

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 6057(b) 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 2017 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</u>	
A This return/report is for:	☐ a multiemployer plan ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.) ☒ 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>RETAIL PENSION PLAN</u> 2a Plan sponsor's name (employer, if for a single-employer plan) Mailing address (include room, apt., suite no. and street, or P.O. Box) City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions) <u>THE GOODYEAR TIRE & RUBBER COMPANY</u> <u>200 INNOVATION WAY</u> <u>DEPT 610</u> <u>AKRON, OH 44316-0001</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>010</u></td> </tr> <tr> <td colspan="2">1c Effective date of plan <u>07/01/1988</u></td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) <u>34-0253240</u></td> </tr> <tr> <td colspan="2">2c Plan Sponsor's telephone number <u>330-796-2121</u></td> </tr> <tr> <td colspan="2">2d Business code (see instructions) <u>326200</u></td> </tr> </table>	1b Three-digit plan number (PN) ▶	<u>010</u>	1c Effective date of plan <u>07/01/1988</u>		2b Employer Identification Number (EIN) <u>34-0253240</u>		2c Plan Sponsor's telephone number <u>330-796-2121</u>		2d Business code (see instructions) <u>326200</u>	
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2c Plan 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.	10/01/2018	EVAN SCOCOS
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	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

For Paperwork Reduction Act Notice, see the Instructions for Form 5500.

Form 5500 (2017)
v. 170203

3a Plan administrator's name and address ☒ Same as Plan Sponsor	3b Administrator's EIN 3c Administrator's telephone number
4 If the name and/or EIN of the plan sponsor or the plan name has changed since the last return/report filed for this plan, enter the plan sponsor's name, EIN, the plan name and the plan number from the last return/report: a Sponsor's name c Plan Name	4b EIN 4d PN
5 Total number of participants at the beginning of the plan year	5 7071
6 Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines 6a(1) , 6a(2) , 6b , 6c , and 6d). a(1) Total number of active participants at the beginning of the plan year a(2) Total number of active participants at the end of the plan year b Retired or separated participants receiving benefits c Other retired or separated participants entitled to future benefits d Subtotal. Add lines 6a(2) , 6b , and 6c e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits. f Total. Add lines 6d and 6e g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) h Number of participants who terminated employment during the plan year with accrued benefits that were less than 100% vested	6a(1) 1019 6a(2) 915 6b 2508 6c 2889 6d 6312 6e 488 6f 6800 6g 6h
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 Characteristics Codes in the instructions: 1C 3F 3H 1I b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:	

9a Plan funding arrangement (check all that apply) (1) ☐ Insurance (2) ☐ Code section 412(e)(3) insurance contracts (3) ☒ Trust (4) ☐ General assets of the sponsor	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
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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) ☐ 0 **A** (Insurance Information)
- (4) ☐ **C** (Service Provider Information)
- (5) ☒ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2017 Form M-1 annual report. If the plan was not required to file the 2017 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code _____

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 2017 This Form is Open to Public Inspection
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

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 RETAIL PENSION PLAN	B Three-digit plan number (PN) 010
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF THE GOODYEAR TIRE & RUBBER COMPANY	D Employer Identification Number (EIN) 34-0253240

E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500
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Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2017			
2 Assets:			
a Market value	2a	339233271	
b Actuarial value	2b	344338074	
3 Funding target/participant count breakdown	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	2923	160967210	160967210
b For terminated vested participants	3129	79611814	79611814
c For active participants	1019	57419690	57424406
d Total	7071	297998714	298003430
4 If the plan is in at-risk status, check the box and complete lines (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 in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	5.84 %	
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			09/06/2018
Signature of actuary		Date	
WILLIAM E ROBERTS		17-05427	
Type or print name of actuary		Most recent enrollment number	
TOWERS WATSON DELAWARE INC.		216-937-4000	
Firm name		Telephone number (including area code)	
1001 LAKESIDE AVENUE, SUITE 1500 CLEVELAND, OH 44114-1172			
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 ☐

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 (line 13 from prior year)	125166	89085023
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year)	0	0
9 Amount remaining (line 7 minus line 8)	125166	89085023
10 Interest on line 9 using prior year's actual return of <u>6.37</u> %	7973	5674716
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year)		0
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.03</u> %		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return		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 Other reductions in balances due to elections or deemed elections	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d – line 12)	133139	94759739

Part III Funding Percentages

14 Funding target attainment percentage	14	83.70%
15 Adjusted funding target attainment percentage	15	115.54%
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	88.13%
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 contributions from prior years.	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
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 line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No
- c** If line 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: 4.16 %	2nd segment: 5.72 %	3rd segment: 6.48 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 4
22 Weighted average retirement age.....				22 62
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 subject to 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 contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a)	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	0	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	0	0	
b Waiver amortization installment	0	0	
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 (lines 31a - 31b + 32a + 32b - 33).....	34	0	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35)	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c)	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37)	39	0	
40 Unpaid minimum required contributions for all years.....	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected	☒ 2 plus 7 years ☐ 15 years		
b Eligible plan year(s) for which the election in line 41a was made	☐ 2008 ☐ 2009 ☒ 2010 ☒ 2011		
42 Amount of acceleration adjustment	42	0	
43 Excess installment acceleration amount to be carried over to future plan years	43	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 2017 This Form is Open to Public Inspection.
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

A Name of plan <u>RETAIL PENSION PLAN</u>	B Three-digit plan number (PN) ►	<u>010</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>THE GOODYEAR TIRE & RUBBER COMPANY</u>	D Employer Identification Number (EIN) <u>34-0253240</u>	

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)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>GOODYEAR COMM TRST-TRUST CASH</u>		
b Name of sponsor of entity listed in (a): <u>THE GOODYEAR TIRE & RUBBER COMPANY</u>		
c EIN-PN <u>34-1458060-003</u>	d Entity code <u>M</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>770000</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>GOODYEAR COMM TRST-FIXED INCOME LD</u>		
b Name of sponsor of entity listed in (a): <u>THE GOODYEAR TIRE & RUBBER COMPANY</u>		
c EIN-PN <u>34-1458060-008</u>	d Entity code <u>M</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>250776000</u>
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>GOODYEAR COMM TRST-ALTERNATIVES</u>		
b Name of sponsor of entity listed in (a): <u>THE GOODYEAR TIRE & RUBBER COMPANY</u>		
c EIN-PN <u>34-1458060-006</u>	d Entity code <u>M</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>17117000</u>
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)
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)
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)

a Name of MTIA, CCT, PSA, or 103-12 IE:**b** Name of sponsor of entity listed in (a):**c** EIN-PN**d** Entity
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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
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
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plan sponsor**c** EIN-PN

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 2017 This Form is Open to Public Inspection
For calendar plan year 2017 or fiscal plan year beginning <u>01/01/2017</u> and ending <u>12/31/2017</u>		
A Name of plan <u>RETAIL PENSION PLAN</u>	B Three-digit plan number (PN) ►	<u>010</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>THE GOODYEAR TIRE & RUBBER COMPANY</u>	D Employer Identification Number (EIN) <u>34-0253240</u>	

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
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	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)	262373000	268663000
	(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	262373000	268663000

Liabilities

g Benefit claims payable	1g	585000	528000
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	585000	528000

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	261788000	268135000
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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) Amount	(b) Total
a Contributions:			
(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)		
(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
(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

		(a) Amount	(b) Total
(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)		21701000
(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		21701000

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers.....	2e(1)	15354000	
(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)		15354000
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		15354000

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		6347000
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 AND 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 lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

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.).....

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.)

	Yes	No	Amount
4a		X	
4b		X	

	Yes	No	Amount
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		30000000
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?..... ☐ Yes ☒ No
If "Yes," enter the amount of any plan assets that reverted to the employer this year _____.

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)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ☒ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year 4084455. (See instructions.)

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 sections 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 2017 This Form is Open to Public Inspection.
For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017		
A Name of plan RETAIL PENSION PLAN		B Three-digit plan number (PN) ► 010
C Plan sponsor's name as shown on line 2a of Form 5500 THE GOODYEAR TIRE & RUBBER COMPANY		D Employer Identification Number (EIN) 34-0253240
Part I	Distributions	
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 0
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): 20-2387942		
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 98
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.)	
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 (include any prior year accumulated funding deficiency not waived)		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 or other authority 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. 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, see the Instructions for Form 5500.		
Schedule R (Form 5500) 2017 v. 170203		

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 lines 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 lines 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 lines 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 lines 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 lines 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 line 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 lines (a) through (c)

- a** Enter the percentage of plan assets held as:

Stock: _____% Investment-Grade Debt: 93.0% High-Yield Debt: _____% Real Estate: _____% Other: 7.0%

- 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 line 19(b)?

☒ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

THE GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN

FINANCIAL STATEMENTS

December 31, 2017 and 2016

THE GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN

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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.

INDEPENDENT AUDITORS' REPORT

Plan Administrator and Participants of
The Goodyear Tire & Rubber Company
Retail Pension Plan
Akron, Ohio

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of The Goodyear Tire & Rubber Company Retail Pension Plan (the "Plan"), which comprise the statements of net assets available for benefits and of accumulated plan benefits as of December 31, 2017 and 2016, and the related statements of changes in net assets available for benefits and of changes in accumulated plan benefits for the year ended December 31, 2017, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

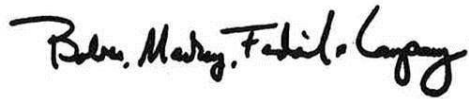
As permitted by 29 CFR 2520.103-8 of the Department of Labor's ("DOL") Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 ("ERISA"), the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by The Northern Trust Company, the Custodian of the Plan, except for comparing the 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 a certification from the Custodian as of December 31, 2017 and 2016, and for the year ended December 31, 2017, that the information provided to the Plan administrator by the Custodian is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Report on Form and Content in Compliance with DOL Rules and Regulations

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 DOL's Rules and Regulations for Reporting and Disclosure under ERISA.



BOBER, MARKEY, FEDOROVICH & COMPANY
Akron, Ohio

September 28, 2018

THE GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN
December 31, 2017 and 2016

Statements of Net Assets Available for Benefits

(Dollars in Thousands)	December 31, 2017	December 31, 2016
Plan's Interest in Master Trust	\$ 268,663	\$ 262,373
Net Assets Available for Benefits	<u>\$ 268,663</u>	<u>\$ 262,373</u>

Statement of Changes in Net Assets Available for Benefits

(Dollars in Thousands)	Year Ended December 31, 2017
Net Investment Gain from Plan's Interest in Master Trust	\$ 21,701
Benefits Paid to Participants or Their Beneficiaries	<u>(15,411)</u>
Net Increase	6,290
Net Assets Available for Benefits at Beginning of Year	<u>262,373</u>
Net Assets Available for Benefits at End of Year	<u>\$ 268,663</u>

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

THE GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN
December 31, 2017 and 2016

Statements of Accumulated Plan Benefits

(Dollars in Thousands)	December 31, 2017	December 31, 2016
Actuarial Present Value of Accumulated Plan Benefits:		
Vested Benefits for:		
Current Employees:		
Accumulated Plan Benefits	\$ 55,067	\$ 52,713
Employee Contributions including Accumulated Interest	11,668	11,939
	<u>66,735</u>	<u>64,652</u>
Retirees	112,125	108,068
Former Employees	89,089	78,457
	<u>201,214</u>	<u>186,525</u>
	<u>\$ 267,949</u>	<u>\$ 251,177</u>

Statement of Changes in Accumulated Plan Benefits

(Dollars in Thousands)	Year Ended December 31, 2017
Actuarial Present Value of Accumulated Plan Benefits, December 31, 2016	\$ 251,177
Increase (Decrease) During the Year Attributable to:	
Change in Actuarial Assumptions	18,710
Benefit Payments	(15,411)
Interest	12,782
Experience	691
Net Increase	<u>16,772</u>
Actuarial Present Value of Accumulated Plan Benefits, December 31, 2017	<u>\$ 267,949</u>

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

THE GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2017 and 2016

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Trust Assets

The Goodyear Tire & Rubber Company Retail Pension Plan (the "Plan") participates in a master trust where Wingfoot Corporation is the Trustee and The Northern Trust Company (the "Custodian") has been appointed as the Custodian for the master trust. Individual Master Trust Investment Accounts ("MTIA") within the master trust hold investments for pension plans sponsored by The Goodyear Tire & Rubber Company (the "Company" or "Goodyear") and Divested Litchfield Park Properties, Inc. See discussion of significant accounting policies related to the master trust in Note 7.

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.
- c) Present employees and their beneficiaries.

The actuarial present value of accumulated plan benefits is determined by Willis 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, 2017 and 2016 were:

- a) Life Expectancy - The mortality basis is derived from the mortality experience of the Goodyear Salaried non-disabled population for the period 2007-2011, adjusted to reflect rates projected from 2011 based on the MP-2014 scale.
- b) Retirement Age - Scale ranging from 3% of all eligible employees at ages 50 to 54 to 100% at age 70.
- c) Withdrawal - Scale ranging from 14.6% for male employees (22.2% for female employees) at age 25 to 3.0% for male employees (3.4% for female employees) at age 55.
- d) Discount rate - Obligations of the Plan are assumed to be settled at a rate of 4.75% (December 31, 2017) and 5.25% (December 31, 2016).

