

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). ▶ Complete all entries in accordance with the instructions to the Form 5500.	OMB Nos. 1210-0110 1210-0089 2010 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2010 or fiscal plan year beginning <u>01/01/2010</u> and ending <u>12/31/2010</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ a single-employer plan; ☐ a DFE (specify) ____
B This return/report is:	☐ the first return/report; ☐ the final return/report; ☒ an amended return/report; ☐ a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	☐
D Check box if filing under:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan <u>D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES</u>	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:80%;">1b Three-digit plan number (PN) ▶</td> <td style="width:20%; text-align: center;"><u>012</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>04/01/1986</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>012</u>	1c Effective date of plan <u>04/01/1986</u>	
1b Three-digit plan number (PN) ▶	<u>012</u>				
1c Effective date of plan <u>04/01/1986</u>					
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) <u>THE GOODYEAR TIRE & RUBBER COMPANY AND CERTAIN SUBSIDIARIES</u> <u>1144 EAST MARKET STREET D/610</u> <u>AKRON, OH 44316-0001</u>	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) <u>34-0253240</u></td> </tr> <tr> <td>2c Sponsor's telephone number <u>330-796-2121</u></td> </tr> <tr> <td>2d Business code (see instructions) <u>326200</u></td> </tr> </table>	2b Employer Identification Number (EIN) <u>34-0253240</u>	2c Sponsor's telephone number <u>330-796-2121</u>	2d Business code (see instructions) <u>326200</u>	
2b Employer Identification Number (EIN) <u>34-0253240</u>					
2c Sponsor's telephone number <u>330-796-2121</u>					
2d Business code (see instructions) <u>326200</u>					

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2011	RICHARD J NOECHEL,VP AND CONTROLLER
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/13/2011	RICHARD J NOECHEL,VP AND CONTROLLER
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") GOODYEAR BENEFITS SOLUTION CENTER P O BOX 52040 PHOENIX, AZ 85072-2040	3b Administrator's EIN 34-0253240 3c Administrator's telephone number 800-334-9395
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN	
5 Total number of participants at the beginning of the plan year	5	487
6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	24
b Retired or separated participants receiving benefits.....	6b	50
c Other retired or separated participants entitled to future benefits.....	6c	403
d Subtotal. Add lines 6a , 6b , and 6c	6d	477
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	6
f Total. Add lines 6d and 6e	6f	483
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0
7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

1G 1I 1A

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply)	9b Plan benefit arrangement (check all that apply)
(1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	(1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
 (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
 (3) ☒ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
 (2) ☐ **I** (Financial Information – Small Plan)
 (3) ☐ **A** (Insurance Information)
 (4) ☐ **C** (Service Provider Information)
 (5) ☒ **D** (DFE/Participating Plan Information)
 (6) ☐ **G** (Financial Transaction Schedules)

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2010 This Form is Open to Public Inspection
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For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan <u>D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES</u>	B Three-digit plan number (PN) ▶ <u>012</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>THE GOODYEAR TIRE & RUBBER COMPANY AND CERTAIN SUBSIDIARIES</u>	D Employer Identification Number (EIN) <u>34-0253240</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information
1	Enter the valuation date: Month <u>01</u> Day <u>01</u> Year <u>2010</u>
2	Assets:
a	Market value 2a <u>2921863</u>
b	Actuarial value 2b <u>3068328</u>
3	Funding target/participant count breakdown
	(1) Number of participants (2) Funding Target
a	For retired participants and beneficiaries receiving payment 3a <u>49</u> <u>769167</u>
b	For terminated vested participants 3b <u>412</u> <u>2480930</u>
c	For active participants:
(1)	Non-vested benefits 3c(1) <u>0</u>
(2)	Vested benefits 3c(2) <u>232110</u>
(3)	Total active 3c(3) <u>27</u> <u>232110</u>
d	Total 3d <u>488</u> <u>3482207</u>
4	If the plan is at-risk, check the box and complete items (a) and (b) ☐
a	Funding target disregarding prescribed at-risk assumptions 4a
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor 4b
5	Effective interest rate 5 <u>6.72</u> %
6	Target normal cost 6 <u>0</u>

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	
Signature of actuary	Date
<u>WILLIAM E. ROBERTS</u>	<u>11-05427</u>
Type or print name of actuary	Most recent enrollment number
<u>TOWERS WATSON DELAWARE INC.</u>	<u>216-937-4000</u>
Firm name	Telephone number (including area code)
<u>1001 LAKESIDE AVENUE, SUITE 1900</u> <u>CLEVELAND, OH 44114-1172</u>	
Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2010
v.092308.1

Part II		Beginning of year carryover and prefunding balances	
		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	248951	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	26131	0
9	Amount remaining (Item 7 minus item 8).....	222820	0
10	Interest on item 9 using prior year's actual return of <u>26.76</u> %	59627	
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		0
b	Interest on (a) using prior year's effective rate of <u>8.13</u> %		0
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance.....		0
12	Reduction in balances due to elections or deemed elections.....	0	0
13	Balance at beginning of current year (item 9 + item 10 + item 11d – item 12).....	282447	0

Part III		Funding percentages	
14	Funding target attainment percentage.....	14	80.00 %
15	Adjusted funding target attainment percentage.....	15	80.00 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	91.45 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV		Contributions and liquidity shortfalls	
18 Contributions made to the plan for the plan year by employer(s) and employees:			
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	
Totals ►		18(b)	0
		18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contribution from prior years.....	19a	
b Contributions made to avoid restrictions adjusted to valuation date	19b	
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	0

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No

b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No

c If 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of Quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:				
a Segment rates:	1st segment: 5.03 %	2nd segment: 6.73 %	3rd segment: 6.82 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age				22 65
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	☒ Yes ☐ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	28	
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a).....	29	
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29)	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	0
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	557038	62270
b Waiver amortization installment		
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33).....	34	62270
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	62270	0
36 Additional cash requirement (item 34 minus item 35).....	36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	0
38 Interest-adjusted excess contributions for current year (see instructions).....	38	0
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	0
40 Unpaid minimum required contribution for all years	40	0

SCHEDULE D (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration		DFE/Participating Plan Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.		OMB No. 1210-0110 2010 This Form is Open to Public Inspection.	
For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010					
A Name of plan D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES				B Three-digit plan number (PN) ▶ 012	
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 THE GOODYEAR TIRE & RUBBER COMPANY AND CERTAIN SUBSIDIARIES				D Employer Identification Number (EIN) 34-0253240	
Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)					
a Name of MTIA, CCT, PSA, or 103-12 IE: GOODYEAR TIRE & RUBBER CO COMM TRST					
b Name of sponsor of entity listed in (a): THE GOODYEAR TIRE & RUBBER COMPANY					
c EIN-PN 34-1458060-001		d Entity code M		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 3254000	
a Name of MTIA, CCT, PSA, or 103-12 IE:					
b Name of sponsor of entity listed in (a):					
c EIN-PN		d Entity code		e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)	
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code**e** Dollar value of interest in MTIA, CCT, PSA, or
103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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SCHEDULE H (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110
		2010
		This Form is Open to Public Inspection

