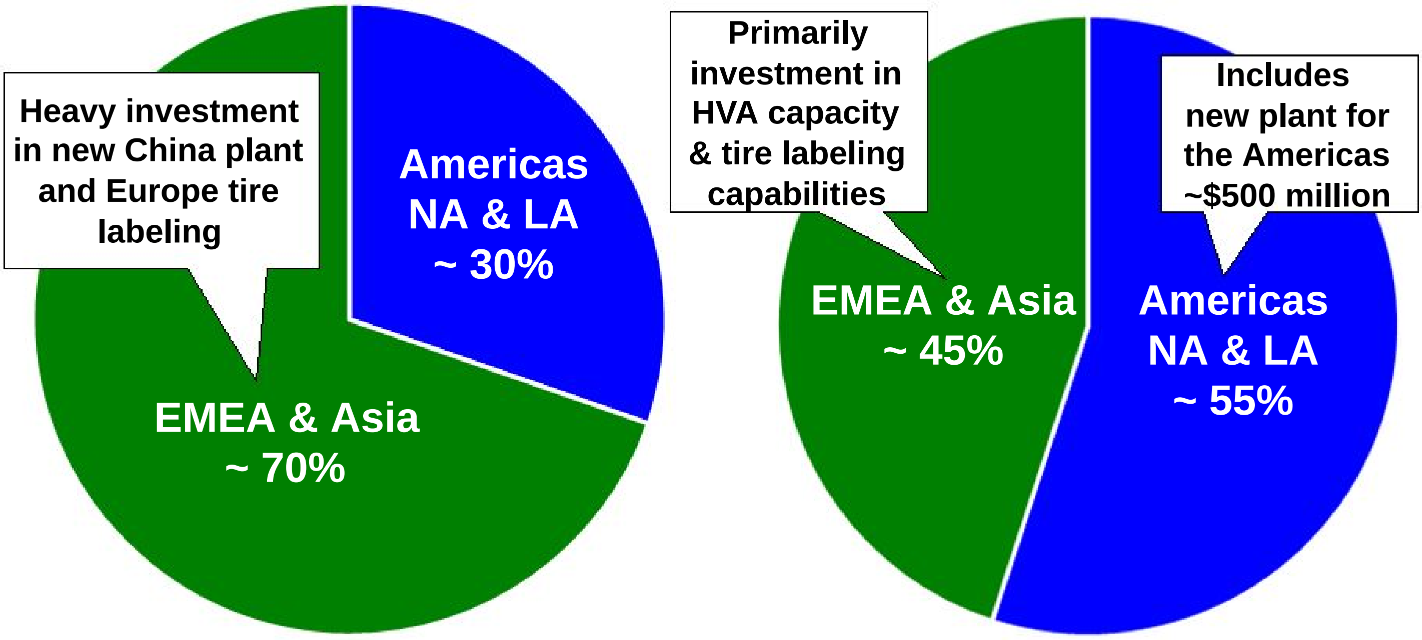
Balanced capital allocation plan

* $0.65B approved by Board of Directors; increases dependent on Company performance including the achievement of financial targets

Growth CapEx Investment

2011-2013 → **2014-2016**

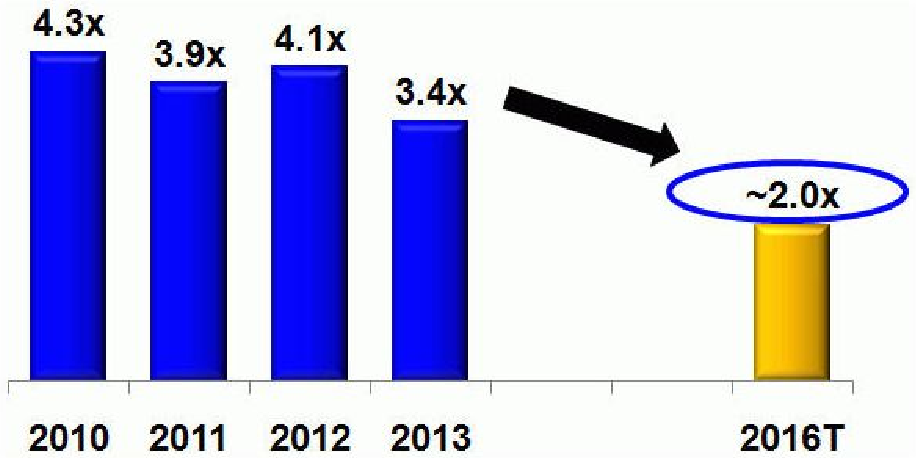
~$1.3 billion | **~$1.5 billion**



Continue to invest for growth ... shifting focus to meet business needs
Targeting ~20% IRR