Contributions and Funding

In 2013, the Company made contributions to fully fund the Plan as determined by the accounting basis used for the Company's financial statements.

During the 2017 Plan year, no employer 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.

THE GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2017 and 2016

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.

Recently Adopted Accounting Standards

In February 2017, the Financial Accounting Standards Board issued Accounting Standards Update ("ASU") 2017-06 which defines the financial statement presentation and disclosure requirements for employee benefit plans with interests in master trusts. ASU 2017-06 is effective for fiscal years beginning after December 15, 2018, with early adoption permitted. The Plan adopted ASU 2017-06 effective December 31, 2017 and applied it retrospectively to the 2016 financial statements. The adoption of ASU 2017-06 did not impact the Plan's Net Assets Available for Benefits but modified certain disclosures relating to the Plan's Interest in master trust.

Subsequent Events

The Plan has evaluated subsequent events through September 28, 2018, the date the financial statements were available to be issued. There were no subsequent events which required recognition or disclosure in the financial statements.

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 document for more complete information. The Plan is subject to the provisions of ERISA.

THE GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2017 and 2016

Participation and Benefits

The Plan is a defined benefit plan covering retail salaried employees of the Company hired prior to January 1, 2005 who are not covered by collective bargaining agreements, or participants of other defined benefit plans sponsored by the Company or a related company. Effective December 31, 2008, the Plan was frozen and participants do not earn or accrue any additional pension benefits after that date. The Plan provides for pension and death benefits calculated under formulas principally based on age, service and highest five year average of annual earnings of the 10 years ending December 31, 2008 covered under the Plan.

From April 1, 1998 until December 31, 2008, employees were eligible for an additional benefit by contributing at a rate of 1.75% of earnings above the breakpoint and 1.0% of earnings below the breakpoint. The breakpoint represented 50% of the current Social Security Wage Base, which the Federal government adjusted annually.

Participants may elect to receive their plan benefits in various forms of an immediate or deferred annuity. Participants who leave the service of the Company on or after January 1, 2015 may elect to receive their Plan benefits in a single lump sum, if elected within 90 days of first receiving written communication explaining the optional forms of payment for the pension benefit, in addition to the existing benefit payment options under the Plan. 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 \$5,000, as permitted by government regulations.

Normal retirement age is 65; however, a retirement benefit is available to employees who have not attained age 65 but have completed at least five years of service. An early retirement provision is available to employees with 30 or more years of service who have attained age 55 and retire prior to age 62.

Vesting

Effective December 31, 2007, normal retirement benefits are 100% vested in the Plan for all active participants.

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 Plan's interest in the master trust 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.

THE GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2017 and 2016

NOTE 3 - TAX STATUS

The Internal Revenue Service ("IRS") has determined and informed the Company by a letter dated June 5, 2017 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 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.

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 ("DOL") Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, all investment information applicable to the master trust and at the Plan level 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, 2017 and 2016. As of December 31, 2017 and 2016, the fair value of these investments within the master trust was \$250,914,905 and \$272,955,044 respectively, with related net appreciation of \$41,293,808 for the year ended December 31, 2017.

NOTE 5 - RECONCILIATION OF PLAN FINANCIAL STATEMENTS TO THE FORM 5500

The following is a reconciliation of net assets available for benefits per the Plan financial statements to the Form 5500:

(Dollars in Thousands)	December 31, 2017	December 31, 2016
Net assets available for benefits per the financial statements	\$ 268,663	\$ 262,373
Less: Amounts allocated to retired participants	(528)	(585)
Net assets available for benefits per the Form 5500	<u>\$ 268,135</u>	<u>\$ 261,788</u>

THE GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2017 and 2016

The following is a reconciliation of benefits paid to participants or their beneficiaries per the Plan financial statements to the Form 5500:

(Dollars in Thousands)	Year Ended December 31, 2017
Benefits paid to participants or their beneficiaries per the financial statements	\$ 15,411
Add: Amounts allocated to retired participants at December 31, 2017	528
Less: Amounts allocated to retired participants at December 31, 2016	(585)
Benefits paid to participants or their beneficiaries per the Form 5500	<u>\$ 15,354</u>

NOTE 6 - PARTY-IN-INTEREST

Certain Plan investments are managed by Northern Trust Investments, Inc., an affiliate of 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 transaction rules.

NOTE 7 - 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 master 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. 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 master trust utilizes a tiered allocation structure, whereby the master trust assets are grouped into MTIA's, for which the plans have divided interest ownership. The target allocation for each plan which participates in the master trust is 94% in duration-matched fixed income securities and 6% in alternatives.

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.

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Partnership Interests

At December 31, 2017 and 2016, the master trust had investments of \$250,914,905 and \$272,955,044, respectively, in partnership interests. These partnership interests include \$197,584,461 and \$214,622,489, 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, 2017 and 2016, the master trust had \$51,000,000 and \$63,000,000, respectively, in unfunded commitments related to these investments. Additionally, the partnership interests consist of \$53,330,444 and \$58,332,555, respectively, at December 31, 2017 and 2016, 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.

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 derivative financial instrument contracts are substantial and credit worthy multinational commercial banks or other financial institutions. Neither the risks of counterparty non-performance 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 the Plan's interest in master trust in the statement of changes in net assets available for benefits.

The net fair value of derivative financial instruments was \$7,000 and \$1,298,000, respectively, at December 31, 2017 and 2016. The net depreciation in the fair value of derivative financial instruments was \$1,948,000 for the year ended December 31, 2017.

Securities Lending

One of the MTIA's in 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 102% of the market value of the borrowed securities if the collateral is denominated in the same currency, or 105% if denominated in a different currency than the borrowed securities. The amount of master trust securities on loan is capped at eight 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.

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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 \$293,381 of additional net gain from these activities during 2017. 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, 2017 and 2016 and changes in net assets for the year ended December 31, 2017:

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

	December 31, 2017		December 31, 2016	
	Master Trust	Plan's Interest in Master Trust	Master Trust	Plan's Interest in Master Trust
Assets				
Investments:				
Cash and Short Term Securities	\$ 55,084	\$ 2,367	\$ 61,932	\$ 4,447
Corporate Bonds	2,635,280	130,208	2,651,000	126,006
Government Bonds	963,332	53,572	946,010	47,982
Partnership Interests	250,915	13,531	272,955	14,352
Common/Collective Trusts	803,112	52,280	821,822	51,180
Mutual Funds	110,794	17,110	122,987	18,862
Derivative Financial Instruments	7	29	1,298	91
Asset Backed Securities	57,818	2,435	62,668	2,506
	<u>4,876,342</u>	<u>271,532</u>	<u>4,940,672</u>	<u>265,426</u>
Investments on Loan				
Under Securities Lending Program:				
Corporate Bonds	63,429	-	55,990	-
Government Bonds	70,156	-	22,493	-
	<u>133,585</u>	<u>-</u>	<u>78,483</u>	<u>-</u>
Total Investments	<u>5,009,927</u>	<u>271,532</u>	<u>5,019,155</u>	<u>265,426</u>
Receivables:				
Pending Trades	22,685	2,209	43,310	2,109
Accrued Income	45,385	2,282	50,022	2,317
	<u>68,070</u>	<u>4,491</u>	<u>93,332</u>	<u>4,426</u>
Total Assets	<u>5,077,997</u>	<u>276,023</u>	<u>5,112,487</u>	<u>269,852</u>
Liabilities:				
Pending Trades	(86,031)	(7,216)	(129,119)	(7,259)
Accrued Expenses	(2,567)	(144)	(3,610)	(220)
Total Liabilities	<u>(88,598)</u>	<u>(7,360)</u>	<u>(132,729)</u>	<u>(7,479)</u>
Securities Lending Program:				
Investment of Collateral	136,732	-	80,333	-
Payable for Collateral	(136,732)	-	(80,333)	-
	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Net Assets Available for Benefits	<u>\$ 4,989,399</u>	<u>\$ 268,663</u>	<u>\$ 4,979,758</u>	<u>\$ 262,373</u>

THE GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2017 and 2016

Statement of Changes in Net Assets Available for Benefits

(Dollars in Thousands)	Year Ended December 31, 2017
Contributions	\$ 6
Net Investment Gain:	
Interest	145,878
Dividends	9
Net Appreciation in Fair Value of Investments	284,450
	<u>430,337</u>
Securities Lending:	
Total Earnings	1,453
Rebates	(964)
Bank Fees	(196)
	<u>293</u>
Benefits Paid to Participants or Their Beneficiaries	(410,475)
Administrative Expenses	<u>(10,520)</u>
Net Increase	9,641
Net Assets Available for Benefits at Beginning of Year	<u>4,979,758</u>
Net Assets Available for Benefits at End of Year	<u><u>\$ 4,989,399</u></u>

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 asset 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 GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2017 and 2016

The following tables set forth by level, within the fair value hierarchy, the master trust's investments at fair value as of December 31, 2017, and 2016:

December 31, 2017

(Dollars in Thousands)

	Level 1	Level 2	Level 3	Total
Cash and Short Term Securities	\$ 39,245	\$ 15,839	\$ -	\$ 55,084
Corporate Bonds	-	2,697,912	797	2,698,709
Government Bonds	-	1,033,488	-	1,033,488
Derivative Financial Instruments	(10)	178	(161)	7
Asset Backed Securities	-	57,818	-	57,818
Total Assets in the Fair Value Hierarchy	<u>\$ 39,235</u>	<u>\$ 3,805,235</u>	<u>\$ 636</u>	<u>3,845,106</u>
Investments Measured at Net Asset Value:				
Mutual Funds				
Debt Securities				110,794
Partnership Interests				250,915
Common/Collective Trusts				
Equity Securities				54,134
Short Term Securities				67,411
Debt Securities				681,567
Total Investments at Fair Value				<u>\$ 5,009,927</u>

December 31, 2016

(Dollars in Thousands)

	Level 1	Level 2	Level 3	Total
Cash and Short Term Securities	\$ 58,435	\$ 3,497	\$ -	\$ 61,932
Corporate Bonds	-	2,706,990	-	2,706,990
Government Bonds	-	968,503	-	968,503
Derivative Financial Instruments	(1)	1,106	193	1,298
Asset Backed Securities	-	62,668	-	62,668
Total Assets in the Fair Value Hierarchy	<u>\$ 58,434</u>	<u>\$ 3,742,764</u>	<u>\$ 193</u>	<u>3,801,391</u>
Investments Measured at Net Asset Value:				
Mutual Funds				
Debt Securities				122,987
Partnership Interests				272,955
Common/Collective Trusts				
Equity Securities				37,848
Short Term Securities				86,545
Debt Securities				697,429
Total Investments at Fair Value				<u>\$ 5,019,155</u>

THE GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2017 and 2016

The classification of fair value measurements within the hierarchy is based upon the lowest level of input that is significant to the measurement. Investments that were measured at net asset value (NAV) per share are not classified in the fair value hierarchy. The fair value amounts presented in this table are intended to permit reconciliation of the fair value hierarchy to total investments at fair value of the master trust. 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.

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

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

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 assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

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, 2017, there were no significant transfers in or out of levels 1, 2 or 3.

Investments Values at Net Asset Value

Assets valued at NAV are as follows:

Partnership Interests: Priced based on valuations using the partnership's available financial statements coinciding with the Plan's year-end and the master trust's percent ownership, which are valued at the NAV as a practical expedient to estimate fair value, adjusted for any cash transactions which occurred between the date of these financial statements and the Plan's year end.