For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010		
A Name of plan D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES	B Three-digit plan number (PN) ►	012
C Plan sponsor's name as shown on line 2a of Form 5500 THE GOODYEAR TIRE & RUBBER COMPANY AND CERTAIN SUBSIDIARIES	D Employer Identification Number (EIN) 34-0253240	

Part I	Asset and Liability Statement
---------------	--------------------------------------

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	2922000	3254000
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	2922000	3254000

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	2922000	3254000
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Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income**a Contributions:**

		(a) Amount	(b) Total
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)		
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		0

b Earnings on investments:**(1) Interest:**

(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		0

(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		0

(3) Rents	2b(3)		
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(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		417000
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		417000

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	85000	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		85000
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions).....	2g		
h Interest expense.....	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		0
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		85000

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		332000
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: BOBER, MARKEY, FEDOROVICH & COMPANY

(2) EIN: 34-1523030

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. (2) ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

- 4** CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		40000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....		X	
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		X	
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

- 5a** Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If yes, enter the amount of any plan assets that reverted to the employer this year ☐ Yes ☒ No Amount:

- 5b** If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)

5b(2) EIN(s)	5b(3) PN(s)

SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Retirement Plan Information This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110 2010 This Form is Open to Public Inspection.
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For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

A Name of plan <u>D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES</u>	B Three-digit plan number (PN) ▶ <u>012</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>THE GOODYEAR TIRE & RUBBER COMPANY AND CERTAIN SUBSIDIARIES</u>	D Employer Identification Number (EIN) <u>34-0253240</u>

Part I	Distributions
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All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....	1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): <u>34-1713198</u> Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.	
3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....	3 <u>0</u>

Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
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4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ Yes	☒ No	☐ N/A
If the plan is a defined benefit plan, go to line 8.			
5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Month _____ Day _____ Year _____ If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.			
6 a Enter the minimum required contribution for this plan year	6a		
b Enter the amount contributed by the employer to the plan for this plan year	6b		
c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount).....	6c		
If you completed line 6c, skip lines 8 and 9.			
7 Will the minimum funding amount reported on line 6c be met by the funding deadline?	☐ Yes	☐ No	☐ N/A
8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?.....	☐ Yes	☐ No	☒ N/A

Part III	Amendments
-----------------	-------------------

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box.....	☐ Increase	☐ Decrease	☐ Both	☒ No
--	-----------------------------------	-----------------------------------	-------------------------------	--

Part IV	ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.
----------------	---

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....	☐ Yes	☐ No
11 a Does the ESOP hold any preferred stock?	☐ Yes	☐ No
b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.)	☐ Yes	☐ No
12 Does the ESOP hold any stock that is not readily tradable on an established securities market?	☐ Yes	☐ No

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2010
v.092308.1

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

d Date collective bargaining agreement expires (If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.) Month Day Year

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents)

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

- 14** Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	14a	
b The plan year immediately preceding the current plan year	14b	
c The second preceding plan year	14c	

- 15** Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	15a	
b The corresponding number for the second preceding plan year	15b	

- 16** Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	16a	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	16b	

- 17** If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

- 18** If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

- 19** If the total number of participants is 1,000 or more, complete items (a) through (c)

- a** Enter the percentage of plan assets held as:
 Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%
- b** Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more
- c** What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify): _____

THE GOODYEAR TIRE & RUBBER COMPANY
D.C.H., INC. RETIREMENT PLAN
FOR SALARIED EMPLOYEES

FINANCIAL STATEMENTS

December 31, 2010 and 2009

THE GOODYEAR TIRE & RUBBER COMPANY
D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES

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Note: Certain schedules normally required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because of the absence of the conditions under which they are required.



CERTIFIED PUBLIC ACCOUNTANTS/BUSINESS ADVISORS
A PROFESSIONAL CORPORATION

AKRON | CLEVELAND

INDEPENDENT AUDITORS' REPORT

Plan Administrator and Participants of
The Goodyear Tire & Rubber Company
D.C.H., Inc. Retirement Plan for Salaried Employees
Akron, Ohio

We were engaged to audit the financial statements of The Goodyear Tire & Rubber Company D.C.H., Inc. Retirement Plan for Salaried Employees (the "Plan") as of December 31, 2010 and 2009 and for the year ended December 31, 2010 as listed in the table of contents. These financial statements are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by The Northern Trust Company, the Custodian of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan Administrator that the Custodian holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained certifications from the Custodian as of December 31, 2010 and 2009 and for the year ended December 31, 2010, that the information provided to the Plan Administrator by the Custodian is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements taken as a whole. The form and content of the information included in the financial statements, other than that derived from the information certified by the Custodian, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Bober, Markey, Fedorovich & Company

BOBER, MARKEY, FEDOROVICH & COMPANY

September 30, 2011

THE GOODYEAR TIRE & RUBBER COMPANY
D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES
December 31, 2010 and 2009

Statements of Net Assets Available for Benefits

(Dollars in Thousands)

	December 31, 2010	December 31, 2009
Plan's Interest in Master Trust	\$ 3,254	\$ 2,922
Net Assets Available for Benefits	<u>\$ 3,254</u>	<u>\$ 2,922</u>

Statement of Changes in Net Assets Available for Benefits

(Dollars in Thousands)

	Year Ended December 31, 2010
Net Investment Gain from Plan's Interest in Master Trust	\$ 417
Benefits Paid to Participants or Their Beneficiaries	<u>(85)</u>
Net Increase	332
Net Assets Available for Benefits at Beginning of Year	<u>2,922</u>
Net Assets Available for Benefits at End of Year	<u>\$ 3,254</u>

The accompanying notes are an integral part of these financial statements.

THE GOODYEAR TIRE & RUBBER COMPANY
D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES
December 31, 2010 and 2009

Statements of Accumulated Plan Benefits

(Dollars in Thousands)	December 31, 2010	December 31, 2009
Actuarial Present Value of Accumulated Plan Benefits:		
Vested Benefits for:		
Current Employees	\$ 174	\$ 171
Retirees	739	655
Former Employees	2,049	1,846
	<u>\$ 2,962</u>	<u>\$ 2,672</u>

Statement of Changes in Accumulated Plan Benefits

(Dollars in Thousands)	Year Ended December 31, 2010
Actuarial Present Value of Accumulated Plan Benefits, December 31, 2009	\$ 2,672
(Decrease) Increase During the Year Attributable to:	
Benefit payments	(85)
Interest	223
Experience	152
Net Increase	<u>290</u>
Actuarial Present Value of Accumulated Plan Benefits, December 31, 2010	<u>\$ 2,962</u>

The accompanying notes are an integral part of these financial statements.