Balance Sheet Management – Leverage Targets

Adjusted Debt/ EBITDAP [a]



Leverage consistent with commitment to achieving investment grade metrics

- ✓ Reduces cost of capital
- ✓ Improves global access to credit
- ✓ Greater ability to move debt overseas
- ✓ Ability to reduce cash balances

Committed to achieving investment grade balance sheet by the end of 2016

a) Total debt plus global pension liability, divided by net income before interest expense, income tax expense, depreciation and amortization expense, net periodic pension cost, rationalization charges and other (income) and expense

Note: See reconciliations in Appendix on page 25

Shareholder Return Program

- Share repurchase program - $450 million authorized in 2014-2016 plan
  - Completed $150 million in Q4/14
  - Approximately halfway through program in first year
- Dividend payment $0.06 per share per quarter, a 20% increase in first year

Continued focus on shareholder returns

Q & A

Appendix

Use of Historical and Forward-Looking Non-GAAP Financial Measures

This presentation contains our historical total segment operating income and free cash flow from operations for certain periods, our targeted total segment operating income growth rate for 2015-16, our historical ratio of Adjusted Debt to EBITDAP for certain periods, and our targeted ratio of Adjusted Debt to EBITDAP for 2016. Total segment operating income, free cash flow from operations, and the ratio of Adjusted Debt to EBITDAP are important financial measures for the company but are not financial measures defined by U.S. GAAP, and should not be construed as an alternative to corresponding financial measures presented in accordance with U.S. GAAP.

Total segment operating income is the sum of the individual strategic business units' segment operating income as determined in accordance with U.S. GAAP. The most directly comparable GAAP financial measure is Income before Income Taxes. Management believes that total segment operating income is useful because it represents the aggregate value of income created by the company's SBUs and excludes items not directly related to the SBUs for performance evaluation purposes.

Free Cash Flow from Operations is the company's Cash Flow from Operations as determined in accordance with U.S. GAAP before pension contributions and direct payments and rationalization payments, less capital expenditures. Management believes that Free Cash Flow from Operations is useful because it represents the cash generating capability of the company's ongoing operations, after taking into consideration capital expenditures necessary to maintain its business and pursue growth opportunities.

Adjusted Debt is the sum of our total debt and our global pension liability, each as determined in accordance with U.S. GAAP, and EBITDAP, as adjusted, represents net income (the most directly comparable GAAP financial measure) before interest expense, income tax expense, depreciation and amortization expense, net periodic pension cost, rationalization charges and other (income) and expense. We present the ratio of Adjusted Debt to EBITDAP because we believe it is widely used by investors as a means of evaluating a company's leverage.

It should be noted that other companies may calculate similarly titled non-GAAP financial measures differently and, as a result, the measures presented herein may not be comparable to such similarly titled measures reported by other companies.

We are unable to present a quantitative reconciliation of our forward-looking non-GAAP financial measures to the most directly comparable GAAP financial measures, because management cannot reliably predict all of the necessary components of those GAAP financial measures without unreasonable effort. These components could be significant to the calculation of those GAAP financial measures in the future.