THE GOODYEAR TIRE & RUBBER COMPANY
RETAIL PENSION PLAN
NOTES TO FINANCIAL STATEMENTS
December 31, 2017 and 2016

Common/Collective Trusts: Valued at the NAV of units held at year end, as determined by a pricing vendor or the fund family. The NAV, as provided by the trustee of each common collective trust fund, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by each fund less its liabilities. This practical expedient would not be used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. If the plan were to initiate a full redemption of any common collective trust, each investment manager reserves the right to temporarily delay withdrawal to ensure that securities liquidation will be carried out in an orderly business manner. The investments in common collective trust funds had a fair value of approximately \$803,112,000 and \$821,822,000 as of December 31, 2017 and 2016, respectively, with no unfunded commitments, daily pricing frequency, and full redemption notice periods that extend no greater than 30 days. Common/collective trusts invested in equity securities 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 NAV of shares held at year end, as determined by the pricing vendor or the fund family. The NAV, as provided by the trustee of each mutual fund, is used as a practical expedient to estimate fair value. The NAV is based on the fair value of the underlying investments held by each fund less its liabilities. This practical expedient would not be used when it is determined to be probable that the fund will sell the investment for an amount different than the reported NAV. If the plan were to initiate a full redemption of any mutual fund, each investment manager reserves the right to temporarily delay withdrawal to ensure that securities liquidation will be carried out in an orderly business manner. The investments in mutual funds had a fair value of \$110,794,000 and \$122,987,000 as of December 31, 2017 and 2016, respectively, with no unfunded commitments, daily pricing frequency, and full redemption notice periods that extend no greater than 30 days. Mutual funds invested in debt securities are invested to earn returns that match or exceed U.S. fixed income indexes.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26

Schedule of Active Participant Data for Accrued PEP Balance as of January 1, 2017

All monetary amounts shown in US Dollars

Attained Age	Attained Years of Credited Service ¹													Total
	0	1	2	3	4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over	
Under 25	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
25-29	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
30-34	1	0	0	0	13	30	0	0	0	0	0	0	0	44
		0	0	0		5,507	0	0	0	0	0	0	0	5,043
35-39	2	1	1	0	15	52	18	0	0	0	0	0	0	89
				0		7,671		0	0	0	0	0	0	8,913
40-44	3	0	1	0	10	48	39	15	0	0	0	0	0	116
		0		0		9,975	20,920		0	0	0	0	0	15,387
45-49	2	0	1	0	7	34	31	42	16	0	0	0	0	133
		0		0		15,183	30,301	40,845		0	0	0	0	30,731
50-54	1	1	0	0	12	44	36	55	83	14	0	0	0	246
	0		0	0		21,823	39,399	52,602	69,260		0	0	0	50,663
55-59	2	2	1	1	11	38	26	27	46	51	9	0	0	214
						34,081	50,628	62,000	84,646	114,210		0	0	72,353
60-64	0	0	2	0	7	30	11	24	27	16	24	5	0	146
	0	0		0		48,875		105,464	109,397		155,179		0	102,658
65-69	0	0	0	0	2	8	4	2	5	0	0	3	0	24
	0	0	0	0						0	0		0	103,134
70 & over	0	0	0	0	1	1	0	2	2	0	0	0	1	7
	0	0	0	0			0			0	0	0		
Total	11	4	6	1	78	285	165	167	179	81	33	8	1	1,019
				0	12,453	20,375	36,496	57,663	79,210	114,167	146,837			0
Average:	Age	51	Number of Participants:			Fully vested			1,019	Males			992	
	Service	15				Partially vested			0	Females			27	

Census data as of January 1, 2017

¹ Ages and service for purposes of determining category are based on exact (not rounded) values.

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

Willis Towers Watson

¹ Age and service for purposes of determining category are based on exact (not rounded) values.

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26

Schedule of Active Participant Data for Frozen Plans as of January 1, 2017

All monetary amounts shown in US Dollars

Attained Age	Attained Years of Credited Service													
	0	1	2	3	4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over	Total
Under 25	0	0	0	0	0	0	0	0	0	0	0	0	0	0
25-29	0	0	0	0	0	0	0	0	0	0	0	0	0	0
30-34	1	0	0	0	13	30	0	0	0	0	0	0	0	44
						2,467								2,278
35-39	2	1	1	0	15	52	18	0	0	0	0	0	0	89
						2,950								3,345
40-44	3	0	1	0	10	48	39	15	0	0	0	0	0	116
						3,042	6,360							4,618
45-49	2	0	1	0	7	34	31	42	16	0	0	0	0	133
						3,432	7,286	9,551						7,166
50-54	1	1	0	0	12	44	36	55	83	14	0	0	0	246
						3,919	7,044	9,778	12,835					9,305
55-59	2	2	1	1	11	38	26	27	46	51	9	0	0	214
						4,611	7,050	8,990	12,809	16,392				10,439
60-64	0	0	2	0	7	30	11	24	27	16	24	5	0	146
						5,245		11,647	12,619		17,186			11,488
65-69	0	0	0	0	2	8	4	2	5	0	0	3	0	24
														9,259
70 & over	0	0	0	0	1	1	0	2	2	0	0	0	1	7
Total	11	4	6	1	78	285	165	167	179	81	33	8	1	1,019
					2,342	3,637	6,889	9,635	12,547	16,300	17,271			8,217
Average:	Age	51	Number of Participants:				Fully vested			1,019	Males		992	
	Service	15					Partially vested			0	Females		27	
Census data as of January 1, 2017														

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Statement of Actuarial Assumptions

The following pages **from the 2017 actuarial valuation report** provide information on actuarial assumptions and methods for part V for Schedule SB.

Plan Name: Retail Pension Plan
EIN / PN: 34-0253240 / 010
Plan Sponsor: Goodyear Tire & Rubber Company
Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Appendix A – Statement of actuarial assumptions and methods

Plan Sponsor

The Goodyear Tire & Rubber Company

EIN/PN

34-0253240/010

Discount Rates for Funding

- Current plan year PPA effective interest rate: 5.84%
- Prior plan year PPA effective interest rate: 6.03%
- Current Year Elections
 - Rate Format: 3-Segment Rates
 - Applicable Month: September 2016
 - Before Reflecting HATFA Corridors:
 - First Segment Rate: 1.52%
 - Second Segment Rate: 3.80%
 - Third Segment Rate: 4.79%
 - After Reflecting HATFA Corridors:
 - First Segment Rate: 4.16%
 - Second Segment Rate: 5.72%
 - Third Segment Rate: 6.48%

Discount Rate for ASC 960: 5.25%

Assumed Cost of Living Adjustments

None.

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Inclusion Date

The valuation date coincident with or next following the date on which the employee becomes a participant. Participation was frozen effective December 31, 2004.

Plan-related 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

Funding liability: 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. There is no separate assumption for disabled mortality.

ASC 960 liability: Mortality for non-disabled participants is assumed to occur according to the 2009 Goodyear Salaried Healthy Mortality Table with separate male and female rates. Each male and female rate is multiplied by a factor of 0.96. The tables were developed based on the mortality experience of the Goodyear Salaried and Retail non-disabled populations for the period 2007 through 2011 using a benefits-weighted approach. The rates are projected from 2011 based on the MP-2014 scale, adjusted to reflect a 2007 through 2017 convergence period and a 0.75% long-term rate. For disabled mortality, unisex rates are assumed, equal to projected healthy male mortality rates increased by 0.02 at each age up to 59 and by 0.03 at ages 60 and older.

Joint Annuitant Mortality

Mortality is applied to the joint annuitant of participants who elect the Joint & Survivor Option form from the date of retirement to the current valuation date. The applicable mortality is the 2003 Goodyear Salaried Healthy Mortality Table with separate male and female rates.

Plan Name:	Retail Pension Plan
EIN / PN:	34-0253240 / 010
Plan Sponsor:	Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2017

SCHEDULE SB ATTACHMENTS

Retirement

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the incidence of retirement is assumed as indicated below. The same rates apply for males and females.

Percentage retiring during the year		
Age	Ineligible for Unreduced Benefits	Eligible for Unreduced Benefits
50-54	0%	3%
55	3	5
56	3	5
57	3	5
58	3	5
59	3	7
60	4	9
61	7	24
62	30	30
63	30	30
64	45	45
65	55	55
66	60	60
67	70	70
68	80	80
69	90	90
70 & Over	100	100

Vested terminated participants are generally assumed to commence benefits at age 62 if service was 10 years or more, and age 65 otherwise.

Former D.C.H. Plan benefits are payable at age 65 for deferred vested participants.

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Withdrawal

Separate male and female withdrawal rates are used. The following rates are illustrative:

Percentage of Participants Expected to Terminate Within One Year				
Male		Female		
Age	Percentage	Age	Percentage	
25	14.6%	25	22.2%	
35	9.4	35	10.6	
45	6.1	45	8.9	
55	3.0	55	3.4	

Disability

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

Compensation Increases

Not applicable.

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.

Form of Payment

All employees under age 50 and 75% of those over age 50 as of January 1, 2009, are assumed to select the lump sum form of benefit, if available to them, upon separation from the Company due to retirement. All employees who separate from the Company for reasons other than retirement are assumed to elect the lump sum option. The remaining employees are assumed to elect the 5-year certain and continuous form.

The annuity is valued using the valuation discount rate and valuation mortality. The lump sum is the larger of the pension balance or the value of the accrued benefit, payable at normal retirement age, under IRC §417(e) assumptions described below.

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

For ASC 960 purposes only, IRC §436 restrictions are reflected, if applicable. During periods of partial lump sum restrictions, participants normally assumed to elect lump sums are assumed to elect bifurcated benefits instead.

IRC 417(e) Lump Sum Assumptions

Funding Liability:

Interest rate: Yield curve segment rates equal to the valuation discount rates, using the substitution of annuity form under IRC §1.430(d)-1(f)(4).

Mortality: The table prescribed by the IRS in Notice 2016-50 (no projection).

ASC 960 Liability:

Interest rate: Yield curve segment rates equal to the corporate bond rates from the December 31, 2016 Rate:Link 40-90 yield curve, using an annuity substitution approach.

Mortality: The table prescribed by the IRS in Notice 2016-50, with annual projection using Scale AA. For future years, the average of the male and female rates published in the IRS-proposed (IRC § 430) optional combined tables for small plans and projected from 2018 with Scale MP-2016.

Lump Sum Assumptions for Annuitized Benefits

For those decrements at which a lump sum is assumed to be paid, it is also assumed that the Trust will be reimbursed for annuitized benefits, if any, in a lump sum. The total lump sum payable to the participant is determined without regard to reimbursement for the annuitized benefits. The lump sum reimbursement is 90% of the value calculated under the following assumptions.

Interest rate: 4.50%

Mortality: The 1994 Group Annuity Mortality Basic Table with separate male and female rates.

The same assumptions apply for ASC 960 liability.

Marriage

For purposes of valuing the pre-retirement surviving spouse's benefit, 85% of eligible male participants and 50% of eligible female participants are assumed to be married. Male spouses are assumed to be 3 years older than female spouses.

Employees

It was assumed there will be no new or rehired employees.

Plan Name:	Retail Pension Plan
EIN / PN:	34-0253240 / 010
Plan Sponsor:	Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2017

SCHEDULE SB ATTACHMENTS

At-risk assumptions

For at-risk calculations, all participants eligible to commence benefits during the current and subsequent ten plan years are assumed to commence benefits at the earliest possible date under the plan, but not before the end of the current plan year, except in accordance with the regular valuation assumptions. In addition, all participants (not just those eligible to begin benefits within the next 11 years) are assumed to elect the most valuable form of benefit under the plan. For each participating employee, the benefit is assumed to be payable as a five-year certain and continuous annuity.

Timing of Benefit Payments

Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on the date of decrement.

Funding Target

Present value of accrued benefits.

Target Normal Cost

Present value of benefits expected to accrue during the plan year.

ASC 960 Cost Method

The Unit Credit actuarial cost method has been used for ASC 960 purposes. This is a method under which the projected benefit of each individual included in the actuarial valuation is allocated to valuation years on the basis of the service of the individual (adjusted to reflect rates of benefit accruals).

The actuarial present value of benefits allocated to the valuation year is called the normal cost. The actuarial present value of benefits allocated to all periods prior to the valuation year is called the actuarial accrued liability.

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 (each 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

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plan year (pursuant to IRS Notice 2009-22) was 5.50%, which is the lesser of the anticipated rate of return on assets for the plan year, equal to 5.50%, and the applicable limitation for the plan year, equal to 6.65%. The assumed rate of return on plan assets for the second prior plan year (pursuant to IRS Notice 2009-22) was 5.00%, which is the lesser of the anticipated rate of return on assets for the plan year, equal to 5.00%, and the applicable limitation for the plan year, equal to 6.81%. 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 WREERA, over time it is more likely to produce an actuarial value that is expected to be less than the market value of assets.

Valuation assets also include the actuarial present value of annuitized benefits. The present value of annuitized benefits is calculated using the assumptions specified above.

Participant Data

Participant data as of January 1, 2017 were supplied by The Goodyear Tire & Rubber Company. These data included information on annuitized benefits.

Tax Policy

The actuarial valuation performed for the plan year ending December 31, 2017 is used to determine the maximum deductible contribution for the tax year ending December 31, 2017.

Benefits not Included in Valuation

None.

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 precision, which is not 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

Plan Name:	Retail Pension Plan
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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.

Unpredictable Contingent Event Benefits

No events are considered to have more than a de minimis likelihood of occurring.

Assumptions Rationale - Significant Economic Assumptions

Interest rate	The basis chosen was selected by the plan sponsor from among choices prescribed by law and regulation, all of which are based on observed market data over certain periods of time. For ASC 960 purposes, the discount rate was chosen by the plan sponsor based on market information on the measurement date.
Lump sum conversion rate	As prescribed by law and regulations, lump sums on a 417(e) basis are valued using “annuity substitution” and the discount rate basis selected by the plan sponsor. Future interest rates are determined from information inherent in current market rates. For ASC 960 purposes, lump sums on a 417(e) basis are valued using “annuity substitution” and the assumption that there is minimal difference between applicable interest rates and the interest rates referenced to determine the plan’s U.S. GAAP discount rate. Future interest rates are determined from information inherent in current market rates. For lump sum reimbursements by MetLife, the assumed 30-year Treasury rate is developed based on a projection of the Treasury yield curve. Future 30-year Treasury rates are determined as the coupon rates that would result in the bonds selling at par. The same applies for ASC 960.
Administrative and investment expenses	Administrative expenses are paid directly by the plan sponsor. The expected rate of return on invested assets is net of investment-related expenses.