THE GOODYEAR TIRE & RUBBER COMPANY
D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES
NOTES TO FINANCIAL STATEMENTS
December 31, 2010 and 2009

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Dissolution of Original Plan Sponsor

On October 1, 1990, D.C.H., Inc., the former sponsor and administrator of the D.C.H., Inc. Retirement Plan for Salaried Employees (the "Plan") and a subsidiary of The Goodyear Tire & Rubber Company (the "Company" or "Goodyear"), was dissolved, and the Company assumed the responsibilities of the Plan Sponsor and Plan Administrator. No additional benefits have been or will be accrued under this Plan after September 30, 1990. All other aspects of the Plan remain unchanged. Employees of D.C.H., Inc. on October 1, 1990, became employees of the Company. Benefit accruals after September 30, 1990 for these employees were covered under other plans sponsored by the Company.

Trust Assets

The Plan participates in a Master Trust where Wingfoot Corporation acts as the Trustee and The Northern Trust Company (the "Custodian") acts as the Custodian for the Master Trust. The Master Trust holds investments for pension plans sponsored by the Company and Certain Subsidiaries. As of December 31, 2010 and 2009, the Plan's interest in the Master Trust was 0.09%. See discussion of significant accounting policies related to the Master Trust in Note 6.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits include benefits expected to be paid to:

- a) Retired or terminated employees or their beneficiaries.
- b) Beneficiaries of employees who died while in active service.

The actuarial present value of accumulated plan benefits is determined by Towers Watson, consulting actuaries, using actuarial assumptions to reflect the time value of money and the probability that a benefit payment will be made between the valuation date and the expected payment date.

The significant actuarial assumptions used in the valuation of accumulated plan benefits as of December 31, 2010 and 2009 were:

- a) Life Expectancy - The mortality basis is based on the mortality experience of the Goodyear Salaried non-disabled population for the period 2002-2006.
- b) Retirement Age - Age 65.
- c) Discount Rate - Obligations of the Plan are assumed to be settled at a rate of 8.50%.

THE GOODYEAR TIRE & RUBBER COMPANY
D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES
NOTES TO FINANCIAL STATEMENTS
December 31, 2010 and 2009

Contributions and Funding

Annual Company contributions to the Plan are made based upon actuarially determined amounts. During the 2010 Plan year, no Company contributions were required, as determined by the minimum funding requirements, specified in the Employee Retirement Income Security Act of 1974 ("ERISA"). Company contributions are recognized as they accrue.

Expenses

All expenses incurred in the asset custody and management of the Plan are charged to and paid by the Master Trust. Other administrative expenses of the Plan are paid by the Company.

Basis of Accounting

The accompanying financial statements are prepared on the accrual basis of accounting.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, disclosure of contingent assets and liabilities, and the actuarial present value of accumulated plan benefits at the date of the financial statements. Actual results could differ from those estimates.

Investments in partnership interests within the Master Trust are not traded on an active market; therefore, the values of these investments as of any particular date are not necessarily indicative of amounts that may ultimately be realized as a result of future sales or other dispositions. The estimated values may differ significantly from the values that would have been used had an active market for the securities existed.

Benefit Payments

Benefit payments to participants are recorded upon distribution.

Reclassification

For comparability, certain amounts in the 2009 financial statements have been reclassified to conform to the 2010 financial statement presentation.

Subsequent Events

The Plan has evaluated subsequent events through September 30, 2011, the date the financial statements were available to be issued. There were no subsequent events which required recognition or disclosure in the financial statements.

THE GOODYEAR TIRE & RUBBER COMPANY
D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES
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NOTE 2 - GENERAL DESCRIPTION AND OPERATION OF THE PLAN

The following brief description of the Plan is provided for general information purposes only. Participants should refer to the Plan agreement for more complete information. The Plan is subject to the provisions of ERISA.

Participation and Benefits

The Plan is a defined benefit plan covering former salaried employees of D.C.H., Inc. The Plan provides for pension, death, disability, service and separation benefits calculated under formulas principally based on length of service and earnings through September 30, 1990. Participants may elect to receive their pension benefits in a normal retirement annuity or a joint and survivor annuity. Former participants in the Pension Plan for Employees of Petrolane, Incorporated, may elect a lump sum distribution of the present value of their accrued benefit which will be limited to \$10,000, as permitted by government regulations.

Normal retirement age is 65; however, early retirement provisions are available to employees who have attained age 55 and have completed at least ten years of continuous service, or to employees when the number of full years of the employee's age plus the number of full years of the employee's continuous service equals at least 70.

Vesting

Pension benefits are fully vested.

Termination Provisions

The Company anticipates and believes that the Plan will continue without interruption but reserves the right to discontinue the Plan. As stated in the Plan, in the event that such discontinuance results in the termination of the Plan:

- a) The trust fund shall serve to discharge any liability presently incurred and the net assets shall be applied for the exclusive benefit of the participants and beneficiaries of the Plan, provided that after satisfaction of all liabilities, residual assets of the Plan are distributable to the Company, or to other plans within the Master Trust.
- b) To the extent unfunded vested benefits exist, benefits up to specified limitations are insured by the Pension Benefit Guaranty Corporation.

NOTE 3 - TAX STATUS

The Internal Revenue Service has determined and informed the Company by a letter dated August 18, 2003 that the Plan is qualified and the trust established for the Plan is exempt from Federal Income Tax under the appropriate Sections of the Internal Revenue Code ("IRC"). The Plan has been amended since

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receiving the determination letter. However, the Company and Plan's tax counsel believe the Plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, no provision for income taxes has been included in the Plan's financial statements. On January 31, 2011, the Plan filed a request for an updated determination letter consistent with the new remedial amendment period filing cycles instituted by the Internal Revenue Service. The Company has not yet received a letter determining the status of the Plan based on such filing.

NOTE 4 - FINANCIAL DATA CERTIFIED BY THE NORTHERN TRUST COMPANY

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, all investment information is certified complete and accurate or derived from information certified complete and accurate by the Custodian, with the exception of partnership interests within the Master Trust as of December 31, 2010 and 2009. As of December 31, 2010 and 2009, the fair value of these investments within the Master Trust was \$274,258,070 and \$220,238,170, respectively, with related net appreciation of \$29,593,752 for the year ended December 31, 2010. The Plan's interest in the Master Trust which holds these investments was 0.09% as of December 31, 2010 and 2009.

