## KEOUGH KEVIN J

Form 4
June 22, 2005
FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

OMB APPROVAL
OMB Number:
Expires: January 31,
Estimated average burden hours per response...
(Print or Type Responses)


AKRON, OH 44308
5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)


Senior Vice President
6. Individual or Joint/Group Filing(Check

Applicable Line)
_X_Form filed by One Reporting Person __ Form filed by More than One Reporting Person

| (City) | (State) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed <br> Execution Date, if any <br> (Month/Day/Year) | 3. <br> Transact Code <br> (Instr. 8 <br> Code | 4. Securiti mor Disposed (Instr. 3, 4 <br> Amount | es Acc of and 5 <br> (A) or <br> (D) | quired (A) <br> D) <br> Price | 5. Amount of Securities <br> Beneficially <br> Owned <br> Following <br> Reported <br> Transaction(s) <br> (Instr. 3 and 4) | 6. <br> Ownership <br> Form: <br> Direct (D) <br> or Indirect <br> (I) <br> (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common <br> Stock | 06/20/2005 |  | M | 20,000 | A | \$ 27.75 | 25,496.684 | D |  |
| Common Stock | 06/20/2005 |  | S | 20,000 | D | \$ 46.8 | 5,496.684 | D |  |
| Common Stock | 06/20/2005 |  | M | 5,798 | A | \$ 30.17 | 11,294.684 | D |  |
| Common Stock | 06/20/2005 |  | S | 5,798 | D | \$ 46.8 | 5,496.684 | D |  |
| Common <br> Stock | 06/20/2005 |  | M | 9,275 | A | \$ 38.76 | 14,771.684 | D |  |


| Common <br> Stock | 06/20/2005 | S | 9,275 | D | \$ 46.8 | 5,496.684 | D |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Common <br> Stock | 06/20/2005 | M | 40,000 | A | \$ 29.5 | 45,496.684 | D |  |
| Common <br> Stock | 06/20/2005 | S | 40,000 | D | \$ 46.8 | 5,496.684 | D |  |
| Common <br> Stock | 06/20/2005 | M | 26,250 | A | \$ 34.45 | 31,746.684 | D |  |
| Common <br> Stock | 06/20/2005 | S | 26,250 | D | \$ 46.8 | 5,496.684 | D |  |
| Common <br> Stock | 06/20/2005 | M | 20,000 | A | $\begin{aligned} & \$ \\ & 19.3125 \end{aligned}$ | 25,496.684 | D |  |
| Common <br> Stock | 06/20/2005 | S | 20,000 | D | \$ 46.8 | 5,496.684 | D |  |
| Common Stock | 06/20/2005 | M | 22,500 | A | \$ 29.71 | 27,996.684 | D |  |
| Common <br> Stock | 06/20/2005 | S | 22,500 | D | \$ 46.8 | 5,496.684 | D |  |
| Common <br> Stock |  |  |  |  |  | 1,740.7352 | I | By <br> Savings <br> Plan <br> Trust |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
Persons who respond to the collection of
SEC 1474 information contained in this form are not
(9-02) required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed <br> Execution Date, if any (Month/Day/Year) | 4. 5. Number of TransactiorDerivative Code Securities <br> (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |  |  | 6. Date Exercisable and Expiration Date (Month/Day/Year) |  | 7. Title and Amount Underlying Securitie (Instr. 3 and 4) |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Code V |  | (D) | Date <br> Exercisable | Expiration <br> Date | Title | Amoun Numbe Shares |
| Stock |  |  |  |  |  |  |  |  |  |  |
| Options (Right to buy) | \$ 19.3125 | 06/20/2005 |  | M |  | 20,000 | 03/01/2004 | 03/01/2010 |  | 20,0 |

Stock

| Options <br> (Right to buy) | \$ 27.75 | 06/20/2005 | M | 20,000 | 11/22/2004 | 11/22/2010 | Common Stock | 20,0 |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Stock <br> Options (Right to buy) | \$ 29.5 | 06/20/2005 | M | 40,000 | 05/16/2005 | 05/16/2011 | Common Stock | 40,0 |
| Stock <br> Options (Right to buy) | \$ 29.71 | 06/20/2005 | M | 22,500 | 03/01/2004 | 03/01/2013 | Common Stock | 22,5 |
| Stock <br> Options <br> (Right to buy) | \$ 30.17 | 06/20/2005 | M | 5,798 | 05/17/2003 | 05/17/2009 | Common Stock | 5,7 |
| Stock <br> Options <br> (Right to buy) | \$ 34.45 | 06/20/2005 | M | 26,250 | 04/01/2003 | 04/01/2012 | Common Stock | 26,2 |
| Stock <br> Options <br> (Right to buy) | \$ 38.76 | 06/20/2005 | M | 9,275 | 03/01/2005 | 03/01/2014 | Common Stock | 9,2 |
| Phantom / <br> Retirement | \$ 1 |  |  |  | (1) | (1) | Common Stock | 553 |
| $\begin{aligned} & \text { Phantom } \\ & \text { 3/05D } \end{aligned}$ | \$ 1 |  |  |  | 02/25/2005 | 03/01/2008 | Common Stock | 1,526 |
| RSUP1 | \$ 1 |  |  |  | 03/01/2008 | 03/01/2008 | Common Stock | 2,311 |

## Reporting Owners

Reporting Owner Name / Address

| Relationships |  |  |
| :--- | :--- | :--- |
| Director $10 \%$ Owner | Officer | Other |

KEOUGH KEVIN J
76 SOUTH MAIN STREET
AKRON, OH 44308
Senior Vice President

## Signatures

David W.
Whitehead, POA
${ }^{* *}$ Signature of Reporting Person

06/22/2005

Date

## Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. $78 \mathrm{ff}(\mathrm{a})$.
(1) This transaction reflects the extension and vesting of phantom stock to "retirement" or "other termination of employment" under arrangements approved by the Compensation Committee.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