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
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Assumptions Rationale - Significant Demographic Assumptions

Healthy Mortality	Assumptions were prescribed by law and regulation. For ASC 960 purposes, mortality tables are based on a study of plan experience and are projected to change over time according to a table of factors based on historical population data.
Disabled Mortality	Assumptions were prescribed by law and regulation. For ASC 960 purposes, disabled mortality rates equal the healthy male tables, with projection, plus a margin.
Termination	Termination rates were based on an experience study conducted in 1981, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.
Disability	Disability rates are incorporated in termination rates which were based on an experience study conducted in 1981, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.
Retirement	Retirement rates were based on an experience study conducted in 1981 with subsequent modifications to reflect changes in conditions that are expected to produce different results in the future. The rates were changed effective December 31, 2014 to extend retirement rates beyond age 65 based on recent experience as well as expected future trends.
Lump sum election rate	Lump sum election rates were based on an experience study conducted in 2009 for the Salaried Pension Plan, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.

Source of Prescribed Methods

Funding methods	The methods used for funding purposes as described in Appendix A, including the method of determining plan assets, are "prescribed methods set by law", as defined in the actuarial standards of practice (ASOPs). These methods are required by IRC §430, or were selected by the plan sponsor from a range of methods permitted by IRC §430.
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Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Changes in Assumptions and Methods

Change in assumptions since prior valuation

The interest rate assumption was updated to reflect annual changes in the rates specified by the IRS. However, the underlying PPA election of September segment rates is unchanged. The effective interest rate has changed from 6.03% to 5.84%.

The MetLife lump sum reimbursement interest rate has been determined from the December 31, 2016 Treasury curve. For simplicity this curve is modeled as a flat 3.25%, generating a MetLife lump sum rate of 4.50%.

The following assumption changes were made specifically for ASC 960:

The discount rate assumption was changed from 5.50% to 5.25%.

The 417(e) lump sum interest assumption has been set to the December 31, 2016 Rate: Link 40-90 yield curve.

417(e) mortality has been updated effective in 2018, based on the proposed regulations published by the IRS on December 28, 2016. The new base table is assumed to be the average of the male and female rates published in the IRS-proposed (IRC § 430) optional combined tables for small plans. This table is projected to the year of decrement using Scale MP-2016

Change in methods since prior valuation

None.

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

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 2017 This Form is Open to Public Inspection
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For calendar plan year 2017 or fiscal plan year beginning 01/01/2017 and ending 12/31/2017

► 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 RETAIL PENSION PLAN	B Three-digit plan number (PN) ►	010
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF The Goodyear Tire & Rubber Company	D Employer Identification Number (EIN) 34-0253240	
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>2017</u>			
2 Assets:			
a Market value.....	2a	339,233,271	
b Actuarial value	2b	344,338,074	
3 Funding target/participant count breakdown			
	(1) Number of participants	(2) Vested Funding Target	(3) Total Funding Target
a For retired participants and beneficiaries receiving payment	2,923	160,967,210	160,967,210
b For terminated vested participants	3,129	79,611,814	79,611,814
c For active participants	1,019	57,419,690	57,424,406
d Total	7,071	297,998,714	298,003,430
4 If the plan is in at-risk status, check the box and complete lines (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 in at-risk status for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	5.84%	
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>WER</i> Signature of actuary William E Roberts Type or print name of actuary Towers Watson Delaware Inc. Firm name 1001 Lakeside Avenue, Suite 1500 Cleveland OH 44114-1172 Address of the firm	September 6, 2018 Date 1705427 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 ☐

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 (line 13 from prior year).....	125,166	89,085,023
8 Portion elected for use to offset prior year's funding requirement (line 35 from prior year).....	0	0
9 Amount remaining (line 7 minus line 8).....	125,166	89,085,023
10 Interest on line 9 using prior year's actual return of <u>6.37%</u>	7,973	5,674,716
11 Prior year's excess contributions to be added to prefunding balance:		
a Present value of excess contributions (line 38a from prior year).....		0
b(1) Interest on the excess, if any, of line 38a over line 38b from prior year Schedule SB, using prior year's effective interest rate of <u>6.03%</u>		0
b(2) Interest on line 38b from prior year Schedule SB, using prior year's actual return.....		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 Other reductions in balances due to elections or deemed elections.....	0	0
13 Balance at beginning of current year (line 9 + line 10 + line 11d - line 12).....	133,139	94,759,739

Part III Funding Percentages

14 Funding target attainment percentage.....	14	83.70%
15 Adjusted funding target attainment percentage.....	15	115.54%
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	88.13%
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 contributions from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date.....	19b	0
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 line 20a is "Yes," were required quarterly installments for the current year made in a timely manner? ☒ Yes ☐ No

c If line 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: 4.16 %	2nd segment: 5.72 %	3rd segment: 6.48 %
			☐ N/A, full yield curve used
b Applicable month (enter code).....			21b 4
22 Weighted average retirement age			22 62
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 subject to 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 contributions for all prior years	28	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (line 19a).....	29	0
30 Remaining amount of unpaid minimum required contributions (line 28 minus line 29)	30	0

Part VIII Minimum Required Contribution For Current Year

31 Target normal cost and excess assets (see instructions):			
a Target normal cost (line 6)	31a	0	
b Excess assets, if applicable, but not greater than line 31a	31b	0	
32 Amortization installments:	Outstanding Balance	Installment	
a Net shortfall amortization installment.....	0	0	
b Waiver amortization installment	0	0	
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 (lines 31a - 31b + 32a + 32b - 33)....	34	0	
	Carryover balance	Prefunding balance	Total balance
35 Balances elected for use to offset funding requirement.....	0	0	0
36 Additional cash requirement (line 34 minus line 35).....	36	0	
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (line 19c).....	37	0	
38 Present value of excess contributions for current year (see instructions)			
a Total (excess, if any, of line 37 over line 36)	38a	0	
b Portion included in line 38a attributable to use of prefunding and funding standard carryover balances	38b	0	
39 Unpaid minimum required contribution for current year (excess, if any, of line 36 over line 37).....	39	0	
40 Unpaid minimum required contributions for all years	40	0	

Part IX Pension Funding Relief Under Pension Relief Act of 2010 (See Instructions)

41 If an election was made to use PRA 2010 funding relief for this plan:			
a Schedule elected ☒ 2 plus 7 years ☐ 15 years			
b Eligible plan year(s) for which the election in line 41a was made ☐ 2008 ☐ 2009 ☒ 2010 ☒ 2011			
42 Amount of acceleration adjustment	42	0	
43 Excess installment acceleration amount to be carried over to future plan years	43	0	

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Goodyear Tire & Rubber Company
EIN/PN	34-0253240/10
Plan Name	Retail Pension Plan
Valuation Date	January 1, 2017
Enrolled Actuary	William Roberts
Enrollment Number	17-05427

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:	Retail Pension Plan
EIN / PN:	34-0253240 / 010
Plan Sponsor:	Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2017

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 2a Market Value of Assets

Market value of assets equals \$339,233,271 which is \$262,373,063 of fair market value of assets, including accrued income and accrued employee contributions, plus \$0 of accrued discounted employer contributions, plus \$76,860,208 for value of benefits guaranteed by group annuity contracts.

Plan Name:	Retail Pension Plan
EIN / PN:	34-0253240 / 010
Plan Sponsor:	Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2017

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 3 Funding Target Breakdown

This item has been adjusted to include an amount of \$76,860,208 of liability which represents the value of benefits guaranteed by group annuity contracts. The breakdown by participant status is as follows:

a. Retired and Beneficiary	\$60,026,575
b. Terminated Vested	\$12,726,700
c. Active	
(1) Non-Vested	\$0
(2) Vested	\$4,106,933
(3) Total Active	\$4,106,933
d. Total	\$76,860,208

Plan Name: Retail Pension Plan
EIN / PN: 34-0253240 / 010
Plan Sponsor: Goodyear Tire & Rubber Company
Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22
Description of Weighted Average Retirement Age
as of January 1, 2017

See Schedule SB, Part V for retirement rates. These rates, when applied to a population at earliest retirement age, produce expected numbers of retirement at each age. As the population ages, an increasing proportion of the population is assumed to have attained eligibility for unreduced benefits. The weight applied to each retirement age is the percentage of total retirees expected to retire at that age. The resulting weighted average retirement age is 62. The calculation of this average is presented on the following page. Although immediate commencement is available at all ages, retirement rates are taken to be separation from service after age 55 with 10 years of service or any age with 30 years of service.

Plan Name:	Retail Pension Plan
EIN / PN:	34-0253240 / 010
Plan Sponsor:	Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2017

SCHEDULE SB ATTACHMENTS

THE GOODYEAR TIRE & RUBBER COMPANY

Retail Pension Plan

EIN 34-0253240/PN 010

Schedule SB, line 22 - Description of Weighted Average Retirement Age

Age	Retirement Rates		Number of Participants Remaining Active			Number of Retirements			Percent Of Total	Weighted Age	Reduced to Unreduced Transition
	Eligible for Unreduced Benefits	Not Eligible For Unreduced Benefits	Total	Eligible for Unreduced Benefits	Not Eligible for Unreduced Benefits	Total	With Unreduced Benefits	With Reduced Benefits			
50	3%	0%	1000.0000	50.0000	950.0000	1.5000	1.5000	0.0000	0.0015	0.0750	50.0000
51	3%	0%	998.5000	78.5000	920.0000	2.3550	2.3550	0.0000	0.0024	0.1201	30.0000
52	3%	0%	996.1450	106.1450	890.0000	3.1844	3.1844	0.0000	0.0032	0.1656	30.0000
53	3%	0%	992.9607	132.9607	860.0000	3.9888	3.9888	0.0000	0.0040	0.2114	30.0000
54	3%	0%	988.9718	158.9718	830.0000	4.7692	4.7692	0.0000	0.0048	0.2575	30.0000
55	5%	3%	984.2027	184.2027	800.0000	33.2101	9.2101	24.0000	0.0332	1.8266	30.0000
56	5%	3%	950.9925	200.9925	750.0000	32.5496	10.0496	22.5000	0.0325	1.8228	26.0000
57	5%	3%	918.4429	218.4429	700.0000	31.9221	10.9221	21.0000	0.0319	1.8196	27.5000
58	5%	3%	886.5208	236.5208	650.0000	31.3260	11.8260	19.5000	0.0313	1.8169	29.0000
59	7%	3%	855.1947	255.1947	600.0000	35.8636	17.8636	18.0000	0.0359	2.1160	30.5000
60	9%	4%	819.3311	269.3311	550.0000	46.2398	24.2398	22.0000	0.0462	2.7744	32.0000
61	24%	7%	773.0913	263.0913	510.0000	98.8419	63.1419	35.7000	0.0988	6.0294	18.0000
62	30%	30%	674.2494	674.2494	0.0000	202.2748	202.2748	0.0000	0.2023	12.5410	474.3000
63	30%	30%	471.9746	471.9746	0.0000	141.5924	141.5924	0.0000	0.1416	8.9203	0.0000
64	45%	45%	330.3822	330.3822	0.0000	148.6720	148.6720	0.0000	0.1487	9.5150	0.0000
65	55%	55%	181.7102	181.7102	0.0000	99.9406	99.9406	0.0000	0.0999	6.4961	0.0000
67	60%	60%	81.7696	81.7696	0.0000	49.0618	49.0618	0.0000	0.0491	3.2381	0.0000
68	70%	70%	32.7078	32.7078	0.0000	22.8955	22.8955	0.0000	0.0229	1.5340	0.0000
69	80%	80%	9.8124	9.8124	0.0000	7.8499	7.8499	0.0000	0.0078	0.5338	0.0000
70 & Over	90%	90%	1.9625	1.9625	0.0000	1.7662	1.7662	0.0000	0.0018	0.1219	0.0000
Totals	100%	100%	0.1962	0.1962	0.0000	0.1962	0.1962	0.0000	0.0002		0.0000
						1000.0000	837.3000	162.7000	1.0000		837.3000

Weighted Average Retirement Age =

61.9354

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

WillisTowersWatson 

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 24 Change in Actuarial Assumptions

The MetLife lump sum reimbursement interest rate has been determined from the December 31, 2016 Treasury curve. For simplicity this curve is modeled as a flat 3.25%, generating a MetLife lump sum rate of 4.50%.

Plan Name:	Retail Pension Plan
EIN / PN:	34-0253240 / 010
Plan Sponsor:	Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2017

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 26

Schedule of Active Participant Data for Accrued PEP Balance as of January 1, 2017

All monetary amounts shown in US Dollars

Attained Age	Attained Years of Credited Service ¹													Total
	0	1	2	3	4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over	
Under 25	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
25-29	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	0	0	0	0	0	0	0	0	0	0	0	0	0	0
30-34	1	0	0	0	13	30	0	0	0	0	0	0	0	44
		0	0	0		5,507	0	0	0	0	0	0	0	5,043
35-39	2	1	1	0	15	52	18	0	0	0	0	0	0	89
				0		7,671		0	0	0	0	0	0	8,913
40-44	3	0	1	0	10	48	39	15	0	0	0	0	0	116
		0		0		9,975	20,920		0	0	0	0	0	15,387
45-49	2	0	1	0	7	34	31	42	16	0	0	0	0	133
		0		0		15,183	30,301	40,845		0	0	0	0	30,731
50-54	1	1	0	0	12	44	36	55	83	14	0	0	0	246
	0		0	0		21,823	39,399	52,602	69,260		0	0	0	50,663
55-59	2	2	1	1	11	38	26	27	46	51	9	0	0	214
						34,081	50,628	62,000	84,646	114,210		0	0	72,353
60-64	0	0	2	0	7	30	11	24	27	16	24	5	0	146
	0	0		0		48,875		105,464	109,397		155,179		0	102,658
65-69	0	0	0	0	2	8	4	2	5	0	0	3	0	24
	0	0	0	0						0	0		0	103,134
70 & over	0	0	0	0	1	1	0	2	2	0	0	0	1	7
	0	0	0	0			0			0	0	0		
Total	11	4	6	1	78	285	165	167	179	81	33	8	1	1,019
				0	12,453	20,375	36,496	57,663	79,210	114,167	146,837			0
Average:	Age	51	Number of Participants:				Fully vested			1,019	Males		992	
	Service	15					Partially vested			0	Females		27	

Census data as of January 1, 2017

¹ Ages and service for purposes of determining category are based on exact (not rounded) values.

