

EASTMAN KODAK CO  
Form 4  
January 03, 2007

**FORM 4**

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

OMB APPROVAL

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**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 \*  
**BERMAN ROBERT L**

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 (Month/Day/Year)  
**12/31/2006**

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

**343 STATE STREET**

Senior Vice President

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**ROCHESTER, NY 14650**

(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. 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)
			Code	V	Amount or Price		
Common Stock	12/31/2006		M		3,270.46 <sup>(1)</sup>	A	\$ 0
Common Stock	12/31/2006		F		1,105.46 <sup>(3)</sup>	D	\$ 25.86
Common Stock					23.282	I	

By  
Trustee of  
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)

displays a currently valid OMB control number.

**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 of Underlying Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Option (right to buy)	\$ 31.3					(4)	04/03/2007	comm stock
Option (right to buy)	\$ 31.3					(4)	03/12/2008	comm stock
Option (right to buy)	\$ 31.3					(4)	04/01/2008	comm stock
Option (right to buy)	\$ 31.3					(4)	05/04/2008	comm stock
Option (right to buy)	\$ 31.3					(4)	03/11/2009	comm stock
Option (right to buy)	\$ 31.3					(4)	03/31/2009	comm stock
Option (right to buy)	\$ 31.3					(4)	03/29/2010	comm stock
Option (right to buy)	\$ 31.3					01/12/2004	01/11/2011	comm stock
Option (right to buy)	\$ 31.3					11/16/2004	11/15/2011	comm stock
Option (right to buy)	\$ 31.3					(6)	08/25/2012	comm stock
Option (right to buy)	\$ 36.66					(6)	11/21/2012	comm stock



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- (3) Payment of withholding taxes.
- (4) These options have vested.
- (5) Stock option granted under the 2005 Omnibus Long-Term Compensation Plan.
- (6) These options vest one-third on each of the first three anniversaries of the date of grant.
- (7) These units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2004-2005 cycle.
- (8) These units convert on a one-for-one basis.
- (9) These units were credited to the reporting person's account as dividend equivalents.
- (10) Not Applicable
- (11) This is the date these restricted stock units will vest.

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