

EASTMAN CHEMICAL CO

Form 4

August 06, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Lindsay Ronald Carter

(Last) (First) (Middle)

200 S. WILCOX DRIVE

(Street)

KINGSPORT, TN 37660

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EASTMAN CHEMICAL CO [EMN]

3. Date of Earliest Transaction
(Month/Day/Year)
08/02/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Exec. Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
			Code	V	Amount	Price	
Common Stock	08/02/2013		S		25,399	\$ 81.6 (1)	75,673 (2) (3) D
Common Stock	08/02/2013		M		40,000	\$ 30.46	115,673 D
Common Stock	08/02/2013		S		37,288	\$ 81.47 (4)	78,385 D
Common Stock	08/02/2013		S		2,712	\$ 81.97 (5)	75,673 D
							27,500 (6) I
							By GRAT

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) Average weighted sale price for shares disposed of in the reported transaction. The shares were sold in multiple brokers' transactions at various prices per share ranging from \$81.53 to \$81.77.
- (2) Includes 5 shares acquired since February 22, 2013 resulting from automatic reinvestment of dividends.
- (3) Excludes 27,500 shares reported as directly beneficially owned in the reporting person's February 22, 2013 Form 4 filing which were subsequently contributed to a grantor retained annuity trust ("GRAT").
- (4) Average weighted sale price for shares disposed of in the reported transaction. The shares were sold in multiple brokers' transactions at various prices per share ranging from \$80.93 to \$81.92.
- (5) Average weighted sale price for shares disposed of in the reported transaction. The shares were sold in multiple brokers' transactions at various prices per share ranging from \$81.93 to \$81.99.
- (6) Shares reported as directly beneficially owned in the reporting person's February 22, 2013 Form 4 filing which were subsequently contributed to a GRAT.
- (7) Includes 2 shares acquired since February 22, 2013 resulting from automatic reinvestment of dividends.
- (8) The option exercise price was halved and the number of shares underlying the option was doubled in the October 3, 2011 2-for-1 stock split by dividend of the common stock.

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.