

GOODYEAR TIRE & RUBBER CO /OH/
Form S-8 POS
June 10, 2016

As filed with the Securities and Exchange Commission on June 10, 2016

Registration No. 333-126999

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

POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8

REGISTRATION STATEMENT

UNDER

THE SECURITIES ACT OF 1933

THE GOODYEAR TIRE & RUBBER COMPANY

(Exact name of registrant as specified in its charter)

Ohio
(State or other jurisdiction of

34-0253240
(I.R.S. Employer

incorporation or organization)

Identification No.)

200 Innovation Way

Akron, Ohio 44316-0001

(Address, including zip code, of registrant's principal executive offices)

Goodyear Dunlop Tires North America, Ltd.

Employee Savings Plan for Salaried Employees

(Full title of the plan)

David L. Bialosky, Esq., Senior Vice President,

General Counsel and Secretary

The Goodyear Tire & Rubber Company

200 Innovation Way

Akron, Ohio 44316-0001

(330) 796-2121

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer ☒

Accelerated filer ☐

Non-accelerated filer ☐ (Do not check if a smaller reporting company)

Smaller reporting company ☐

EXPLANATORY STATEMENT

On July 28, 2005, The Goodyear Tire & Rubber Company (Goodyear) filed a Registration Statement on Form S-8 (Registration No. 333-126999) (the Registration Statement) with the Securities and Exchange Commission to register shares of Goodyear s common stock, without par value, and an indeterminate amount of plan participation interests to be sold or issued pursuant to the Goodyear Dunlop Tires North America, Ltd. Employee Savings Plan for Salaried Employees.

This Post-Effective Amendment No. 1 to the Registration Statement (this Post-Effective Amendment No. 1) is being filed to deregister and remove any and all securities of Goodyear previously registered under the Registration Statement, including all plan participation interests, that remain unsold or unissued as of the effective date of this Post-Effective Amendment No. 1.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing an amendment on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Akron, State of Ohio, on the 10th day of June, 2016.

**THE GOODYEAR TIRE & RUBBER
COMPANY**

/s/ Evan M. Scocos
Evan M. Scocos
Vice President and Controller

Pursuant to the requirements of the Securities Exchange Act of 1933, this Post-Effective Amendment No. 1 has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Signature	Title	Date
*	Chairman of the Board, Chief	June 10, 2016
Richard J. Kramer	Executive Officer, President and Director	
	(Principal Executive Officer)	
/s/ Laura K. Thompson	Executive Vice President and	June 10, 2016
Laura K. Thompson	Chief Financial Officer	
	(Principal Financial Officer)	
/s/ Evan M. Scocos	Vice President and Controller	June 10, 2016
Evan M. Scocos	(Principal Accounting Officer)	
*	Director	June 10, 2016
William J. Conaty		
*	Director	June 10, 2016
James A. Firestone		
*	Director	June 10, 2016
Werner Geissler		

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*	Director	June 10, 2016
Peter S. Hellman		
*	Director	June 10, 2016
Laurette T. Koellner		
*	Director	June 10, 2016
W. Alan McCollough		
*	Director	June 10, 2016
John E. McGlade		

	*	Director	June 10, 2016
Michael J. Morell			
	*	Director	June 10, 2016
Roderick A. Palmore			
	*	Director	June 10, 2016
Stephanie A. Streeter			
	*	Director	June 10, 2016
Thomas H. Weidemeyer			
	*	Director	June 10, 2016
Michael R. Wessel			

* This Post-Effective Amendment No. 1 has been signed on behalf of the above officers and directors by Laura K. Thompson, as attorney-in-fact, pursuant to a Power of Attorney filed as Exhibit 24 hereto.

By: /s/ Laura K. Thompson
Laura K. Thompson

Executive Vice President and Chief
Financial Officer

Pursuant to the requirements of the Securities Act of 1933, Sumitomo Rubber USA, LLC, in its capacity as Plan Administrator of the Goodyear Dunlop Tires North America, Ltd. Employee Savings Plan for Salaried Employees, has duly caused this Post-Effective Amendment No. 1 to be signed on its behalf by the undersigned, thereunto duly authorized in the City of Buffalo, State of New York, on June 10, 2016.

SUMITOMO RUBBER USA, LLC

By: /s/ Mary L. Kasprzak
Mary L. Kasprzak, Sr. Vice President &
Chief Financial Officer

EXHIBIT INDEX

Exhibit Number	Description of Exhibit
24.1	Power of Attorney.