

GOODYEAR TIRE & RUBBER CO /OH/  
 Form FWP  
 August 11, 2010

Filed Pursuant to Rule 433  
 Registration No. 333-168704  
 August 10, 2010

**Pricing Term Sheet**

Issuer:	The Goodyear Tire & Rubber Company	
Ratings:	B1/B+	
Security:	8.250% Senior Notes due 2020	
Maturity:	August 15, 2020	
Face Amount:	\$900,000,000	
Gross Proceeds:	\$892,467,000	
Gross Spread:	1.875%	
Net Proceeds (after deducting underwriting discounts and commissions but before offering expenses):	\$875,592,000	
Coupon:	8.250%	
Offering Price:	99.163%	
Yield:	8.375%	
Trade Date:	August 10, 2010	
Settlement Date:	August 13, 2010 (T+3)	
Interest Payment Dates:	February 15 and August 15, beginning February 15, 2011	
Record Dates:	February 1 and August 1	
Optional Redemption:	On or after:	Price:
	August 15, 2015	104.125%
	August 15, 2016	102.750%
	August 15, 2017	101.375%
	August 15, 2018 and thereafter	100.000%
Make Whole:	Makewhole call @ T+50bps prior to August 15, 2015	

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Equity Clawback:	35% at 108.25% until August 15, 2013
Spread to Treasury:	+562 bps
Reference Treasury:	UST 3.50% due May 15, 2020
Joint Book-Running Managers:	Deutsche Bank Securities Inc., Barclays Capital Inc. and Morgan Stanley & Co. Incorporated
Co-Managers:	BNP Paribas Securities Corp., HSBC Securities (USA) Inc., Natixis Bleichroeder LLC and Wells Fargo Securities, LLC
CUSIP/ISIN:	382550 BB6 / US382550BB69

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**The Issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the Issuer has filed with the SEC for more complete information about the Issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the Issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Deutsche Bank Securities Inc. toll free at 1-800-503-4611.**