

GOODYEAR TIRE & RUBBER CO /OH/
Form 4
June 29, 2007

FORM 4

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

OMB APPROVAL

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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 OF SECURITIES

Filed 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 *
TOPPEN TIMOTHY R

2. Issuer Name and Ticker or Trading Symbol
GOODYEAR TIRE & RUBBER CO /OH/ [GT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/27/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President, Engineered Products

THE GOODYEAR TIRE & RUBBER COMPANY, 1144 EAST MARKET STREET

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

AKRON, OH 44316-0001

(City) (State) (Zip)

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 Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock					1,973 ⁽¹⁾	I	401(k) Plan ⁽²⁾
Common Stock	06/27/2007		M ⁽³⁾	1,000 A \$ 32	26,089	D	
Common Stock	06/27/2007		M ⁽⁴⁾	2,500 A \$ 32	28,589	D	
Common Stock	06/27/2007		M ⁽³⁾	1,400 A \$ 32	29,989	D	
	06/27/2007		M ⁽⁵⁾	5,000 A	34,989	D	

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Common Stock						\$ 17.68		
Common Stock	06/27/2007		M ⁽⁶⁾	7,000	A	\$ 17.68	41,989	D
Common Stock	06/27/2007		M ⁽⁷⁾	5,000	A	\$ 28.73	46,989	D
Common Stock	06/27/2007		M ⁽⁸⁾	4,000	A	\$ 22.05	50,989	D
Common Stock	06/27/2007		M ⁽⁹⁾	11,000	A	\$ 22.05	61,989	D
Common Stock	06/27/2007		M ⁽¹⁰⁾	3,550	A	\$ 17.15	65,539	D
Common Stock	06/27/2007		M ⁽¹¹⁾	3,339	A	\$ 17.35	68,878	D
Common Stock	06/27/2007		M ⁽¹¹⁾	3,338	A	\$ 17.35	72,216	D
Common Stock	06/27/2007		M ⁽¹²⁾	5,000	A	\$ 20	77,216	D
Common Stock	06/27/2007		M ⁽¹³⁾	3,786	A	\$ 13.38	81,002	D
Common Stock	06/27/2007		S	55,913	D	\$ 33.01	25,089	D
Common Stock	06/08/2007		G ⁽¹⁴⁾	1,000	D	\$ 35.13	24,089	D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

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1997 Plan Option <u>(3)</u>	\$ 32	06/27/2007	M	1,000	<u>(15)</u>	12/06/2009	Common Stock	1,000
1997 Plan Option <u>(4)</u>	\$ 32	06/27/2007	M	2,500	<u>(15)</u>	12/06/2009	Common Stock	2,500
1997 Plan Option <u>(3)</u>	\$ 32	06/27/2007	M	1,400	<u>(15)</u>	12/06/2009	Common Stock	1,400
1997 Plan Option <u>(5)</u>	\$ 17.68	06/27/2007	M	5,000	<u>(15)</u>	12/04/2010	Common Stock	5,000
1997 Plan Option <u>(6)</u>	\$ 17.68	06/27/2007	M	7,000	<u>(15)</u>	12/04/2010	Common Stock	7,000
1997 Plan Option <u>(7)</u>	\$ 28.73	06/27/2007	M	5,000	<u>(15)</u>	06/05/2011	Common Stock	5,000
1997 Plan Option <u>(8)</u>	\$ 22.05	06/27/2007	M	4,000	<u>(15)</u>	12/03/2011	Common Stock	4,000
1997 Plan Option <u>(9)</u>	\$ 22.05	06/27/2007	M	11,000	<u>(15)</u>	12/03/2011	Common Stock	11,000
2005 Plan Option <u>(10)</u>	\$ 17.15	06/27/2007	M	3,550	<u>(15)</u>	12/06/2015	Common Stock	3,550
2002 Plan Option <u>(11)</u>	\$ 17.35	06/27/2007	M	3,339	<u>(15)</u>	12/03/2012	Common Stock	3,339
2002 Plan Option <u>(11)</u>	\$ 17.35	06/27/2007	M	3,338	<u>(15)</u>	12/02/2013	Common Stock	3,338
	\$ 20	06/27/2007	M	5,000	<u>(15)</u>	08/01/2010		5,000

1997 Plan Option (12)								Common Stock	
2002 Plan Option (13)	\$ 13.38	06/27/2007		M	3,786	(15)	12/02/2013	Common Stock	3,786

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TOPPEN TIMOTHY R THE GOODYEAR TIRE & RUBBER COMPANY 1144 EAST MARKET STREET AKRON, OH 44316-0001			President, Engineered Products	

Signatures

/s/ Bertram Bell, signing as an attorney-in-fact and agent duly authorized to execute this Form 4 on behalf of Timothy R Toppen pursuant to a Power of Attorney dated 10/3/02, a copy of which has been previously filed with the SEC. 06/29/2007

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Total number of shares of common stock allocated to the account of the reporting person in a Trust established under The Goodyear Tire & Rubber Company Employee Savings Plan for Salaried Employees, a 401(k) Plan (the "Savings Plan"), as of the date of this statement as reported by the Plan Trustee.
 - (2) The shares are held by a nominee of The Northern Trust Company, the Savings Plan Trustee.
 - (3) Exercise of Non-Qualified Stock Option granted on 12/6/1999 under the 1997 Goodyear Performance Incentive Plan (the "1997 Plan").
 - (4) Exercise of Incentive Stock Option granted on 12/6/1999 under the 1997 Plan.
 - (5) Exercise of Incentive Stock Option granted on 12/4/2000 under the 1997 Plan.
 - (6) Exercise of Non-Qualified Stock Option granted on 12/4/2000 under the 1997 Plan.
 - (7) Exercise of Non-Qualified Stock Option granted on 6/5/2001 under the 1997 Plan.
 - (8) Exercise of Incentive Stock Option granted on 12/3/2001 under the 1997 Plan.
 - (9) Exercise of Non-Qualified Stock Option granted on 12/3/2001 under the 1997 Plan.
 - (10) Exercise of Non-Qualified Stock Option granted on 12/6/2005 under the 2005 Performance Plan.
 - (11) Exercise of Non-Qualified Stock Option granted on 12/20/2005 under the 2002 Performance Incentive Plan (the "2002 Plan").
 - (12) Exercise of Non-Qualified Stock Option granted on 8/1/2000 under the 1997 Plan.
 - (13) Exercise of Non-Qualified Stock Option granted on 5/13/2005 under the 2002 Plan.
 - (14) Gift of shares to son.
 - (15) The option vests and becomes exercisable in 25% increments over four years commencing one year after the date of grant.

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