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

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

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Kruchten Brad Issuer Symbol EASTMAN KODAK CO [EK] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify 343 STATESTREET 09/28/2009 below) Senior Vice President (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)	(State)	(Zip) 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. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	12/31/2009		M	5,835.4602 (1)	A	\$ 4.29	12,796.4602	D	
Common Stock	12/31/2009		F	2,187.4602 (2)	D	\$ 4.29	10,609	D	
Common Stock							26.6195	I	By Trustee in ESOP
Common Stock	12/31/2009		M	1,622.4638 (1)	A	\$ 4.29	2,822.4638	I	By Spouse
Common Stock	12/31/2009		F	608.4638 (2)	D	\$ 4.29	2,214	I	By Spouse

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3235-0287

January 31,

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Common Stock Spouse by trustee I in spouse's ESOP

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

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SEC 1474 (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. Transactic Code (Instr. 8)	Securities (A) or D (D)		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						(3)	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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h)							
buy) Option (right to buy)	\$ 23.28				(3)	12/10/2014	Common Stock
Option (right to buy)	\$ 7.41				(3)	12/08/2015	Common Stock
Option (right to buy)	\$ 2.87				(3)	07/12/2016	Common Stock
Restricted Stock Units (4)	<u>(6)</u>	12/31/2009	M	5,835.4602 (1)	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
Option (right to buy)	\$ 31.3				<u>(3)</u>	03/29/2010	Common Stock
Option (right to buy)	\$ 31.3				(3)	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				(3)	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				(3)	12/08/2015	Common Stock

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

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kruchten Brad

343 STATESTREET Senior Vice President

ROCHESTER, NY 14650

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 annivarsary 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. 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.

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