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¹ Age and service for purposes of determining category are based on exact (not rounded) values.

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Schedule SB, Line 26

Schedule of Active Participant Data for Frozen Plans as of January 1, 2017

All monetary amounts shown in US Dollars

Attained Age	Attained Years of Credited Service													
	0	1	2	3	4	5-9	10-14	15-19	20-24	25-29	30-34	35-39	40 & Over	Total
Under 25	0	0	0	0	0	0	0	0	0	0	0	0	0	0
25-29	0	0	0	0	0	0	0	0	0	0	0	0	0	0
30-34	1	0	0	0	13	30	0	0	0	0	0	0	0	44
						2,467								2,278
35-39	2	1	1	0	15	52	18	0	0	0	0	0	0	89
						2,950								3,345
40-44	3	0	1	0	10	48	39	15	0	0	0	0	0	116
						3,042	6,360							4,618
45-49	2	0	1	0	7	34	31	42	16	0	0	0	0	133
						3,432	7,286	9,551						7,166
50-54	1	1	0	0	12	44	36	55	83	14	0	0	0	246
						3,919	7,044	9,778	12,835					9,305
55-59	2	2	1	1	11	38	26	27	46	51	9	0	0	214
						4,611	7,050	8,990	12,809	16,392				10,439
60-64	0	0	2	0	7	30	11	24	27	16	24	5	0	146
						5,245		11,647	12,619		17,186			11,488
65-69	0	0	0	0	2	8	4	2	5	0	0	3	0	24
														9,259
70 & over	0	0	0	0	1	1	0	2	2	0	0	0	1	7
Total	11	4	6	1	78	285	165	167	179	81	33	8	1	1,019
					2,342	3,637	6,889	9,635	12,547	16,300	17,271			8,217
Average:	Age	51	Number of Participants:				Fully vested			1,019	Males		992	
	Service	15					Partially vested			0	Females		27	
Census data as of January 1, 2017														

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Schedule SB, Part V Statement of Actuarial Assumptions

The following pages from the 2017 actuarial valuation report provide information on actuarial assumptions and methods for part V for Schedule SB.

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Appendix A – Statement of actuarial assumptions and methods

Plan Sponsor

The Goodyear Tire & Rubber Company

EIN/PN

34-0253240/010

Discount Rates for Funding

- Current plan year PPA effective interest rate: 5.84%
- Prior plan year PPA effective interest rate: 6.03%
- Current Year Elections
 - Rate Format: 3-Segment Rates
 - Applicable Month: September 2016
 - Before Reflecting HATFA Corridors:

First Segment Rate:	1.52%
Second Segment Rate:	3.80%
Third Segment Rate:	4.79%
 - After Reflecting HATFA Corridors:

First Segment Rate:	4.16%
Second Segment Rate:	5.72%
Third Segment Rate:	6.48%

Discount Rate for ASC 960: 5.25%

Assumed Cost of Living Adjustments

None.

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Inclusion Date

The valuation date coincident with or next following the date on which the employee becomes a participant. Participation was frozen effective December 31, 2004.

Plan-related 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

Funding liability: 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. There is no separate assumption for disabled mortality.

ASC 960 liability: Mortality for non-disabled participants is assumed to occur according to the 2009 Goodyear Salaried Healthy Mortality Table with separate male and female rates. Each male and female rate is multiplied by a factor of 0.96. The tables were developed based on the mortality experience of the Goodyear Salaried and Retail non-disabled populations for the period 2007 through 2011 using a benefits-weighted approach. The rates are projected from 2011 based on the MP-2014 scale, adjusted to reflect a 2007 through 2017 convergence period and a 0.75% long-term rate. For disabled mortality, unisex rates are assumed, equal to projected healthy male mortality rates increased by 0.02 at each age up to 59 and by 0.03 at ages 60 and older.

Joint Annuitant Mortality

Mortality is applied to the joint annuitant of participants who elect the Joint & Survivor Option form from the date of retirement to the current valuation date. The applicable mortality is the 2003 Goodyear Salaried Healthy Mortality Table with separate male and female rates.

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Retirement

For purposes of determining the Funding Target and Target Normal Cost (both disregarding at-risk assumptions), the incidence of retirement is assumed as indicated below. The same rates apply for males and females.

Age	Percentage retiring during the year	
	Ineligible for Unreduced Benefits	Eligible for Unreduced Benefits
50-54	0%	3%
55	3	5
56	3	5
57	3	5
58	3	5
59	3	7
60	4	9
61	7	24
62	30	30
63	30	30
64	45	45
65	55	55
66	60	60
67	70	70
68	80	80
69	90	90
70 & Over	100	100

Vested terminated participants are generally assumed to commence benefits at age 62 if service was 10 years or more, and age 65 otherwise.

Former D.C.H. Plan benefits are payable at age 65 for deferred vested participants.

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Withdrawal

Separate male and female withdrawal rates are used. The following rates are illustrative:

Percentage of Participants Expected to Terminate Within One Year			
Male		Female	
Age	Percentage	Age	Percentage
25	14.6%	25	22.2%
35	9.4	35	10.6
45	6.1	45	8.9
55	3.0	55	3.4

Disability

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

Compensation Increases

Not applicable.

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.

Form of Payment

All employees under age 50 and 75% of those over age 50 as of January 1, 2009, are assumed to select the lump sum form of benefit, if available to them, upon separation from the Company due to retirement. All employees who separate from the Company for reasons other than retirement are assumed to elect the lump sum option. The remaining employees are assumed to elect the 5-year certain and continuous form.

The annuity is valued using the valuation discount rate and valuation mortality. The lump sum is the larger of the pension balance or the value of the accrued benefit, payable at normal retirement age, under IRC §417(e) assumptions described below.

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For ASC 960 purposes only, IRC §436 restrictions are reflected, if applicable. During periods of partial lump sum restrictions, participants normally assumed to elect lump sums are assumed to elect bifurcated benefits instead.

IRC 417(e) Lump Sum Assumptions

Funding Liability:

Interest rate: Yield curve segment rates equal to the valuation discount rates, using the substitution of annuity form under IRC §1.430(d)-1(f)(4).

Mortality: The table prescribed by the IRS in Notice 2016-50 (no projection).

ASC 960 Liability:

Interest rate: Yield curve segment rates equal to the corporate bond rates from the December 31, 2016 Rate:Link 40-90 yield curve, using an annuity substitution approach.

Mortality: The table prescribed by the IRS in Notice 2016-50, with annual projection using Scale AA. For future years, the average of the male and female rates published in the IRS-proposed (IRC § 430) optional combined tables for small plans and projected from 2018 with Scale MP-2016.

Lump Sum Assumptions for Annuitized Benefits

For those decrements at which a lump sum is assumed to be paid, it is also assumed that the Trust will be reimbursed for annuitized benefits, if any, in a lump sum. The total lump sum payable to the participant is determined without regard to reimbursement for the annuitized benefits. The lump sum reimbursement is 90% of the value calculated under the following assumptions.

Interest rate: 4.50%

Mortality: The 1994 Group Annuity Mortality Basic Table with separate male and female rates.

The same assumptions apply for ASC 960 liability.

Marriage

For purposes of valuing the pre-retirement surviving spouse's benefit, 85% of eligible male participants and 50% of eligible female participants are assumed to be married. Male spouses are assumed to be 3 years older than female spouses.

Employees

It was assumed there will be no new or rehired employees.

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At-risk assumptions

For at-risk calculations, all participants eligible to commence benefits during the current and subsequent ten plan years are assumed to commence benefits at the earliest possible date under the plan, but not before the end of the current plan year, except in accordance with the regular valuation assumptions. In addition, all participants (not just those eligible to begin benefits within the next 11 years) are assumed to elect the most valuable form of benefit under the plan. For each participating employee, the benefit is assumed to be payable as a five-year certain and continuous annuity.

Timing of Benefit Payments

Annuity payments are payable monthly at the beginning of the month and lump sum payments are payable on the date of decrement.

Funding Target

Present value of accrued benefits.

Target Normal Cost

Present value of benefits expected to accrue during the plan year.

ASC 960 Cost Method

The Unit Credit actuarial cost method has been used for ASC 960 purposes. This is a method under which the projected benefit of each individual included in the actuarial valuation is allocated to valuation years on the basis of the service of the individual (adjusted to reflect rates of benefit accruals).

The actuarial present value of benefits allocated to the valuation year is called the normal cost. The actuarial present value of benefits allocated to all periods prior to the valuation year is called the actuarial accrued liability.

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 (each 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

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plan year (pursuant to IRS Notice 2009-22) was 5.50%, which is the lesser of the anticipated rate of return on assets for the plan year, equal to 5.50%, and the applicable limitation for the plan year, equal to 6.65%. The assumed rate of return on plan assets for the second prior plan year (pursuant to IRS Notice 2009-22) was 5.00%, which is the lesser of the anticipated rate of return on assets for the plan year, equal to 5.00%, and the applicable limitation for the plan year, equal to 6.81%. 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.

Valuation assets also include the actuarial present value of annuitized benefits. The present value of annuitized benefits is calculated using the assumptions specified above.

Participant Data

Participant data as of January 1, 2017 were supplied by The Goodyear Tire & Rubber Company. These data included information on annuitized benefits.

Tax Policy

The actuarial valuation performed for the plan year ending December 31, 2017 is used to determine the maximum deductible contribution for the tax year ending December 31, 2017.

Benefits not Included in Valuation

None.

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 precision, which is not 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

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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.

Unpredictable Contingent Event Benefits

No events are considered to have more than a de minimis likelihood of occurring.

Assumptions Rationale - Significant Economic Assumptions

Interest rate	The basis chosen was selected by the plan sponsor from among choices prescribed by law and regulation, all of which are based on observed market data over certain periods of time. For ASC 960 purposes, the discount rate was chosen by the plan sponsor based on market information on the measurement date.
Lump sum conversion rate	As prescribed by law and regulations, lump sums on a 417(e) basis are valued using "annuity substitution" and the discount rate basis selected by the plan sponsor. Future interest rates are determined from information inherent in current market rates. For ASC 960 purposes, lump sums on a 417(e) basis are valued using "annuity substitution" and the assumption that there is minimal difference between applicable interest rates and the interest rates referenced to determine the plan's U.S. GAAP discount rate. Future interest rates are determined from information inherent in current market rates. For lump sum reimbursements by MetLife, the assumed 30-year Treasury rate is developed based on a projection of the Treasury yield curve. Future 30-year Treasury rates are determined as the coupon rates that would result in the bonds selling at par. The same applies for ASC 960.
Administrative and investment expenses	Administrative expenses are paid directly by the plan sponsor. The expected rate of return on invested assets is net of investment-related expenses.

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Assumptions Rationale - Significant Demographic Assumptions

Healthy Mortality	Assumptions were prescribed by law and regulation. For ASC 960 purposes, mortality tables are based on a study of plan experience and are projected to change over time according to a table of factors based on historical population data.
Disabled Mortality	Assumptions were prescribed by law and regulation. For ASC 960 purposes, disabled mortality rates equal the healthy male tables, with projection, plus a margin.
Termination	Termination rates were based on an experience study conducted in 1981, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.
Disability	Disability rates are incorporated in termination rates which were based on an experience study conducted in 1981, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.
Retirement	Retirement rates were based on an experience study conducted in 1981 with subsequent modifications to reflect changes in conditions that are expected to produce different results in the future. The rates were changed effective December 31, 2014 to extend retirement rates beyond age 65 based on recent experience as well as expected future trends.
Lump sum election rate	Lump sum election rates were based on an experience study conducted in 2009 for the Salaried Pension Plan, with annual consideration of whether any conditions have changed that would be expected to produce different results in the future.

Source of Prescribed Methods

Funding methods	The methods used for funding purposes as described in Appendix A, including the method of determining plan assets, are "prescribed methods set by law", as defined in the actuarial standards of practice (ASOPs). These methods are required by IRC §430, or were selected by the plan sponsor from a range of methods permitted by IRC §430.
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Changes in Assumptions and Methods

Change in assumptions since prior valuation

The interest rate assumption was updated to reflect annual changes in the rates specified by the IRS. However, the underlying PPA election of September segment rates is unchanged. The effective interest rate has changed from 6.03% to 5.84%.