NOTE 5 - PARTY-IN-INTEREST

Certain Plan investments are managed by the Custodian and, therefore, these transactions are party-in-interest transactions. Fees are paid by the Master Trust for asset custody and management to parties-in-interest. These fees are pursuant to arrangements exempted from the prohibited transactions rules.

NOTE 6 - MASTER TRUST

Investment Valuation and Income Recognition

The investments of the Plan are reported at fair value. The fair value of the Plan's interest in the Master Trust is based on the beginning of the year value in the trust plus actual contributions and allocated investment income (loss) less actual distributions and allocated administrative expenses. The fair value of investments held by the Master Trust is the price that would be received to sell an asset in an orderly transaction between market participants at the measurement date (See Note 1). Investment income (loss) and administrative expenses relating to the Master Trust are allocated to the Plan based on the Plan's undivided interest in the Master Trust.

THE GOODYEAR TIRE & RUBBER COMPANY
D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES
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Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Master Trust's gains and losses on investments bought and sold as well as held during the year.

Partnership Interests

At December 31, 2010 and 2009, the Master Trust had investments of \$274,258,070 and \$220,238,170, respectively, in partnership interests. These partnership interests include \$144,114,649 and \$110,109,991, respectively, in venture, buyout and special situation private equity funds which cannot be redeemed and are liquidated over the stated life of the fund. At December 31, 2010 and 2009, the Master Trust had \$132,000,000 and \$122,000,000, respectively, in unfunded commitments related to these investments. Additionally, the partnership interests consist of \$130,143,421 and \$110,128,179, respectively, at December 31, 2010 and 2009, in an enhanced equity investment partnership which can generally be redeemed on a quarterly basis with one month notice.

Financial Instruments

Certain investment managers retained by the Master Trust are authorized to use derivative financial instruments within specific guidelines established by the Company. Interest rate, foreign exchange and credit contracts are held to manage the risk inherent in certain investments. Equity contracts are held as an alternative to purchasing securities. The Company has established a control environment which includes policies and procedures for risk assessment and the approval, reporting, and monitoring of derivative financial instruments. The counterparties to the Master Trust's derivative financial instrument contracts are substantial and credit worthy multinational commercial banks or other financial institutions. Neither the risks of counterparty nonperformance nor the economic consequence of counterparty non-performance associated with these contracts are considered by the Company to be significant. In addition, the Master Trust does not anticipate any material adverse effect on its financial position resulting from its involvement in these instruments. The notional amounts generally exceed the cash requirements relating to the financial instruments. The Plan's share of the net fair value of derivative financial instruments is included in the Plan's Interest in Master Trust in the Statements of Net Assets Available for Benefits. The Plan's share of the income and realized and unrealized gains and losses resulting from derivative financial instruments is included in Net Investment Gain from Plan's Interest in Master Trust in the Statement of Changes in Net Assets Available for Benefits.

The following tables present the notional market value and fair value of asset and liability derivative financial instruments at December 31, 2010 and 2009 (Dollars in Thousands):

THE GOODYEAR TIRE & RUBBER COMPANY
D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES
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December 31, 2010

	<u>Notional Market Value</u>	<u>Fair Value</u>
<u>Asset Derivatives</u>		
Interest Rate Contracts	\$ 11,411	\$ 377
Equity Contracts	-	-
Credit Contracts	-	1,190
	<u>\$ 11,411</u>	<u>1,567</u>
<u>Liability Derivatives</u>		
Interest Rate Contracts	\$ (611)	(1,556)
Equity Contracts	128,996	-
Credit Contracts	-	(412)
	<u>\$ 128,385</u>	<u>(1,968)</u>
Net Fair Value		<u>\$ (401)</u>

December 31, 2009

	<u>Notional Market Value</u>	<u>Fair Value</u>
<u>Asset Derivatives</u>		
Interest Rate Contracts	\$ 7,120	\$ 262
Foreign Exchange Contracts	-	55
Equity Contracts	-	52
Credit Contracts	-	958
	<u>\$ 7,120</u>	<u>1,327</u>
<u>Liability Derivatives</u>		
Interest Rate Contracts	\$ 2,908	(855)
Foreign Exchange Contracts	-	(4)
Equity Contracts	123,899	(14)
Credit Contracts	-	(496)
	<u>\$ 126,807</u>	<u>(1,369)</u>
Net Fair Value		<u>\$ (42)</u>

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D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES
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The following table presents the net appreciation (depreciation) in fair value of derivative financial instruments for the year ended December 31, 2010 (Dollars in Thousands):

Interest Rate Contracts	\$ (1,443)
Foreign Exchange Contracts	668
Equity Contracts	16,244
Credit Contracts	(1,013)
	<u>\$ 14,456</u>

Securities Lending

The Master Trust participates in The Northern Trust Company Securities Lending Program under which The Northern Trust Company as Custodian and Agent is authorized to lend securities of the Master Trust, as part of a pool of securities from other participating lenders, to borrowers selected by the Custodian and approved by the Trustee. Under the terms of the program, participating lenders receive cash, letters of credit, or government securities as collateral for loans of their securities, which must be equal to or greater than 103% of the market value of the borrowed securities. The amount of Master Trust securities on loan is capped at ten percent of lendable investments. The market value of the borrowed securities and collateral are revalued daily and the borrower is required to deliver additional collateral when necessary to meet the minimum requirements. Cash collateral received by the Custodian is invested in obligations issued by the U.S. Government, corporate bonds, and certain other instruments that meet The Northern Trust Company Securities Lending Program's guidelines intended to maximize current income, while maintaining the preservation of capital and maintenance of liquidity. Upon termination of the loan, the borrower is required to return loaned securities in exchange for the return of the related collateral. The Master Trust realized \$383,284 of additional net gain from these activities during 2010. The Trustee does not anticipate any material adverse effect on the financial position of the Master Trust resulting from its involvement in The Northern Trust Company Securities Lending Program.

