SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

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

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

(Last) (First) (Middle) 200 INNOVATION WAY 3. Date of Earliest Transaction (Month/Day/Year) Presi (Street) 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/G AKRON OH 44316 X Form filed by	,											
(Street) Line) AKRON OH 44316	A below) below) President, Americas											
Form filed by	6. Individual or Joint/Group Filing (Check Applicable Line)											
	One Reporting Perso	on										
(City) (State) (Zip)	More than One Repo	orting										
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 Date, if any (Month/Day/Year) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned Follow Reported Transaction(S)		7. Nature of Indirect Beneficial Ownership										

				(0)		(instr. 3 and 4)		
Common Stock	11/19/2021	М	66,582	A	\$12.98	176,303	D	
Common Stock	11/19/2021	F	12,280	D	\$21.88 ⁽¹⁾	164,023	D	
Common Stock	11/19/2021	S	54,302	D	\$21.88 ⁽¹⁾	109,721	D	
Common Stock						1,804 ⁽²⁾	Ι	401(k) Plan

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

(e.g., puis, cans, 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. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
2008 Plan Option ⁽³⁾	\$12.98	11/19/2021		М			66,582	02/28/2017 ⁽⁴⁾	02/28/2023	Common Stock	66,582	\$0.00	0	D	

Explanation of Responses:

1. This transaction was executed in multiple trades at prices ranging from \$21.78 to \$22.04. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

2. 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 November 19, 2021 as reported by the Plan Trustee.

3. Non-Oualified Stock Option in respect of shares of common stock granted under the 2008 Performance Plan.

4. The option vested and became exercisable in 25% increments over four years commencing one year after the date of grant (February 28, 2013).

Remarks:

/s/ Daniel T Young, signing as an attorney-in-fact and agent duly authorized to execute this Form 4 on behalf of Stephen R 11/22/2021 McClellan pursuant to a Power of Attorney dated 10/7/19, 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.