

GOODYEAR TIRE & RUBBER CO /OH/  
 Form FWP  
 February 21, 2013

Filed Pursuant to Rule 433

Registration No. 333-168704

February 20, 2013

Pricing Term Sheet

Issuer:	The Goodyear Tire & Rubber Company	
Security:	6.500% Senior Notes due 2021	
Maturity:	March 1, 2021	
Face Amount:	\$900,000,000	
Gross Proceeds:	\$900,000,000	
Gross Spread:	1.50%	
Net Proceeds exclusive of accrued interest (after deducting underwriting discounts and commissions but before offering expenses):	\$886,500,000	
Coupon:	6.500%	
Offering Price:	100.000% plus accrued interest, if any, from February 25, 2013	
Yield:	6.500%	
Trade Date:	February 20, 2013	
Settlement Date:	February 25, 2013 (T+3)	
Interest Payment Dates:	March 1 and September 1, beginning September 1, 2013	
Record Dates:	February 15 and August 15	
Optional Redemption:	On or after:	Price:
	March 1, 2016	104.875%
	March 1, 2017	103.250%
	March 1, 2018	101.625%
	March 1, 2019 and thereafter	100.000%
Make Whole:	Makewhole call @ T+50bps prior to March 1, 2016	
Equity Clawback:	35% at 106.500% prior to March 1, 2016	
Spread to Treasury:	+ 500bps	

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Reference Treasury: UST 7.875% due February 15, 2021

Underwriters: Goldman, Sachs & Co.

Barclays Capital Inc.

Citigroup Global Markets Inc.

Credit Agricole Securities (USA) Inc.

Deutsche Bank Securities Inc.

J.P. Morgan Securities LLC

Morgan Stanley & Co. LLC

BNP Paribas Securities Corp.

HSBC Securities (USA) Inc.

Natixis Securities Americas LLC

Wells Fargo Securities, LLC

CUSIP/ISIN: 382550BD2 / US382550BD26

**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 Goldman, Sachs & Co. toll free at 1-866-471-2526.**