PEREZ ANTONIO M

Form 4 January 05, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

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)

1. Name and Ad PEREZ ANT	^	rting Person *	2. Issuer Name and Ticker or Trading Symbol EASTMAN KODAK CO [EK]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
343 STATE	STREET		(Month/Day/Year) 12/31/2009	_X_ Director 10% Owner Specify Other (give title Other (specify below) President, Chairman & CEO		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person		
ROCHESTE	R, NY 1465	60		Form filed by More than One Reporting Person		
(61.	(0)	(7 1.)				

(City)	(State)	(Zip) Ta	ble I - Non	-Derivative Secu	rities .	Acquire	ed, 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. Transactic Code (Instr. 8)	4. Securities Accordisposed 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	77,762.3605 (1)	A	\$ 4.29	223,705.3605 (3)	D	
Common Stock	12/31/2009		M	29,145.3605 (2)	D	\$ 4.29	194,560 <u>(3)</u>	D	

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

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transacti Code (Instr. 8)	TransactiorDerivative Securities Code Acquired (A) or		6. Date Exercisable Date (Month/Day/Year)	7. Title Underly (Instr. 3	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Option (right to buy)	\$ 30.96				` '	,	<u>(4)</u>	04/01/2013	comn
Option (right to buy)	\$ 24.49						<u>(5)</u>	11/18/2010	comn
Option (right to buy)	\$ 31.71						<u>(5)</u>	12/09/2011	Comr
Option (right to buy)	\$ 26.47						<u>(6)</u>	05/31/2012	Comr
Option (right to buy) (8)	\$ 24.75						<u>(6)</u>	12/06/2012	Comr
Option (right to buy) (8)	\$ 25.88						<u>(6)</u>	12/11/2013	Comr
Option (right to buy) (8)	\$ 23.28						<u>(6)</u>	12/10/2014	Comr
Option (right to buy) (8)	\$ 7.41						<u>(6)</u>	12/08/2015	Comr
Option (right to buy)	\$ 4.54						<u>(7)</u>	10/13/2016	Comr
Stock Units	<u>(9)</u>						(10)	(10)	Comr
Stock Units	<u>(9)</u>						(10)	(10)	Comr
Stock Units (11)	<u>(9)</u>						<u>(10)</u>	(10)	Comr
	<u>(9)</u>	12/31/2009		M			12/31/2009(14)	12/31/2009(14)	

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77,762,3605 Restricted Comn (1) Stock Stoc Units (12) Restricted Comn 12/31/2011(14) 12/31/2011(14) Stock (9) Stoc Units (13) Restricted Comn (15)(15)Stock (9)Stoc Units

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

PEREZ ANTONIO M

343 STATE STREET X President, Chairman & CEO

Signatures

ROCHESTER, NY 14650

Patrick M. Sheller, as attorney-in-fact for Antonio M.
Perez
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) Some of these shares are restricted.
- (4) 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.
- (5) These options have vested.
- (6) These options vest one-third on each of the first three anniversaries of the date of grant.
- One third vests on the 2nd anniversary of the grant date; one third vests on 3rd anniversary of the grant date; remaining third vests on the 4th anniversary of the grant date.
- (8) Stock option granted under the 2005 Omnibus Long-Term Compensaton Plan.
- (9) These units convert on a one-to-one basis.
- (10) This date is not applicable to these units.
- (11) These units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2004-2005 cycle.
- (12) Theses units granted under the 2005 Omnibus Long-Term Compensation Plan; Leadership Stock 2007 cycle.
- (13) The effective date for these restricted stock units is January 1, 2009.
- (14) This is the date these restricted stock units will vest.
- (15) 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.

Reporting Owners 3

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