Master Trust Net Assets

The following provides a summary of the Master Trust net assets at December 31, 2010 and 2009 and changes in net assets for the year ended December 31, 2010:

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Statements of Net Assets Available for Benefits - Master Trust
(Dollars in Thousands)

	December 31, 2010	December 31, 2009
Assets		
Investments:		
Cash and Short Term Securities	\$ 58,793	\$ 143,772
Common and Preferred Stock	749,040	1,230,118
Corporate Bonds	334,354	335,391
Government Bonds	338,837	324,924
Partnership Interests	274,258	220,238
Common/Collective Trusts	1,500,668	580,059
103-12 Investment Entities	189,723	281,471
Mutual Funds	46,080	44,476
Derivative Financial Instruments	(401)	(42)
Asset Backed Securities	46,880	27,328
Real Estate	20,879	17,747
Other	-	204
	<u>3,559,111</u>	<u>3,205,686</u>
Investments on Loan Under Securities Lending Program:		
Common and Preferred Stock	73,836	104,107
Corporate Bonds	15,546	9,101
U.S. Government Securities	26,706	43,038
	<u>116,088</u>	<u>156,246</u>
Total Investments	<u>3,675,199</u>	<u>3,361,932</u>
Receivables:		
Pending Trades	17,041	29,014
Accrued Income and Reimbursements	61,496	45,175
	<u>78,537</u>	<u>74,189</u>
Total Assets	<u>3,753,736</u>	<u>3,436,121</u>
Liabilities:		
Pending Trades	(32,419)	(15,221)
Accrued Expenses	(2,485)	(3,415)
Total Liabilities	<u>(34,904)</u>	<u>(18,636)</u>
Securities Lending Program:		
Investment of Collateral Under Securities Lending Program	119,550	161,481
Payable for Collateral Under Securities Lending Program	(119,550)	(161,481)
Collateral Impairment	-	(343)
	<u>-</u>	<u>(343)</u>
Net Assets Available for Benefits	<u>\$ 3,718,832</u>	<u>\$ 3,417,142</u>

THE GOODYEAR TIRE & RUBBER COMPANY
D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES
NOTES TO FINANCIAL STATEMENTS
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Statement of Changes in Net Assets Available for Benefits - Master Trust
Year Ended December 31, 2010
(Dollars in Thousands)

Contributions	\$ 219,234
Investment Gain:	
Interest	31,072
Dividends	22,447
Net Appreciation in Fair Value of Investments	431,083
	<u>484,602</u>
Securities Lending:	
Gross Income	403
Rebates Paid	(20)
	<u>383</u>
Benefits Paid to Participants or Their Beneficiaries	(391,923)
Administrative Expenses	(10,606)
	<u>(402,529)</u>
Net Increase	301,690
Net Assets Available at Beginning of Year	<u>3,417,142</u>
Net Assets Available for Benefits at End of Year	<u><u>\$ 3,718,832</u></u>

During 2010, the Master Trust's investments appreciated in fair value by \$431,082,903, which was due to realized and unrealized (losses) gains related to the following types of investments (Dollars in Thousands):

	Year Ended December 31, 2010
Cash and Short Term Securities	\$ 761
Common and Preferred Stock	86,161
Corporate Bonds	18,051
Government Bonds	13,627
Partnership Interests	29,594
Common/Collective Trusts	204,829
103-12 Investment Entities	56,233
Mutual Funds	1,045
Derivative Financial Instruments	14,456
Asset Backed Securities	2,673
Real Estate	3,821
Other	(168)
	<u><u>\$ 431,083</u></u>

THE GOODYEAR TIRE & RUBBER COMPANY
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Fair Value Measurements

Assets and liabilities measured at fair value are classified using the following hierarchy, which is based upon the transparency of inputs to the valuation as of the measurement date.

- Level 1 – Valuation is based upon quoted prices (unadjusted) for identical assets or liabilities in active markets.
- Level 2 – Valuation is based upon quoted prices for similar assets and liabilities in active markets, or other inputs that are observable for the assets or liability, either directly or indirectly, for substantially the full term of the financial instrument.
- Level 3 – Valuation is based upon other unobservable inputs that are significant to the fair value measurement.

The classification of fair value measurements within the hierarchy is based upon the lowest level of input that is significant to the measurement. Valuation methodologies used for assets and liabilities measured at fair value are as follows:

Cash and Short Term Securities: Cash and cash equivalents consist of U.S. and foreign currencies. Foreign currencies are reported in U.S. dollars based on currency exchange rates readily available in active markets.

Common and Preferred Stock: Valued at the closing price reported on the active market on which the individual securities are traded.

Corporate and Government Bonds and Asset Backed Securities: Valued based on institutional bid evaluations using proprietary models.

Partnership Interests: Valued based on valuations using the partnership's available financial statements coinciding with the Plan's year-end.

Common/Collective Trusts and 103-12 Investment Entities: Valued at the net asset value of units held at year end, as determined by a pricing vendor or the fund family. Common/collective trusts invested in equity securities and 103-12 investment entities are invested to earn returns that match or exceed U.S. equity indexes. Common/collective trusts invested in debt securities are invested to earn returns that match or exceed U.S. fixed income indexes.

Mutual Funds: Valued at the net asset value of shares held at year end, as determined by the closing price reported on the active market on which the individual securities are traded, or pricing vendor or fund family if an active market is not available. Mutual funds invested in equity securities are invested to earn returns that match or exceed U.S. equity indexes. Mutual funds invested in debt securities are invested to earn returns that match or exceed U.S. fixed income indexes.

Derivative Financial Instruments: Primarily valued using independent pricing sources which utilize industry standard derivative valuation models.

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Real Estate: Real estate investment trusts are valued at the closing price reported on the active market on which the individual securities are traded.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumption to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth by level, within the fair value hierarchy, the Master Trust's investments at fair value as of December 31, 2010 and 2009:

December 31, 2010				
(Dollars in Thousands)	Level 1	Level 2	Level 3	Total
Cash and Short Term Securities	\$ 57,293	\$ 1,500	\$ -	\$ 58,793
Common and Preferred Stock				
U.S. Companies	84,581	-	412	84,993
Non-U.S. Companies	728,639	9,244	-	737,883
Corporate Bonds	-	349,900	-	349,900
Government Bonds	-	365,543	-	365,543
Partnership Interests	-	130,143	144,115	274,258
Common/Collective Trusts				
Equity Securities	-	1,134,379	-	1,134,379
Debt Securities	-	366,289	-	366,289
103-12 Investment Entities	-	189,723	-	189,723
Mutual Funds				
Equity Securities	264	14,363	-	14,627
Debt Securities	-	31,453	-	31,453
Derivative Financial Instruments	(22)	(379)	-	(401)
Asset Backed Securities	-	45,480	1,400	46,880
Real Estate	20,879	-	-	20,879
Total Investments at Fair Value	<u>\$ 891,634</u>	<u>\$ 2,637,638</u>	<u>\$ 145,927</u>	<u>\$ 3,675,199</u>