Reconciliation for Segment Operating Income / Margin

$ In millions

	Twelve Months Ended September 30,	Twelve Months Ended December 31,			
	2014	**2013**	**2012**	**2011**	**2010**
Total Segment Operating Income	$ 1,772	$ 1,580	$ 1,248	$ 1,368	$ 917
Rationalizations	(97)	(58)	(175)	(103)	(240)
Interest expense	(420)	(392)	(357)	(330)	(316)
Other expense	(227)	(97)	(139)	(73)	(186)
Asset write-offs & accelerated depreciation	(11)	(23)	(20)	(50)	(15)
Corporate incentive compensation plans	(98)	(108)	(69)	(70)	(71)
Corporate pension curtailments/settlements	(33)	-	1	(15)	-
Intercompany profit elimination	5	4	(1)	(5)	(14)
Retained expenses of divested operations	(18)	(24)	(14)	(29)	(20)
Other	(54)	(69)	(34)	(75)	(47)
Income before Income Taxes	$ 819	$ 813	$ 440	$ 618	$ 8
United States and Foreign Taxes	170	138	203	201	172
Less: Minority Shareholders Net Income	91	46	25	74	52
Goodyear Net Income (Loss)	$ 558	$ 629	$ 212	$ 343	$ (216)
Sales	$18,573	$19,540	$20,992	$22,767	$18,832
Return on Sales	3.0%	3.2%	1.0%	1.5%	(1.1)%
Total Segment Operating Margin	9.5%	8.1%	5.9%	6.0%	4.9%

Reconciliation for Free Cash Flow From Operations

The amounts below are calculated from the Consolidated Statements of Cash Flows except for pension expense, which is as reported in the pension-related note in the Notes to Consolidated Financial Statements.

($ in millions)	Trailing Twelve Months Ended Sept. 30, 2014	Year Ended December 31, 2013	2012	2011	2010
Net Income (Loss)	**$ 649**	**$ 675**	**$ 237**	**$ 417**	**$ (164)**
Depreciation and Amortization	736	722	687	715	652
Change in Working Capital [a]	(50)	415	457	(650)	52
Pension Expense [b]	196	285	307	266	300
Other [c]	329	75	140	461	546
Capital Expenditures	(1,068)	(1,168)	(1,127)	(1,043)	(944)
Free Cash Flow from Operations (non-GAAP)	**$ 792**	**$ 1,004**	**$ 701**	**$ 166**	**$ 442**
Capital Expenditures	1,068	1,168	1,127	1,043	944
Pension Contributions & Direct Payments	(1,382)	(1,162)	(684)	(294)	(405)
Rationalization Payments	(181)	(72)	(106)	(142)	(57)
Cash Flow from Operating Activities (GAAP)	**$ 297**	**$ 938**	**$ 1,038**	**$ 773**	**$ 924**

a) Working capital represents total changes in accounts receivable, inventories and accounts payable – trade.
b) Pension expense is the net periodic pension cost before curtailments, settlements and termination benefits as reported in the pension-related note in the Notes to Consolidated Financial Statements.
c) Other includes amortization and write-off of debt issuance costs, net pension curtailments and settlements, net rationalization charges, net (gains) losses on asset sales, net Venezuela currency remeasurement loss, customer prepayments and government grants, insurance proceeds, compensation and benefits less pension expense, other current liabilities, and other assets and liabilities.

EBITDAP, Adjusted Debt & Leverage Ratio Reconciliations

$ In millions

	Year Ended December 31,			
	2013	**2012**	**2011**	**2010**
Net Income (Loss)	$675	$237	$417	($164)
Interest Expense	392	357	330	316
Income Tax Expense	138	203	201	172
Depreciation and Amortization	722	687	715	652
Net Periodic Pension Cost [(a)]	285	307	266	300
Other[(b)]	155	314	176	426
EBITDAP, as adjusted	**$2,367**	**$2,105**	**$2,105**	**$1,702**

	2013	**2012**	**2011**	**2010**
Notes Payable and Overdrafts	14	102	256	238
Long Term Debt / Capital Leases due Within a Year	73	96	156	188
Long Term Debt and Capital Leases	6,162	4,888	4,789	4,319
Total Debt	$6,249	$5,086	$5,201	$4,745
Unfunded Pension Liability	$1,855	$3,522	$3,097	$2,549
Adjusted Debt	**$8,104**	**$8,608**	**$8,298**	**$7,294**
Adjusted Debt/EBITDAP	**3.42x**	**4.09x**	**3.94x**	**4.29x**

a) Net periodic pension cost excludes curtailments/settlements and termination benefits.
b) Other includes rationalization charges and other (income) and expense.


GOODYEAR