The MetLife lump sum reimbursement interest rate has been determined from the December 31, 2016 Treasury curve. For simplicity this curve is modeled as a flat 3.25%, generating a MetLife lump sum rate of 4.50%.

The following assumption changes were made specifically for ASC 960:

The discount rate assumption was changed from 5.50% to 5.25%.

The 417(e) lump sum interest assumption has been set to the December 31, 2016 Rate: Link 40-90 yield curve.

417(e) mortality has been updated effective in 2018, based on the proposed regulations published by the IRS on December 28, 2016. The new base table is assumed to be the average of the male and female rates published in the IRS-proposed (IRC § 430) optional combined tables for small plans. This table is projected to the year of decrement using Scale MP-2016

Change in methods since prior valuation

None.

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Schedule SB, Part V Summary of Actuarial Assumptions/ Methods

The following pages from the 2017 actuarial valuation report provide information on actuarial assumptions and methods for part V for Schedule SB.

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Appendix B.1– Retail Pension Plan

Summary of plan provisions

1. Plan Sponsor: The Goodyear Tire & Rubber Company
2. Plan Name: Retail Pension Plan
3. Effective Date: The Plan is most recently restated effective January 1, 2016

Effective December 31, 2013, the D.C.H. Pension Plan was merged into the Retail Plan. See Appendix B.2 for a summary of D.C.H. Plan provisions.
4. Plan Participation: Certain classes of domestic salaried employees of the Company, designated as retail employees. Plan participation begins after twelve months of service. A participant may elect, prior to the beginning of a Plan year, to make contributions to the Plan, as described in Item 10 below. Effective January 1, 2005 plan participation is restricted to employees hired prior to January 1, 2005.

As of October 1, 1990 salaried employees of D.C.H., Inc. became participants of the Plan and began accrual of benefits. Eligibility requirements are satisfied both with Plan service and periods of service with D.C.H., Inc.
5. Accrual Freeze: Effective December 31, 2008, accruals under the plan were frozen.
6. Vesting: Effective December 31, 2007, all participants were fully vested.
7. Definitions
 - (a) Continuous Service: For the purpose of determining an amount of pension, all periods of service as an Employee rounded to the next highest 1/12th of a year (after March 31, 1998) or nearest 1/12th (prior to April 1, 1998).
 - (b) Break Point: 50% of the Social Security Wage Base in effect at the beginning of a Plan year.
 - (c) Pension Point: A percentage applied to a portion of Average Earnings.
 - (i) Base Point: A Pension Point applied to Average Earnings up to the Break Point.

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- (ii) Additional Point Below Break Point: A Pension Point applied to Average Earnings up to the Break Point and credited when contributions on Earnings up to the Break Point are made.
- (iii) Additional Point Above Break Point: A Pension Point applied to Average Earnings above the Break Point and credited when contributions on Earnings in excess of the Break Point are made.
- (d) Earnings: Total compensation paid to an Employee for a period of Continuous Service, excluding payment under certain incentive plans, and limited in accordance with IRC Section 401(a)(17).
- (e) Average Earnings: The average of an Employee's Earnings for the 5 calendar years out of the 10 years preceding the date of calculation for which the Earnings are the highest. A partial year's Earnings are annualized for Employees with fewer than 5 calendar years of Earnings.

8. Crediting of Pension Points

- (a) Pension Points are credited on a Plan Year basis according to the following table:

Attained Age During the Year	Base Points	Additional Points Below Break Point	Additional Points Above Break Point
Less than 30	1.25	1.5	2.75
30 – 34	1.75	1.5	3.25
35 – 39	2.50	1.5	4.00
40 – 44	4.50	1.5	6.00
45 – 49	6.50	1.5	8.50
50 – 54	9.50	1.5	12.50
55 and over	11.50	1.5	14.50

Credited points are prorated for partial years of Continuous Service (for benefit amount purposes) and partial years of contributions.

- (b) Transition Pension Points - Participants as of April 1, 1998 who have 15 or more years of Continuous Service are credited with additional Base Pension Points based on their Continuous Service as of March 31, 1998 according to the following table:

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Base Points for Each year of Continuous Service	
<u>Years of Service</u>	<u>Base Points</u>
1-10	0.5
11-20	2.0
Over 20	0.0

9. Accrued Normal Retirement Benefit

(a) In general, a participant's accrued normal retirement benefit payable as a 5-year certain and continuous annuity, equals:

- (i) total Base Points times Average Earnings below the Break Point plus
- (ii) total Additional Points Below Break Point times Average Earnings below the Break Point plus
- (iii) total Additional Points Above Break Point times Average Earnings in excess of the Break Point
- (iv) with the resulting sum multiplied by a deferred annuity factor based on the participant's age as of the date of calculation.

The product of (i) and (iv) is held to a minimum of the accrued noncontributory benefit as of March 31, 1998 and the product of (iii) and (iv) is held to a minimum of the accrued contributory benefit as of March 31, 1998.

Projected Maximums: In addition, the product of (i) and (iv) is held to a maximum of projected Base Points at normal retirement age times Average Earnings below the Break Point and an annuity factor at normal retirement age. A similar maximum applies to the product of (iii) and (iv).

Annuity factors are based on the UP-1984 mortality table with a 3-year age setback and an interest rate of 4.75%.

(b) Transition Minimum

Participating employees as of April 1, 1998 are eligible for a minimum benefit equal to the accrued non-contributory and contributory benefits as of March 31, 1998 plus the accrued benefit calculated as in (a) above but based only on Pension Points accrued since March 31, 1998, excluding any additional Points credited by amendments.

A special calculation is done for participants who have periods after March 31, 1998 during which they elected not to make contributions on Earnings in excess of the Break Point.

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10. Benefits Upon Termination of Employment

A participant with 3 or more years of Continuous Service is entitled to elect, upon termination of employment, a lump sum, an immediate annuity or a deferred annuity, determined as follows:

- (a) Deferred Annuity – equals the accrued normal retirement benefit payable at age 65 or as early as age 55 in a reduced amount.
 - (i) If the accrued benefit is based solely on Pension Points, the reduced annuity equals the accrued benefit without the Projected Maximum, reduced actuarially if commencement precedes age 65, with the result limited by the Projected Maximum. The actuarial reduction is based on the UP-1984 mortality table with a three-year age setback and a 4.75% interest rate.
 - (ii) Otherwise, the portion of the accrued benefit based on accrued benefits as of March 31, 1998 is reduced according to the terms of the Plan in effect on March 31, 1998 and the remainder (based on Pension Points) is reduced as in (i) above.
- (b) Immediate Annuity for participants age 55 with 10 years of Continuous Service and participants with 30 years of Continuous Service.
 - (i) Portion of benefit based on Pension Points – reduced annuity equals the accrued benefit without the Projected Maximum, reduced by 3.9% for each year that commencement precedes age 65, with the result limited by the Projected Maximum.
 - (ii) Portion of benefit based on accrued benefits as of March 31, 1998 – reduced annuity equals the accrued benefit reduced by 4.8% for each year that commencement precedes age 62; the non-contributory portion is unreduced if the participant has 30 years of service.
 - (iii) In addition, if the participant was at least age 55 with at least 30 years of Continuous Service as of March 31, 1998, then a temporary monthly annuity will be paid up to age 62 equal to \$5 times years of Continuous Service as of March 31, 1998. Otherwise, participants with annuitized temporary supplements as of June 30, 1988 will be eligible for this if they retire at age 55 or older with at least 30 years of service.
- (c) Immediate Annuity for all other participants.

Plan Name: Retail Pension Plan
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 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

- (i) Portion of benefit based on Pension Points – reduced annuity is determined using the same method and actuarial assumptions as in (a)(i) above.
 - (ii) Portion of benefit based on accrued benefits as of March 31, 1998 – reduction from age 62 down to age 50 is 4.8% per year; reduction below age 50 is actuarial.
- (d) Lump Sum
 - (i) In general, the lump sum equals the sum of products of Pension Points times Average Earnings, either up to or in excess of the Break Point, as appropriate.
 - (ii) The minimum total lump sum equals (1) the actuarial present value of the accrued normal retirement benefit determined under the assumptions specified in Section 417(e) of the Internal Revenue Code as in effect on the first day of the Plan Year during which the benefit commencement date occurs; or, if larger, (2) accumulated employee contributions with statutory interest.
 - (iii) The portion of (i) associated with Base Points is held to a minimum of the actuarial present value of the noncontributory accrued benefit as of March 31, 1998 using the same assumptions as found in (ii). A similar minimum applies to the lump sum associated with Additional Points Above Break Point.
 - (iv) The portion of (i) associated with Additional Points Above Break Point is held to a minimum of corresponding accumulated employee contributions with plan interest. A similar minimum applies to the lump sum associated with Additional Points Below Break Point.

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

11. Deferred Disability

- | | | |
|-----|---------------------------|--|
| (a) | Eligibility | Termination of employment before age 65 and after 5 years of Continuous Service and while receiving benefits under the Long Term Disability Income Plan. |
| (b) | Termination of Employment | Occurs two years after last day worked. Employee is credited with Base and Additional Points Above Break Point during these two years but does not make any employee contributions. |
| (c) | Benefit | <p>(i) Payable when disability ceases, or if earlier, the later of age 65 or 2 years after the occurrence of disability.</p> <p>(ii) Lump Sum – calculated as of the date of termination of employment as if the Employee had then elected such a payment and actuarially increased to date of payment using 417(e) assumptions in effect at date of termination.</p> <p>(iii) Annuity – the Accrued Normal Retirement Benefit calculated as the date of termination of employment and reduced for commencement prior to age 65 as described in 10(b) above.</p> |

12. Death Benefits

- | | | | | | |
|------|---|-----|--|------|--|
| (a) | Eligibility – All participants are fully eligible. | | | | |
| (b) | Benefit – <table border="0"> <tr> <td style="vertical-align: top;">(i)</td> <td>Annuity - a surviving spouse may elect to receive an immediate annuity or an annuity deferred to any date between the participant's 55th and 65th birthdays. The annuity is based on the participant's Accrued Normal Retirement Benefit as of the date of his termination of employment and the 100% Joint and Survivor annuity form and is reduced for commencement before the participant's 65th birthday as described in Item 10(b) and 10(c) above. The surviving spouse may also elect a lump sum payment.</td> </tr> <tr> <td style="vertical-align: top;">(ii)</td> <td>Lump Sum - the amount that would have been paid to the employee as a lump sum had he terminated employment on the day before the day of his death or, if earlier, the day he terminated employment. This benefit may be elected by a surviving spouse in lieu of the annuity benefit. If there is no eligible spouse, the lump sum is paid to the employee's estate.</td> </tr> </table> | (i) | Annuity - a surviving spouse may elect to receive an immediate annuity or an annuity deferred to any date between the participant's 55 th and 65 th birthdays. The annuity is based on the participant's Accrued Normal Retirement Benefit as of the date of his termination of employment and the 100% Joint and Survivor annuity form and is reduced for commencement before the participant's 65 th birthday as described in Item 10(b) and 10(c) above. The surviving spouse may also elect a lump sum payment. | (ii) | Lump Sum - the amount that would have been paid to the employee as a lump sum had he terminated employment on the day before the day of his death or, if earlier, the day he terminated employment. This benefit may be elected by a surviving spouse in lieu of the annuity benefit. If there is no eligible spouse, the lump sum is paid to the employee's estate. |
| (i) | Annuity - a surviving spouse may elect to receive an immediate annuity or an annuity deferred to any date between the participant's 55 th and 65 th birthdays. The annuity is based on the participant's Accrued Normal Retirement Benefit as of the date of his termination of employment and the 100% Joint and Survivor annuity form and is reduced for commencement before the participant's 65 th birthday as described in Item 10(b) and 10(c) above. The surviving spouse may also elect a lump sum payment. | | | | |
| (ii) | Lump Sum - the amount that would have been paid to the employee as a lump sum had he terminated employment on the day before the day of his death or, if earlier, the day he terminated employment. This benefit may be elected by a surviving spouse in lieu of the annuity benefit. If there is no eligible spouse, the lump sum is paid to the employee's estate. | | | | |

13. Actuarial Increases

The benefit payable upon retirement of an active participant is increased actuarially for each year worked that is both after age 65 and after December 31, 2008.

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EIN / PN:	34-0253240 / 010
Plan Sponsor:	Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2017

SCHEDULE SB ATTACHMENTS

14. Employee Contributions

- (a) Required Contributions Participants may elect to contribute 1.75% of Earnings in excess of the Break Point. Those who elect to contribute above the Break Point may also elect to contribute 1% of Earnings up to the Break Point. All contributions cease effective December 31, 2008.
- (b) Withdrawal of Contributions Upon termination of employment prior to becoming eligible for a vested pension, employee contributions, together with appropriate accumulated interest (7% for all periods after January 1, 1983) are refunded. If greater, the refunded amount is contributions with statutory interest, currently credited at 120% of the Federal mid-term rate.
- (c) Return of Contributions in the Event of Death In the event of death prior to benefit commencement when no future benefits will be payable, employee contributions with appropriately accumulated interest to the date of death are refunded. In the event of cessation of benefits due to death after benefit commencement, the excess, if any, of employee contributions with appropriately accumulated interest to the date of benefit commencement over benefits paid are refunded.

