

Kruchten Brad
Form 4
January 05, 2010

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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Kruchten Brad

(Last) (First) (Middle)

343 STATESTREET

(Street)

ROCHESTER, NY 14650

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
EASTMAN KODAK CO [EK]

3. Date of Earliest Transaction
(Month/Day/Year)
09/28/2009

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

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

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 Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/31/2009		M	Amount (1) 5,835.4602	(A) or (D) A \$ 4.29	12,796.4602	D
Common Stock	12/31/2009		F	(2) 2,187.4602	D \$ 4.29	10,609	D
Common Stock						26.6195	I By Trustee in ESOP
Common Stock	12/31/2009		M	(1) 1,622.4638	A \$ 4.29	2,822.4638	I By Spouse
Common Stock	12/31/2009		F	(2) 608.4638	D \$ 4.29	2,214	I By Spouse

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Common Stock	26.6195	I	Spouse by trustee in spouse's ESOP
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying (Instr. 3 and
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Option (right to buy)	\$ 31.3					<u>(3)</u> 03/29/2010	Common Stock
Option (right to buy)	\$ 31.3					<u>(3)</u> 01/11/2011	Common Stock
Option (right to buy)	\$ 31.3					<u>(3)</u> 11/15/2011	Common Stock
Option (right to buy)	\$ 31.71					<u>(3)</u> 12/09/2011	Common Stock
Option (right to buy)	\$ 31.3					<u>(3)</u> 08/25/2012	Common Stock
Option (right to buy)	\$ 36.66					<u>(3)</u> 11/21/2012	Common Stock
Option (right to buy)	\$ 24.75					<u>(3)</u> 12/06/2012	Common Stock
Option (right to	\$ 25.88					<u>(3)</u> 12/11/2013	Common Stock

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buy)									
Option (right to buy)	\$ 23.28					<u>(3)</u>	12/10/2014	Common Stock	
Option (right to buy)	\$ 7.41					<u>(3)</u>	12/08/2015	Common Stock	
Option (right to buy)	\$ 2.87					<u>(3)</u>	07/12/2016	Common Stock	
Restricted Stock Units <u>(4)</u>	<u>(6)</u>	12/31/2009	M	5,835.4602 <u>(1)</u>	12/31/2009 <u>(5)</u>	12/31/2009 <u>(5)</u>		Common Stock	
Restricted Stock Units	<u>(6)</u>				<u>(7)</u>	<u>(7)</u>		Common Stock	
Restricted Stock Units	<u>(6)</u>				12/31/2011 <u>(5)</u>	12/31/2011 <u>(5)</u>		Common Stock	
Restrict Stock Units	<u>(6)</u>				<u>(8)</u>	<u>(8)</u>		Common Stock	
Option (right to buy)	\$ 31.3				<u>(3)</u>	03/29/2010		Common Stock	
Option (right to buy)	\$ 31.3				<u>(3)</u>	01/11/2011		Common Stock	
Option (right to buy)	\$ 31.3				<u>(3)</u>	11/15/2011		Common Stock	
Option (right to buy)	\$ 36.66				<u>(3)</u>	11/21/2012		Common Stock	
Option (right to buy)	\$ 23.99				<u>(3)</u>	04/16/2014		Common Stock	
Option (right to buy)	\$ 23.28				<u>(3)</u>	12/10/2014		Common Stock	
Option (right to buy)	\$ 7.41				<u>(3)</u>	12/08/2015		Common Stock	

Restricted Stock Units ⁽⁴⁾	<u>(6)</u>	12/31/2009	M	1,622.4638 <u>(1)</u>	12/31/2009 ⁽⁵⁾	12/31/2009 ⁽⁵⁾	Common Stock
Restricted Stock Units	<u>(6)</u>				<u>(7)</u>	<u>(7)</u>	Common Stock
Restricted Stock Units	<u>(6)</u>				12/31/2011 ⁽⁵⁾	12/31/2011 ⁽⁵⁾	Common Stock
Restrict Stock Units	<u>(6)</u>				<u>(8)</u>	<u>(8)</u>	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kruchten Brad 343 STATESTREET ROCHESTER, NY 14650			Senior Vice President	

Signatures

Patrick M. Sheller as attorney-in-fact for Brad Kruchten 01/05/2010

****Signature of Reporting Person**

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. 78ff(a).

- (1) Vesting and distribution of shares of Leadership Stock 2007 Cycle
- (2) Payment of withholding taxes.
- (3) These options vest one-third on each of the first three anniversaries of the date of grant.
- (4) These units granted under the 2005 Omnibus Long-Term Compensation Plan; Leadership Stock 2007 cycle.
- (5) This is the date these restricted stock units will vest.
- (6) These units convert on a one-to-one basis.
- (7) 50% vest on the second anniversary of the grant date, remaining vest on the 3rd anniversary.
- (8) These units vest 50% on both the 3rd and 4th anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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