

THE GOODYEAR TIRE & RUBBER COMPANY
CODE OF ETHICS FOR THE CEO AND SENIOR FINANCIAL OFFICERS

This Code of Ethics for the Chief Executive Officer and Senior Financial Officers applies to Goodyear's principal executive officer, principal financial officer, principal accounting officer and other senior financial officers (collectively, the "Senior Financial Officers"). Goodyear expects all of its employees to act in accordance with the highest standards of personal and professional integrity in all aspects of their activities, to comply with all applicable laws, rules and regulations, to deter wrongdoing and abide by the Goodyear Business Conduct Manual and other policies and procedures adopted by Goodyear that govern the conduct of its employees. This Code of Ethics is intended to supplement the Goodyear Business Conduct Manual.

To the best of their knowledge and ability, the Senior Financial Officers shall:

- (a) Engage in and promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Avoid conflicts of interest and disclose to the General Counsel any material transaction or relationship that reasonably could be expected to give rise to such a conflict;
- (c) Take all reasonable measures to protect the confidentiality of non-public information about Goodyear and its customers obtained or created in connection with their activities and to prevent the unauthorized disclosure of such information unless required by applicable law or regulation or legal or regulatory process;
- (d) Promote full, fair, accurate, timely, and understandable disclosure in reports and documents that Goodyear files with, or submits to, the Securities and Exchange Commission and in other public communications made by Goodyear;
- (e) Comply with applicable governmental laws, rules and regulations; and
- (f) Promptly report any possible violation of this Code of Ethics to the General Counsel.

Senior Financial Officers are prohibited from directly or indirectly taking any action to fraudulently influence, coerce, manipulate or mislead Goodyear or its subsidiaries' independent public auditors for any purpose, including the purpose of rendering the financial statements of Goodyear or its subsidiaries misleading.

Senior Financial Officers are expected to adhere to Goodyear's Business Conduct Manual and to this Code of Ethics. Violations of this Code of Ethics may result in disciplinary action, up to and including termination of employment, and may also constitute violations of law that result in civil and criminal penalties. Any decision to waive the application of this Code of Ethics must be made by the Board of Directors, and any such waivers, along with the reasons for such waivers, will be promptly publicly disclosed to shareholders, as required by applicable SEC regulations and requirements of the NASDAQ Stock Market. Questions concerning the applicability of any legal or regulatory provision should be directed to Goodyear's General Counsel.

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