15. Optional Annuity Forms of Payment

If an employee does not elect an option or file a written revocation, benefits will be paid as a reduced Qualified Joint and Survivor Annuity if married, or on a 5-year certain and continuous basis if unmarried. Available options for other than deferred vested terminations are:

- Option 3 – joint and survivor (spouse only) with 5-year certain;
- Option 6 – period certain (10, 15 or 20 years certain);
- Option 4 – 100% contingent coverage (pop-up);
- Option 5 – 50% contingent coverage; and
- Option 7 – 75% Qualified Optional Survivor Annuity.

16. Spinoff Plans

Two new plans were created in 1988 by means of spinoffs from the Retirement Plan for Salaried Employees (now Salaried Pension Plan). These were:

- (a) Retirement Plan for Certain Retired and Former Salaried Employees Liabilities and assets were spun off effective May 31, 1988 for retired and former employees who, on April 30, 1986, were receiving benefits under the Plan and for former employees who, on April 30, 1986, were vested and entitled to receive benefits at a future date under the Plan. This plan was later terminated effective June 30, 1988; this action made necessary the annuitization of all accrued Plan benefits.
- (b) Retirement Plan for Retail Salaried Employees Retail store employees formerly covered by the Plan were spun off effective June 30, 1988 into a separate plan. This plan is now known as the Retail Pension Plan.

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
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17. Annuitization of Benefits

Following the termination of a spun off plan, the Retirement Plan for Certain Retired and Former Salaried Employees, all accrued Plan benefits as of June 30, 1988 were fully annuitized. Retail store employees formerly covered by the Plan were spun off effective June 30, 1988 into a separate plan. This plan is now known as the Retail Pension Plan.

Under 2014 agreements, Metropolitan Life will generally reimburse the Plan with a lump sum for employees electing the lump sum form of payment for their total benefits; however, the Plan will bear the cost of any difference between payment and reimbursement.

18. Special Payment to Certain Retirees

Employees who retired between January 1, 1997 and March 31, 1998 will have their benefits recalculated under the terms of the Plan that became effective April 1, 1998.

19. Benefits Not Valued

None.

20. Changes in Provisions

None.

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Appendix B.2 – D.C.H. Inc. Retirement Plan For Salaried Employees

Summary of plan provisions

Plan Sponsor

The Goodyear Tire & Rubber Company

Effective Date:

Adopted March 31, 1987 with an effective date of April 1, 1986; most recently amended September 30, 1990, retroactively effective on January 1, 1989. Merged into the Retail Plan effective December 31, 2013.

Plan 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

(a) Eligibility:

Age 65.

(b) 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:

- (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

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

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

- (a) Eligibility:

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

- (b) 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.

Deferred Vested Termination

- (a) Eligibility:

Any age with 5 years of Continuous Service.

- (b) 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.

- (c) 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.

Survivor Benefit

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.

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

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Form 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 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).

Effective January 1, 2015, terminating and retiring employees have the option to elect a lump sum payment of the total benefit within 90 days of exit.

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.

Benefits Not Valued

Effective January 1, 2016, deferred vested participants who could not be located through a diligent search were deemed to be lost participants and were excluded from the valuation. If such a participant comes forward the benefits will be restored.

Changes in Plan Provisions since Prior Valuation

None.

Plan Name: Retail Pension Plan
EIN / PN: 34-0253240 / 010
Plan Sponsor: Goodyear Tire & Rubber Company
Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Schedule SB, Part IX PRA 2010 Funding Relief Election

The Company elected funding relief under the PRA for the 2009 and 2011 plan years, using the 2 + 7 year amortization method. However, because all amortization bases have been eliminated effective January 1, 2013, the relief elections no longer impact current or future funding requirements.

Plan Name: Retail Pension Plan
EIN / PN: 34-0253240 / 010
Plan Sponsor: Goodyear Tire & Rubber Company
Valuation Date: January 1, 2017

Willis Towers Watson 

SCHEDULE SB ATTACHMENTS

Schedule SB – Statement by Enrolled Actuary

Plan Sponsor	Goodyear Tire & Rubber Company
EIN/PN	34-0253240/10
Plan Name	Retail Pension Plan
Valuation Date	January 1, 2017
Enrolled Actuary	William Roberts
Enrollment Number	17-05427

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:	Retail Pension Plan
EIN / PN:	34-0253240 / 010
Plan Sponsor:	Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2017

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Schedule SB, Line 2a Market Value of Assets

Market value of assets equals \$339,233,271 which is \$262,373,063 of fair market value of assets, including accrued income and accrued employee contributions, plus \$0 of accrued discounted employer contributions, plus \$76,860,208 for value of benefits guaranteed by group annuity contracts.

Plan Name: Retail Pension Plan
EIN / PN: 34-0253240 / 010
Plan Sponsor: Goodyear Tire & Rubber Company
Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 3 Funding Target Breakdown

This item has been adjusted to include an amount of \$76,860,208 of liability which represents the value of benefits guaranteed by group annuity contracts. The breakdown by participant status is as follows:

a. Retired and Beneficiary	\$60,026,575
b. Terminated Vested	\$12,726,700
c. Active	
(1) Non-Vested	\$0
(2) Vested	\$4,106,933
(3) Total Active	\$4,106,933
d. Total	\$76,860,208

Plan Name:	Retail Pension Plan
EIN / PN:	34-0253240 / 010
Plan Sponsor:	Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2017

SCHEDULE SB ATTACHMENTS

Schedule SB, Line 22
Description of Weighted Average Retirement Age
as of January 1, 2017

See Schedule SB, Part V for retirement rates. These rates, when applied to a population at earliest retirement age, produce expected numbers of retirement at each age. As the population ages, an increasing proportion of the population is assumed to have attained eligibility for unreduced benefits. The weight applied to each retirement age is the percentage of total retirees expected to retire at that age. The resulting weighted average retirement age is 62. The calculation of this average is presented on the following page. Although immediate commencement is available at all ages, retirement rates are taken to be separation from service after age 55 with 10 years of service or any age with 30 years of service.

Plan Name:	Retail Pension Plan
EIN / PN:	34-0253240 / 010
Plan Sponsor:	Goodyear Tire & Rubber Company
Valuation Date:	January 1, 2017

SCHEDULE SB ATTACHMENTS

THE GOODYEAR TIRE & RUBBER COMPANY

Retail Pension Plan

EIN 34-0253240/PN 010

Schedule SB, line 22 - Description of Weighted Average Retirement Age

Age	Retirement Rates		Number of Participants Remaining Active			Number of Retirements			Percent Of Total	Weighted Age	Reduced to Unreduced Transition
	Eligible for Unreduced Benefits	Not Eligible For Unreduced Benefits	Total	Eligible for Unreduced Benefits	Not Eligible for Unreduced Benefits	Total	With Unreduced Benefits	With Reduced Benefits			
50	3%	0%	1000.0000	50.0000	950.0000	1.5000	1.5000	0.0000	0.0015	0.0750	50.0000
51	3%	0%	998.5000	78.5000	920.0000	2.3550	2.3550	0.0000	0.0024	0.1201	30.0000
52	3%	0%	996.1450	106.1450	890.0000	3.1844	3.1844	0.0000	0.0032	0.1656	30.0000
53	3%	0%	992.9607	132.9607	860.0000	3.9888	3.9888	0.0000	0.0040	0.2114	30.0000
54	3%	0%	988.9718	158.9718	830.0000	4.7692	4.7692	0.0000	0.0048	0.2575	30.0000
55	5%	3%	984.2027	184.2027	800.0000	33.2101	9.2101	24.0000	0.0332	1.8266	30.0000
56	5%	3%	950.9925	200.9925	750.0000	32.5496	10.0496	22.5000	0.0325	1.8228	26.0000
57	5%	3%	918.4429	218.4429	700.0000	31.9221	10.9221	21.0000	0.0319	1.8196	27.5000
58	5%	3%	886.5208	236.5208	650.0000	31.3260	11.8260	19.5000	0.0313	1.8169	29.0000
59	7%	3%	855.1947	255.1947	600.0000	35.8636	17.8636	18.0000	0.0359	2.1160	30.5000
60	9%	4%	819.3311	269.3311	550.0000	46.2398	24.2398	22.0000	0.0462	2.7744	32.0000
61	24%	7%	773.0913	263.0913	510.0000	98.8419	63.1419	35.7000	0.0988	6.0294	18.0000
62	30%	30%	674.2494	674.2494	0.0000	202.2748	202.2748	0.0000	0.2023	12.5410	474.3000
63	30%	30%	471.9746	471.9746	0.0000	141.5924	141.5924	0.0000	0.1416	8.9203	0.0000
64	45%	45%	330.3822	330.3822	0.0000	148.6720	148.6720	0.0000	0.1487	9.5150	0.0000
65	55%	55%	181.7102	181.7102	0.0000	99.9406	99.9406	0.0000	0.0999	6.4961	0.0000
67	60%	60%	81.7696	81.7696	0.0000	49.0618	49.0618	0.0000	0.0491	3.2381	0.0000
68	70%	70%	32.7078	32.7078	0.0000	22.8955	22.8955	0.0000	0.0229	1.5340	0.0000
69	80%	80%	9.8124	9.8124	0.0000	7.8499	7.8499	0.0000	0.0078	0.5338	0.0000
70 & Over	90%	90%	1.9625	1.9625	0.0000	1.7662	1.7662	0.0000	0.0018	0.1219	0.0000
	100%	100%	0.1962	0.1962	0.0000	0.1962	0.1962	0.0000	0.0002		0.0000
Totals						1000.0000	837.3000	162.7000	1.0000		837.3000

Weighted Average Retirement Age =

61.9354

Plan Name: Retail Pension Plan
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 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Schedule SB, Part V Summary of Actuarial Assumptions/ Methods

The following pages **from the 2017 actuarial valuation report** provide information on actuarial assumptions and methods for part V for Schedule SB.

Plan Name: Retail Pension Plan
EIN / PN: 34-0253240 / 010
Plan Sponsor: Goodyear Tire & Rubber Company
Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

Appendix B.1– Retail Pension Plan

Summary of plan provisions

1. Plan Sponsor: The Goodyear Tire & Rubber Company
2. Plan Name: Retail Pension Plan
3. Effective Date: The Plan is most recently restated effective January 1, 2016

Effective December 31, 2013, the D.C.H. Pension Plan was merged into the Retail Plan. See Appendix B.2 for a summary of D.C.H. Plan provisions.
4. Plan Participation: Certain classes of domestic salaried employees of the Company, designated as retail employees. Plan participation begins after twelve months of service. A participant may elect, prior to the beginning of a Plan year, to make contributions to the Plan, as described in Item 10 below. Effective January 1, 2005 plan participation is restricted to employees hired prior to January 1, 2005.

As of October 1, 1990 salaried employees of D.C.H., Inc. became participants of the Plan and began accrual of benefits. Eligibility requirements are satisfied both with Plan service and periods of service with D.C.H., Inc.
5. Accrual Freeze: Effective December 31, 2008, accruals under the plan were frozen.
6. Vesting: Effective December 31, 2007, all participants were fully vested.
7. Definitions
 - (a) Continuous Service: For the purpose of determining an amount of pension, all periods of service as an Employee rounded to the next highest 1/12th of a year (after March 31, 1998) or nearest 1/12th (prior to April 1, 1998).
 - (b) Break Point: 50% of the Social Security Wage Base in effect at the beginning of a Plan year.
 - (c) Pension Point: A percentage applied to a portion of Average Earnings.
 - (i) Base Point: A Pension Point applied to Average Earnings up to the Break Point.

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

- (ii) Additional Point Below Break Point: A Pension Point applied to Average Earnings up to the Break Point and credited when contributions on Earnings up to the Break Point are made.
- (iii) Additional Point Above Break Point: A Pension Point applied to Average Earnings above the Break Point and credited when contributions on Earnings in excess of the Break Point are made.
- (d) Earnings: Total compensation paid to an Employee for a period of Continuous Service, excluding payment under certain incentive plans, and limited in accordance with IRC Section 401(a)(17).
- (e) Average Earnings: The average of an Employee's Earnings for the 5 calendar years out of the 10 years preceding the date of calculation for which the Earnings are the highest. A partial year's Earnings are annualized for Employees with fewer than 5 calendar years of Earnings.

8. Crediting of Pension Points

- (a) Pension Points are credited on a Plan Year basis according to the following table:

Attained Age During the Year	Base Points	Additional Points Below Break Point	Additional Points Above Break Point
Less than 30	1.25	1.5	2.75
30 – 34	1.75	1.5	3.25
35 – 39	2.50	1.5	4.00
40 - 44	4.50	1.5	6.00
45 – 49	6.50	1.5	8.50
50 – 54	9.50	1.5	12.50
55 and over	11.50	1.5	14.50

Credited points are prorated for partial years of Continuous Service (for benefit amount purposes) and partial years of contributions.

