

EASTMAN KODAK CO
 Form 4
 August 08, 2006

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 *
 Haag Joyce P

(Last) (First) (Middle)
 343 STATE STREET
 (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)
 07/18/2006

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	5,230.9779	I	By Trustee in 401(k)
Common Stock				(A) or (D)	23.6967	I	By Trustee in ESOP
Common Stock				(A) or (D)	4,110.8546	I	By Trustee in Spouse's 401(k)
Common Stock				(A) or (D)	23.6967	I	By Trustee in Spouse's ESOP
				(A) or (D)	100	I	

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Common Stock						By Trustee in IRA
Common Stock		100	I			By Spouse
Common Stock		100 ⁽¹⁾	I			By adult children
Common Stock		733	I			As a Trustee of Gull Rock Foundation, Inc.
Common Stock		4,300	I			As co-Manager of Pluta Family, LLC

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 Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Option (right to buy)	\$ 31.3					⁽²⁾ 04/03/2007	Common Stock	1,76
Option (right to buy)	\$ 31.3					⁽²⁾ 03/17/2008	Common Stock	97
Option (right to buy)	\$ 31.3					⁽²⁾ 04/01/2008	Common Stock	2,20
	\$ 31.3					⁽²⁾ 05/04/2008		600

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Option (right to buy)								Common Stock	
Option (right to buy)	\$ 31.3				<u>(2)</u>	03/11/2009		Common Stock	24
Option (right to buy)	\$ 31.3				<u>(2)</u>	03/31/2009		Common Stock	2,20
Option (right to buy)	\$ 31.3				<u>(2)</u>	03/29/2010		Common Stock	2,93
Option (right to buy)	\$ 31.3				<u>(2)</u>	01/11/2011		Common Stock	3,66
Option (right to buy)	\$ 31.3				<u>(2)</u>	11/15/2011		Common Stock	6,50
Option (right to buy)	\$ 36.66				<u>(3)</u>	11/21/2011		Common Stock	6,87
Option (right to buy)	\$ 26.47				<u>(3)</u>	05/31/2012		Common Stock	30,8
Option (right to buy)	\$ 27.06				<u>(3)</u>	06/29/2012		Common Stock	10,0
Option (right to buy)	\$ 27.06				<u>(3)</u>	06/29/2012		Common Stock	10,0
Option (right to buy) <u>(4)</u>	\$ 24.75				<u>(3)</u>	12/06/2012		Common Stock	12,4
Restricted Stock Units <u>(5)</u>	<u>(6)</u>	07/18/2006	A	<u>7.56</u> <u>(7)</u>		12/31/2006 ⁽⁸⁾	12/31/2006 ⁽⁸⁾	Common Stock	670.
Option (right to buy)	\$ 31.3				<u>(2)</u>	04/01/2008		Common Stock	67
Option (right to buy)	\$ 31.3				<u>(2)</u>	03/12/2010		Common Stock	67

