#### EASTMAN KODAK CO

Form 4

August 06, 2007

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

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**OMB APPROVAL** 

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Check this box if no longer subject to Section 16. Form 4 or Form 5

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

1(b).

(Print or Type Responses)

(State)

(Zip)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PEREZ ANTONIO M Issuer Symbol EASTMAN KODAK CO [EK] (Check all applicable) (First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify 343 STATE STREET 08/06/2007 below) below) President, Chairman & CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting ROCHESTER, NY 14650 Person

(City) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 170,044 (1) D Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

### Edgar Filing: EASTMAN KODAK CO - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Trans<br>Code<br>(Instr |   | 5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |              | (A)<br>ed of | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Ar<br>Underlying Se<br>(Instr. 3 and 4) |
|---|---|---|---|-------------------------------|---|---|--------------|--------------|--|-----------------|--|
|   |   |   |   | Code                          | V |   | (A)          | (D)          | Date Exercisable   | Expiration Date | Title I  |
| Option (right to buy)                               | \$ 30.96  |   |   |                               |   |   |              |              | <u>(2)</u>   | 04/01/2013      | common<br>stock                                      |
| Option (right to buy)                               | \$ 24.49  |   |   |                               |   |   |              |              | <u>(3)</u>   | 11/18/2010      | common<br>stock                                      |
| Option (right to buy)                               | \$ 31.71  |   |   |                               |   |   |              |              | <u>(3)</u>   | 12/09/2011      | Common<br>Stock                                      |
| Option (right to buy)                               | \$ 26.47  |   |   |                               |   |   |              |              | <u>(3)</u>   | 05/31/2012      | Common<br>Stock                                      |
| Option (right to buy) (4)                           | \$ 24.75  |   |   |                               |   |   |              |              | <u>(3)</u>   | 12/06/2012      | Common<br>Stock                                      |
| Option (right to buy) (4)                           | \$ 25.88  |   |   |                               |   |   |              |              | <u>(3)</u>   | 12/11/2013      | Common<br>Stock                                      |
| Stock<br>Units                                      | <u>(5)</u>  | 07/16/2007                              |   | J                             | V | . 1   | 47.68<br>(8) |              | (6)  | <u>(6)</u>      | Common<br>Stock                                      |
| Stock<br>Units                                      | <u>(5)</u>  | 07/16/2007                              |   | J                             | V | 4   | 56.14<br>(8) |              | (6)  | <u>(6)</u>      | Common<br>Stock                                      |
| Resticted<br>Stock<br>Units                         | <u>(5)</u>  |   |   |                               |   |   |              |              | <u>(6)</u>   | <u>(6)</u>      | common<br>stock                                      |
| Stock<br>Units (10)                                 | <u>(5)</u>  |   |   |                               |   |   |              |              | <u>(6)</u>   | <u>(6)</u>      | Common<br>Stock                                      |
| Restricted<br>Stock<br>Units (11)                   | <u>(5)</u>  |   |   |                               |   |   |              |              | 12/31/2007(12)   | 12/31/2007(12)  | Common stock   |

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Reporting Owners 2

### Edgar Filing: EASTMAN KODAK CO - Form 4

Director 10% Owner Officer Other

PEREZ ANTONIO M 343 STATE STREET ROCHESTER, NY 14650

President, Chairman & CEO

# **Signatures**

Laurence L. Hickey, as attorney-in-fact for Antonio M.
Perez. 08/06/2007

X

\*\*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) Some of these shares are restricted.
- (2) Employee stock option granted under the 1997 Stock Option Plan in a transaction exempt under Rule 16b-3. One-half of the options vest on the second anniversary of the date of grant; the balance vest on the fifth anniversary.
- (3) These options vest one-third on each of the first three anniversaries of the date of grant.
- (4) Stock option granted under the 2005 Omnibus Long-Term Compensation Plan.
- (5) These units convert on a one-to-one basis.
- (6) This date is not applicable to these units.
- (7) 25,000 of 50,000 RSUs lapsed. This total included dividend equivalents reported separately which were not resticted.
- (8) These units were credited to the reporting person's account as dividend equivalents.
- (9) Balance of RSUs that lapsed on 10-1-06
- (10) These units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2004-2005 cycle.
- (11) These units granted under the 2005 Omnibus Long-Term Compensation Plan; 2006 Executive Performance Share Program
- (12) This is the date these restricted stock units will vest.

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.

Signatures 3