- (b) Transition Pension Points - Participants as of April 1, 1998 who have 15 or more years of Continuous Service are credited with additional Base Pension Points based on their Continuous Service as of March 31, 1998 according to the following table:

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

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Base Points for Each year of Continuous Service	
<u>Years of Service</u>	<u>Base Points</u>
1-10	0.5
11-20	2.0
Over 20	0.0

9. Accrued Normal Retirement Benefit

(a) In general, a participant's accrued normal retirement benefit payable as a 5-year certain and continuous annuity, equals:

- (i) total Base Points times Average Earnings below the Break Point plus
- (ii) total Additional Points Below Break Point times Average Earnings below the Break Point plus
- (iii) total Additional Points Above Break Point times Average Earnings in excess of the Break Point
- (iv) with the resulting sum multiplied by a deferred annuity factor based on the participant's age as of the date of calculation.

The product of (i) and (iv) is held to a minimum of the accrued noncontributory benefit as of March 31, 1998 and the product of (iii) and (iv) is held to a minimum of the accrued contributory benefit as of March 31, 1998.

Projected Maximums: In addition, the product of (i) and (iv) is held to a maximum of projected Base Points at normal retirement age times Average Earnings below the Break Point and an annuity factor at normal retirement age. A similar maximum applies to the product of (iii) and (iv).

Annuity factors are based on the UP-1984 mortality table with a 3-year age setback and an interest rate of 4.75%.

(b) Transition Minimum

Participating employees as of April 1, 1998 are eligible for a minimum benefit equal to the accrued non-contributory and contributory benefits as of March 31, 1998 plus the accrued benefit calculated as in (a) above but based only on Pension Points accrued since March 31, 1998, excluding any additional Points credited by amendments.

A special calculation is done for participants who have periods after March 31, 1998 during which they elected not to make contributions on Earnings in excess of the Break Point.

Plan Name: Retail Pension Plan
 EIN / PN: 34-0253240 / 010
 Plan Sponsor: Goodyear Tire & Rubber Company
 Valuation Date: January 1, 2017

SCHEDULE SB ATTACHMENTS

10. Benefits Upon Termination of Employment

A participant with 3 or more years of Continuous Service is entitled to elect, upon termination of employment, a lump sum, an immediate annuity or a deferred annuity, determined as follows:

- (a) Deferred Annuity – equals the accrued normal retirement benefit payable at age 65 or as early as age 55 in a reduced amount.
 - (i) If the accrued benefit is based solely on Pension Points, the reduced annuity equals the accrued benefit without the Projected Maximum, reduced actuarially if commencement precedes age 65, with the result limited by the Projected Maximum. The actuarial reduction is based on the UP-1984 mortality table with a three-year age setback and a 4.75% interest rate.
 - (ii) Otherwise, the portion of the accrued benefit based on accrued benefits as of March 31, 1998 is reduced according to the terms of the Plan in effect on March 31, 1998 and the remainder (based on Pension Points) is reduced as in (i) above.
- (b) Immediate Annuity for participants age 55 with 10 years of Continuous Service and participants with 30 years of Continuous Service.
 - (i) Portion of benefit based on Pension Points – reduced annuity equals the accrued benefit without the Projected Maximum, reduced by 3.9% for each year that commencement precedes age 65, with the result limited by the Projected Maximum.
 - (ii) Portion of benefit based on accrued benefits as of March 31, 1998 – reduced annuity equals the accrued benefit reduced by 4.8% for each year that commencement precedes age 62; the non-contributory portion is unreduced if the participant has 30 years of service.
 - (iii) In addition, if the participant was at least age 55 with at least 30 years of Continuous Service as of March 31, 1998, then a temporary monthly annuity will be paid up to age 62 equal to \$5 times years of Continuous Service as of March 31, 1998. Otherwise, participants with annuitized temporary supplements as of June 30, 1988 will be eligible for this if they retire at age 55 or older with at least 30 years of service.
- (c) Immediate Annuity for all other participants.

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- (i) Portion of benefit based on Pension Points – reduced annuity is determined using the same method and actuarial assumptions as in (a)(i) above.
 - (ii) Portion of benefit based on accrued benefits as of March 31, 1998 – reduction from age 62 down to age 50 is 4.8% per year; reduction below age 50 is actuarial.
- (d) Lump Sum
 - (i) In general, the lump sum equals the sum of products of Pension Points times Average Earnings, either up to or in excess of the Break Point, as appropriate.
 - (ii) The minimum total lump sum equals (1) the actuarial present value of the accrued normal retirement benefit determined under the assumptions specified in Section 417(e) of the Internal Revenue Code as in effect on the first day of the Plan Year during which the benefit commencement date occurs; or, if larger, (2) accumulated employee contributions with statutory interest.
 - (iii) The portion of (i) associated with Base Points is held to a minimum of the actuarial present value of the noncontributory accrued benefit as of March 31, 1998 using the same assumptions as found in (ii). A similar minimum applies to the lump sum associated with Additional Points Above Break Point.
 - (iv) The portion of (i) associated with Additional Points Above Break Point is held to a minimum of corresponding accumulated employee contributions with plan interest. A similar minimum applies to the lump sum associated with Additional Points Below Break Point.

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11. Deferred Disability

- | | | |
|-----|---------------------------|--|
| (a) | Eligibility | Termination of employment before age 65 and after 5 years of Continuous Service and while receiving benefits under the Long Term Disability Income Plan. |
| (b) | Termination of Employment | Occurs two years after last day worked. Employee is credited with Base and Additional Points Above Break Point during these two years but does not make any employee contributions. |
| (c) | Benefit | <p>(i) Payable when disability ceases, or if earlier, the later of age 65 or 2 years after the occurrence of disability.</p> <p>(ii) Lump Sum – calculated as of the date of termination of employment as if the Employee had then elected such a payment and actuarially increased to date of payment using 417(e) assumptions in effect at date of termination.</p> <p>(iii) Annuity – the Accrued Normal Retirement Benefit calculated as the date of termination of employment and reduced for commencement prior to age 65 as described in 10(b) above.</p> |

12. Death Benefits

- | | | | | | |
|------|---|-----|--|------|--|
| (a) | Eligibility – All participants are fully eligible. | | | | |
| (b) | Benefit – <table border="0"> <tr> <td style="vertical-align: top;">(i)</td> <td>Annuity - a surviving spouse may elect to receive an immediate annuity or an annuity deferred to any date between the participant's 55th and 65th birthdays. The annuity is based on the participant's Accrued Normal Retirement Benefit as of the date of his termination of employment and the 100% Joint and Survivor annuity form and is reduced for commencement before the participant's 65th birthday as described in Item 10(b) and 10(c) above. The surviving spouse may also elect a lump sum payment.</td> </tr> <tr> <td style="vertical-align: top;">(ii)</td> <td>Lump Sum - the amount that would have been paid to the employee as a lump sum had he terminated employment on the day before the day of his death or, if earlier, the day he terminated employment. This benefit may be elected by a surviving spouse in lieu of the annuity benefit. If there is no eligible spouse, the lump sum is paid to the employee's estate.</td> </tr> </table> | (i) | Annuity - a surviving spouse may elect to receive an immediate annuity or an annuity deferred to any date between the participant's 55 th and 65 th birthdays. The annuity is based on the participant's Accrued Normal Retirement Benefit as of the date of his termination of employment and the 100% Joint and Survivor annuity form and is reduced for commencement before the participant's 65 th birthday as described in Item 10(b) and 10(c) above. The surviving spouse may also elect a lump sum payment. | (ii) | Lump Sum - the amount that would have been paid to the employee as a lump sum had he terminated employment on the day before the day of his death or, if earlier, the day he terminated employment. This benefit may be elected by a surviving spouse in lieu of the annuity benefit. If there is no eligible spouse, the lump sum is paid to the employee's estate. |
| (i) | Annuity - a surviving spouse may elect to receive an immediate annuity or an annuity deferred to any date between the participant's 55 th and 65 th birthdays. The annuity is based on the participant's Accrued Normal Retirement Benefit as of the date of his termination of employment and the 100% Joint and Survivor annuity form and is reduced for commencement before the participant's 65 th birthday as described in Item 10(b) and 10(c) above. The surviving spouse may also elect a lump sum payment. | | | | |
| (ii) | Lump Sum - the amount that would have been paid to the employee as a lump sum had he terminated employment on the day before the day of his death or, if earlier, the day he terminated employment. This benefit may be elected by a surviving spouse in lieu of the annuity benefit. If there is no eligible spouse, the lump sum is paid to the employee's estate. | | | | |

13. Actuarial Increases

The benefit payable upon retirement of an active participant is increased actuarially for each year worked that is both after age 65 and after December 31, 2008.

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14. Employee Contributions

- (a) Required Contributions Participants may elect to contribute 1.75% of Earnings in excess of the Break Point. Those who elect to contribute above the Break Point may also elect to contribute 1% of Earnings up to the Break Point. All contributions cease effective December 31, 2008.
- (b) Withdrawal of Contributions Upon termination of employment prior to becoming eligible for a vested pension, employee contributions, together with appropriate accumulated interest (7% for all periods after January 1, 1983) are refunded. If greater, the refunded amount is contributions with statutory interest, currently credited at 120% of the Federal mid-term rate.
- (c) Return of Contributions in the Event of Death In the event of death prior to benefit commencement when no future benefits will be payable, employee contributions with appropriately accumulated interest to the date of death are refunded. In the event of cessation of benefits due to death after benefit commencement, the excess, if any, of employee contributions with appropriately accumulated interest to the date of benefit commencement over benefits paid are refunded.

15. Optional Annuity Forms of Payment

If an employee does not elect an option or file a written revocation, benefits will be paid as a reduced Qualified Joint and Survivor Annuity if married, or on a 5-year certain and continuous basis if unmarried. Available options for other than deferred vested terminations are:

- Option 3 – joint and survivor (spouse only) with 5-year certain;
- Option 6 – period certain (10, 15 or 20 years certain);
- Option 4 – 100% contingent coverage (pop-up);
- Option 5 – 50% contingent coverage; and
- Option 7 – 75% Qualified Optional Survivor Annuity.

16. Spinoff Plans

Two new plans were created in 1988 by means of spinoffs from the Retirement Plan for Salaried Employees (now Salaried Pension Plan). These were:

- (a) Retirement Plan for Certain Retired and Former Salaried Employees Liabilities and assets were spun off effective May 31, 1988 for retired and former employees who, on April 30, 1986, were receiving benefits under the Plan and for former employees who, on April 30, 1986, were vested and entitled to receive benefits at a future date under the Plan. This plan was later terminated effective June 30, 1988; this action made necessary the annuitization of all accrued Plan benefits.
- (b) Retirement Plan for Retail Salaried Employees Retail store employees formerly covered by the Plan were spun off effective June 30, 1988 into a separate plan. This plan is now known as the Retail Pension Plan.

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|---|---|
| 17. Annuitization of Benefits | <p>Following the termination of a spun off plan, the Retirement Plan for Certain Retired and Former Salaried Employees, all accrued Plan benefits as of June 30, 1988 were fully annuitized. Retail store employees formerly covered by the Plan were spun off effective June 30, 1988 into a separate plan. This plan is now known as the Retail Pension Plan.</p> <p>Under 2014 agreements, Metropolitan Life will generally reimburse the Plan with a lump sum for employees electing the lump sum form of payment for their total benefits; however, the Plan will bear the cost of any difference between payment and reimbursement.</p> |
| 18. Special Payment to Certain Retirees | <p>Employees who retired between January 1, 1997 and March 31, 1998 will have their benefits recalculated under the terms of the Plan that became effective April 1, 1998.</p> |
| 19. Benefits Not Valued | <p>None.</p> |
| 20. Changes in Provisions | <p>None.</p> |

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Appendix B.2 – D.C.H. Inc. Retirement Plan For Salaried Employees

Summary of plan provisions

Plan Sponsor

The Goodyear Tire & Rubber Company

Effective Date:

Adopted March 31, 1987 with an effective date of April 1, 1986; most recently amended September 30, 1990, retroactively effective on January 1, 1989. Merged into the Retail Plan effective December 31, 2013.

Plan 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

(a) Eligibility:

Age 65.

(b) 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:

- (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

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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

- (a) Eligibility:

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

- (b) 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.

Deferred Vested Termination

- (a) Eligibility:

Any age with 5 years of Continuous Service.

- (b) 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.

- (c) 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.

Survivor Benefit

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.

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Form 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 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).

Effective January 1, 2015, terminating and retiring employees have the option to elect a lump sum payment of the total benefit within 90 days of exit.

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.

Benefits Not Valued

Effective January 1, 2016, deferred vested participants who could not be located through a diligent search were deemed to be lost participants and were excluded from the valuation. If such a participant comes forward the benefits will be restored.

Changes in Plan Provisions since Prior Valuation

None.

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Schedule SB, Part IX PRA 2010 Funding Relief Election

The Company elected funding relief under the PRA for the 2009 and 2011 plan years, using the 2 + 7 year amortization method. However, because all amortization bases have been eliminated effective January 1, 2013, the relief elections no longer impact current or future funding requirements.

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Schedule SB, Line 24 Change in Actuarial Assumptions

The MetLife lump sum reimbursement interest rate has been determined from the December 31, 2016 Treasury curve. For simplicity this curve is modeled as a flat 3.25%, generating a MetLife lump sum rate of 4.50%.

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