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December 31, 2009				
(Dollars in Thousands)				
	Level 1	Level 2	Level 3	Total
Cash and Short Term Securities	\$ 126,483	\$ 17,289	\$ -	\$ 143,772
Common and Preferred Stock				
U.S. Companies	644,096	-	479	644,575
Non-U.S. Companies	676,485	13,165	-	689,650
Corporate Bonds	-	339,691	4,801	344,492
Government Bonds	-	366,962	1,000	367,962
Partnership Interests	-	110,128	110,110	220,238
Common/Collective Trusts				
Equity Securities	-	301,817	-	301,817
Debt Securities	-	277,929	313	278,242
103-12 Investment Entities	-	281,471	-	281,471
Mutual Funds				
Equity Securities	182	12,648	-	12,830
Debt Securities	-	31,646	-	31,646
Derivative Financial Instruments	18	(107)	47	(42)
Asset Backed Securities	-	25,763	1,565	27,328
Real Estate	17,747	-	-	17,747
Other	-	-	204	204
Total Investments at Fair Value	<u>\$ 1,465,011</u>	<u>\$ 1,778,402</u>	<u>\$ 118,519</u>	<u>\$ 3,361,932</u>

The following table sets forth a summary of changes in fair value of the Master Trust's Level 3 investments for the year ended December 31, 2010:

(Dollars in Thousands)				
	Corporate Bonds	Partnership Interests	Asset Backed Securities	Other
Balance, Beginning of Year	\$ 4,801	\$ 110,110	\$ 1,565	\$ 2,043
Realized Gains (Losses)	-	3,711	-	(433)
Unrealized Gains Relating to Investments Still Held at the Reporting Date	-	3,988	-	282
Purchases, Sales, Issuances and Settlements (net)	-	26,306	1,400	(480)
Transfers out of Level 3	(4,801)	-	(1,565)	(1,000)
Balance, End of Year	<u>\$ -</u>	<u>\$ 144,115</u>	<u>\$ 1,400</u>	<u>\$ 412</u>

THE GOODYEAR TIRE & RUBBER COMPANY
D.C.H., INC. RETIREMENT PLAN FOR SALARIED EMPLOYEES
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Changes in Fair Value Levels

The availability of observable market data is monitored to assess the appropriate classification of financial instruments within the fair value hierarchy. Changes in economic conditions or model-based valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period.

The Plan evaluated the significance of transfers between levels based upon the nature of the financial instrument and size of the transfer relative to total Master Trust net assets available for benefits. For the year ended December 31, 2010, there were no significant transfers in or out of levels 1, 2 or 3.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22
Description of Weighted Average Retirement Age
as of January 1, 2010

See Schedule SB, Part V for retirement rates. The average retirement age for Line 22 is assumed to be age 65, which is the plan's normal retirement age.

Plan Name: D.C.H., Inc. Retirement Plan for Salaried Employees
EIN / PN: 34-0253240 / 012
Plan Sponsor: The Goodyear Tire & Rubber Company
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 25 Change in Method

The interest rate assumption has been changed from the full yield curve approach using the October lookback month to the three-segment approach using the September lookback month. The corresponding effective interest rate changed from 8.13% to 6.72%.

The valuation software used to produce the actuarial information submitted on this schedule has been refined to reflect evolving understanding of PPA requirements, and such modifications may be considered to be a method change. The percentage changes in funding target, target normal cost and plan assets due to the refinements in the software are each less than 2% (disregarding the effects of any changes that are automatically approved under final IRC 430 regulations), and the modifications to the software were designed to produce results no less accurate than the results produced by the software prior to the change. Therefore the change in funding method due to a change in valuation software receives automatic approval under IRS Announcement 2010-3.

Plan Name: D.C.H., Inc. Retirement Plan for Salaried Employees
EIN / PN: 34-0253240 / 012
Plan Sponsor: The Goodyear Tire & Rubber Company
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26 Schedule of Active Participant Data as of January 1, 2010

Attained Age	Years of Credited Service															
	Under 1		1 to 4		5 to 9		10 to 14		15 to 19		20 to 24		25 to 29		30 to 34	
	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.	No.	Avg. Comp.
Under 25	0		0		0		0		0		0		0		0	
25 - 29	0		0		0		0		0		0		0		0	
30 - 34	0		0		0		0		0		0		0		0	
35 - 39	0		0		0		0		0		0		0		0	
40 - 44	0		5		0		0		0		0		0		0	
45 - 49	2		4		0		0		0		0		0		0	
50 - 54	0		6		0		0		0		0		0		0	
55 - 59	0		6		0		0		0		0		0		0	
60 - 64	1		3		0		0		0		0		0		0	
65 - 69	0		0		0		0		0		0		0		0	
70 & Over	0		0		0		0		0		0		0		0	

Plan Name: D.C.H., Inc. Retirement Plan for Salaried Employees
 EIN / PN: 34-0253240 / 012
 Plan Sponsor: The Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 32 Schedule of Amortization Bases as of January 1, 2010

Type of Base	Date Established	Initial Amount	Remaining Amortization Period (Years)	Outstanding Balance	Amortization Payment
1 Shortfall	01/01/2010	214,742	7	214,742	36,139
2 Shortfall	01/01/2009	321,413	8	342,296	26,131
Total				557,038	62,270

The shortfall amortization installment for the 2009 plan year has been determined in accordance with the requirements of Section 303(c)(2)(D)(ii) of ERISA (the 2+7 amortization schedule) as made available as funding relief under the Preservation of Access to Care for Medicare Beneficiaries and Pension Relief Act of 2010.

Plan Name: D.C.H., Inc. Retirement Plan for Salaried Employees
EIN / PN: 34-0253240 / 012
Plan Sponsor: The Goodyear Tire & Rubber Company
Valuation Date: January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Principal Plan Provisions

Plan Sponsor

The Goodyear Tire & Rubber Company

Plan

D.C.H., Inc. Retirement Plan for Salaried Employees

Effective Date and Most Recent Amendment

Adopted March 31, 1987 with an effective date of April 1, 1986; most recently amended September 30, 1990, retroactively effective on January 1, 1989.

Plan Year

The twelve-month period ending December 31, 2010.

Coverage and Participation

A domestic Salaried employee hired before October 1, 1990 becomes a participant on the later of April 1, 1986 or date of hire.

Continuous Service

The time period from date of hire to date of severance, or normal retirement date if earlier, computed to the nearest 1/12th of a year. For purposes of determining the amount of a pension, employment prior to April 1, 1986 or after September 30, 1990 is not considered.

Normal Retirement Benefit

Eligibility: Age 65

Benefit: (i) plus (ii), if applicable, as follows:

- (i) Future Service Pension: A monthly amount equal to 1/12 of the aggregate benefit accrued each Plan Year from April 1, 1986 through September 30, 1990 under the following formula:

Plan Name:	D.C.H., Inc. Retirement Plan for Salaried Employees
EIN / PN:	34-0253240 / 012
Plan Sponsor:	The Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2010

SCHEDULE SB ATTACHMENTS

- a. 0.75% of earnings up to the integration level, plus
- b. 2.15% of earnings in excess of the integration level

The integration levels for each Plan Year are:

1986	\$	27,100
1987		27,500
1988		28,700
1989		29,800
1990		31,200

The accruals for the 1989 and 1990 Plan Years shall not be less than:

- a. 0.75% of earnings up to the integration level, plus
- b. 1.15% of earnings in excess of the integration level, where the integration level is \$29,694 for 1989 and \$31,200 for 1990.

