

Kruchten Brad  
Form 4  
March 02, 2011

**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 \*  
Kruchten Brad

(Last) (First) (Middle)  
343 STATESTREET  
(Street)

ROCHESTER, NY 14650

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
EASTMAN KODAK CO [EK]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/28/2011

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)

Senior 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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock					15,141	D	
Common Stock					26.6195	I	By Trustee in ESOP
Common Stock					10,988	I	By Spouse
Common Stock					26.6195	I	Spouse by trustee in spouse's ESOP

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

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(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. 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 and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Option (right to buy)	\$ 31.3					<u>(1)</u> 11/15/2011	Common Stock
Option (right to buy)	\$ 31.71					<u>(1)</u> 12/09/2011	Common Stock
Option (right to buy)	\$ 31.3					<u>(1)</u> 08/25/2012	Common Stock
Option (right to buy)	\$ 36.66					<u>(1)</u> 11/21/2012	Common Stock
Option (right to buy)	\$ 24.75					<u>(1)</u> 12/06/2012	Common Stock
Option (right to buy)	\$ 25.88					<u>(1)</u> 12/11/2013	Common Stock
Option (right to buy)	\$ 23.28					<u>(1)</u> 12/10/2014	Common Stock
Option (right to buy)	\$ 7.41					<u>(1)</u> 12/08/2015	Common Stock
Option (right to buy)	\$ 2.87					<u>(1)</u> 07/12/2016	Common Stock

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Option (right to buy)	\$ 3.4	02/28/2011	A	84,390	<u>(1)</u>	02/27/2018	Common Stock	8	
Restricted Stock Units	<u>(3)</u>					09/16/2011 <sup>(2)</sup>	09/16/2011 <sup>(2)</sup>	Common Stock	1
Restricted Stock Units	<u>(3)</u>					12/31/2011 <sup>(2)</sup>	12/31/2011 <sup>(2)</sup>	Common Stock	
Restrict Stock Units	<u>(3)</u>				<u>(4)</u>	<u>(4)</u>		Common Stock	1
Restricted Stock Units <sup>(5)</sup>	<u>(3)</u>					12/31/2011 <sup>(2)</sup>	12/31/2011 <sup>(2)</sup>	Common Stock	1
Restricted Stock Units	<u>(3)</u>	02/28/2011	A	47,790	<u>(6)</u>	<u>(6)</u>		Common Stock	4
Option (right to buy)	\$ 31.3				<u>(1)</u>	11/15/2011		Common Stock	
Option (right to buy)	\$ 36.66				<u>(1)</u>	11/21/2012		Common Stock	
Option (right to buy)	\$ 23.99				<u>(1)</u>	04/16/2014		Common Stock	
Option (right to buy)	\$ 23.28				<u>(1)</u>	12/10/2014		Common Stock	1
Option (right to buy)	\$ 7.41				<u>(1)</u>	12/08/2015		Common Stock	5
Restricted Stock Units	<u>(3)</u>					09/16/2011 <sup>(2)</sup>	09/16/2011 <sup>(2)</sup>	Common Stock	1,
Restricted Stock Units	<u>(3)</u>					12/31/2011 <sup>(2)</sup>	12/31/2011 <sup>(2)</sup>	Common Stock	
Restrict Stock Units	<u>(3)</u>				<u>(4)</u>	<u>(4)</u>		Common Stock	6
Restricted Stock	<u>(3)</u>					12/31/2011 <sup>(2)</sup>	12/31/2011 <sup>(2)</sup>	Common Stock	1