- (ii) Petrolane Service Pension: A monthly amount equal to the accrued benefit as of March 31, 1986 as provided in Schedule I of the Plan document.

Early Retirement Benefit

Eligibility: Age 55 with 10 years of Continuous Service; or age 55 with attained age plus full years of Continuous Service equaling at least 70.

Benefit: The accrued normal retirement benefit reduced by 1/15th for each of the first five years and by 1/30th for each of the next five years by which the benefit commencement date precedes the employee's 65th birthday.

Vested Benefits Upon Termination of Service

Eligibility: Any age with 5 years of Continuous Service.

Benefit: The accrued normal retirement benefit, commencing at age 65. For participants with 10 years of service, payments may begin as early as age 55, reduced by 1/15th for each of the first five years and by 1/30th for each of the next five years by which the benefit commencement date precedes the employee's 65th birthday.

Pre-retirement Benefit: Upon death prior to commencement of benefits, the surviving spouse will receive, commencing upon the later of the participant's date of death or 55th birthday, 50% of the benefit the participant would have received had he then retired with the Special 50% Joint and Survivor Option in effect. The otherwise payable deferred vested benefit will be reduced by 0.2% for each year that the coverage is in effect prior to age 55, and 0.6% for each year thereafter. This reduction is not applied to the Petrolane Service Pension.

Plan Name:	D.C.H., Inc. Retirement Plan for Salaried Employees
EIN / PN:	34-0253240 / 012
Plan Sponsor:	The Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2010

SCHEDULE SB ATTACHMENTS

Death Benefits

Upon the death of an employee with 5 years of Continuous Service, the surviving spouse will receive, commencing upon the later of the participant's date of death or earliest retirement date, 50% of the benefit the participant would have received had he then retired with the special 50% Joint and Survivor option in effect.

Forms of Payment

If the participant does not elect an option or file a written revocation, retirement benefits will be paid on the Special 50% Joint and Survivor basis or the Special 75% Joint and Survivor basis if married at benefit commencement, or on a life only basis if unmarried. Available options are: Option A - Joint and Survivor (spouse only) and Option B - Period Certain (5, 10, 15 or 20 years certain).

Lump sum payments are available to employees with Petrolane Service Pensions if the present value of the total benefit under the plan is not in excess of \$10,000. In addition, employees with Petrolane Service Pensions may be entitled to certain lump sums payments according to the provisions of the Texas Eastern Transmission Corporation Retirement Plan in effect on March 31, 1986.

Changes in Plan Provisions since Last Actuarial Valuation

There have been no changes in the principal provisions of the plan since the prior valuation.

Plan Name:	D.C.H., Inc. Retirement Plan for Salaried Employees
EIN / PN:	34-0253240 / 012
Plan Sponsor:	The Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions and Methods

Plan Sponsor

The Goodyear Tire & Rubber Company

EIN/PN

34-0253240/012

Discount Rates for Funding

Current plan year PPA effective interest rate: 6.72%

Prior plan year PPA effective interest rate: 8.13%

Current Year Elections:

Rate Format: 3-Segment Rates

Applicable Month: September

Transition election: No

Segment rates: 5.03% for first five years; 6.73% for next 15 years; 6.82% thereafter

Discount Rate for FAS 35

8.50%

Assumed cost of living adjustments

None

Inclusion date

The valuation date coincident with or next following the date on which the employee becomes a participant.

Administrative expenses

No administrative expenses are paid from the trust. The Company has determined that investment fees will not be considered plan-related expenses, pending guidance from the IRS.

Mortality

For all participants: The prescribed mortality assumption under Section 430(h)(3)(A) of the Internal Revenue Code using static tables with separate mortality rates for annuitants and non-annuitants.

Plan Name:	D.C.H., Inc. Retirement Plan for Salaried Employees
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SCHEDULE SB ATTACHMENTS

Retirement

Age 65 or attained age plus one year if later, for both employees and vested terminated participants.

Disability rates (per 100 employees)

The incidence of disability has been accounted for in the withdrawal rates.

Compensation increases

Not applicable because there are no future accruals.

Future increases in Social Security

Not applicable.

Future increases in Maximum Benefits and Plan Compensation Limitations

Accrued benefits projected to be paid in future years are limited to the maximum presently allowed under IRC Section 415. Plan compensation is limited to the maximum presently allowed under IRC Section 401(a)(17). No provision is made for future increases in the maximum annual benefit or compensation limit.

Representative termination rates not due to disability, retirement or mortality

The valuation includes Plan participants only, for whom a heavy rate of withdrawal has been assumed. The following rates are illustrative:

Attained Age	Percentage leaving during the year	
	Males	Females
20	37.5%	62.5%
30	17.4	24.9
40	7.3	12.4
50	1.9	4.7
55	Nil	1.9

Form of payment

Participants are assumed to elect the normal form.

Plan Name: D.C.H., Inc. Retirement Plan for Salaried Employees
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Marriage

For purposes of valuing the pre-retirement surviving spouse's benefit, 85% of male participants and 50% of female participants are assumed to be married.

Employees

It is assumed that there will be no new or rehired employees.

Asset method

The asset method is three-year smoothing with assumed return. Under this method, the valuation assets are equal to the average of three values (all determined without regard to receivable contributions), the result increased by the discounted present value of contributions expected to be made after the valuation date based on the prior plan year PPA effective interest rate. This amount is then subject to a 10% corridor around the market value of assets (including the discounted present value of receivable contributions) as of the valuation date. The three values used to develop the average value are: the market value of assets as of the current valuation date, the adjusted market value of assets as of the prior valuation date and the adjusted market value of assets as of the second prior valuation date. The adjusted market value as of a relevant valuation date is equal to the market value of assets as of the prior valuation date increased by actual plan contributions and assumed return on plan assets and decreased by actual plan disbursements after that date until the current valuation date. The assumed rate of return on plan assets for the prior plan year (pursuant to IRS Notice 2009-22) was 6.69%, which is the lesser of the anticipated rate of return on assets for the plan year, equal to 8.50%, and the applicable limitation for the plan year, equal to 6.69%. The assumed rate of return on plan assets for the second prior plan year (pursuant to IRS Notice 2009-22) was 6.40%, which is the lesser of the anticipated rate of return on assets for the plan year, equal to 8.50%, and the applicable limitation for the plan year, equal to 6.40%. The algebraically equivalent development of this method (pursuant to IRS Notice 2009-22) is shown in Section 2.4. Because expected investment returns under this method are limited under WRERA, over time it is more likely to produce an actuarial value that is expected to be less than the market value of assets.

Participant data

Employee data as of January 1, 2010 were supplied by The Goodyear Tire & Rubber Company.

Tax policy

The actuarial valuation performed for the plan year ending December 31, 2010 is used to determine the maximum deductible contribution for the tax year ending December 31, 2010.

Benefits not included in valuation

We believe that we have reflected all significant Plan provisions in this valuation.

Plan Name:	D.C.H., Inc. Retirement Plan for Salaried Employees
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Valuation Date:	January 1, 2010

SCHEDULE SB ATTACHMENTS

Nature of actuarial calculations

The results documented in this report are estimates based on data that may be imperfect and on assumptions about future events. Certain plan provisions may be approximated or deemed insignificant and therefore are not valued. Assumptions may be made about participant data or other factors. Reasonable efforts were made in this valuation to ensure that items that are significant in the context of the actuarial liabilities or costs are treated appropriately, and not excluded or included inappropriately.

A range of results, different from those presented in this report could be considered reasonable. The numbers are not rounded, but this is for convenience only and should not imply a level of precision beyond that which is inherent in actuarial calculations. Certain percentages determined in this report, such as the Funding Target Attainment Percentage, are truncated to be consistent with the instructions for Schedule SB of the Form 5500.

The assumptions selected for this valuation other than those prescribed by law, generally reflect long-term average expectations. If overall future plan experience is less favorable than assumed, the relative level of plan costs or contribution requirements determined in this valuation will likely increase in future valuations. Future actuarial measurements may differ significantly from the current measurements presented in this report due to such factors as the following: plan experience differing from that anticipated by the economic or demographic assumptions; increases or decreases expected as part of the natural operation of the methodology used for the measurements (such as the end of an amortization period); and changes in plan provisions or applicable law. It is beyond the scope of this actuarial valuation to analyze the potential range of future pension contributions, but we can do so upon request.

Funding Relief Election

The Company has not elected to use funding relief for the 2010 plan year.

Plan Name:	D.C.H., Inc. Retirement Plan for Salaried Employees
EIN / PN:	34-0253240 / 012
Plan Sponsor:	The Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2010

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	The Goodyear Tire & Rubber Company
EIN/PN	34-0253240/012
Plan Name	D.C.H., Inc. Retirement Plan for Salaried Employees
Valuation Date	January 1, 2010
Enrolled Actuary	William E. Roberts
Enrollment Number	11-05427

The actuarial assumptions that are not mandated by IRC § 430 and regulations, represent the enrolled actuary's best estimate of anticipated experience under the plan, subject to the following conditions:

The actuarial valuation, on which the information in this Schedule SB is based, has been prepared in reliance upon the employee and financial data furnished by the plan administrator and the trustee. The enrolled actuary has not made a rigorous check of the accuracy of this information but has accepted it after reviewing it and concluding it is reasonable in relation to similar information furnished in previous years. The amounts of contributions and dates paid shown in Item 18 of Schedule SB were listed in reliance on information provided by the plan administrator and/or trustee.

Plan Name:	D.C.H., Inc. Retirement Plan for Salaried Employees
EIN / PN:	34-0253240 / 012
Plan Sponsor:	The Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2010

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2010 This Form is Open to Public Inspection
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For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010

► Round off amounts to nearest dollar.

► Caution: A penalty of \$1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan D.C.H., Inc. Retirement Plan for Salaried Employees	B Three-digit plan number (PN) <u>012</u> D Employer Identification Number (EIN) The Goodyear Tire & Rubber Company and Certain Subsidiaries 34-0253240
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF The Goodyear Tire & Rubber Company and Certain Subsidiaries	
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B ☐ Other F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500	

Part I Basic Information			
1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2010</u>			
2 Assets:			
a Market value	2a	2,921,863	
b Actuarial value	2b	3,068,328	
3 Funding target/participant count breakdown		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment	3a	49	769,167
b For terminated vested participants	3b	412	2,480,930
c For active participants:			
(1) Non-vested benefits	3c(1)		0
(2) Vested benefits	3c(2)		232,110
(3) Total active	3c(3)	27	232,110
d Total	3d	488	3,482,207
4 If the plan is at-risk, check the box and complete items (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	6.72 %	
6 Target normal cost	6	0	

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	William E. Roberts <i>WR</i> Signature of actuary William E. Roberts Type or print name of actuary Towers Watson Delaware Inc. Firm name 1001 LAKESIDE AVENUE, SUITE 1900 Cleveland OH 44114-1172 Address of the firm	September 30, 2011 Date 11-05427 Most recent enrollment number (216) 937-4000 Telephone number (including area code)
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If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500 or 5500-SF.

Schedule SB (Form 5500) 2010
v.092308.1

Part II Beginning of year carryover and prefunding balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	248,951	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	26,131	0
9	Amount remaining (Item 7 minus item 8)	222,820	0
10	Interest on item 9 using prior year's actual return of <u>26.76</u> %	59,627	
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		0
b	Interest on (a) using prior year's effective rate of <u>8.13</u> %		0
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance		0
12	Reduction in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (item 9 + item 10 + item 11d - item 12)	282,447	0

Part III Funding percentages			
14	Funding target attainment percentage	14	80.00 %
15	Adjusted funding target attainment percentage	15	80.00 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	91.45 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and liquidity shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
Totals ▶			18(b)	0	18(c) 0

19 Discounted employer contributions - see instructions for small plan with a valuation date after the beginning of the year:	
a Contributions allocated toward unpaid minimum required contribution from prior years.	19a
b Contributions made to avoid restrictions adjusted to valuation date	19b
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c 0
20 Quarterly contributions and liquidity shortfalls:	
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No
b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No
c If 20a is "Yes," see instructions and complete the following table as applicable:	
Liquidity shortfall as of end of Quarter of this plan year	
(1) 1st	(2) 2nd
0	0
(3) 3rd	(4) 4th
0	0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:			
a Segment rates:			
1st segment: 5.03 %	2nd segment: 6.73 %	3rd segment: 6.82 %	☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
22 Weighted average retirement age			22 65
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute			

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.....		☐ Yes ☒ No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.....		☒ Yes ☐ No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....		☒ Yes ☐ No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27	

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	28	
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a).....	29	
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29).....	30	0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	0
32 Amortization installments:		
a Net shortfall amortization installment	Outstanding Balance 557,038	Installment 62,270
b Waiver amortization installment.....		
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b - item 33).....	34	62,270
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	62,270	0
36 Additional cash requirement (item 34 minus item 35).....	36	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (item 19c).....	37	0
38 Interest-adjusted excess contributions for current year (see instructions).....	38	0
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	0
40 Unpaid minimum required contribution for all years	40	0