

EASTMAN KODAK CO  
Form 4  
December 14, 2009

**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)  
**343 STATE STREET**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**12/10/2009**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Senior Vice President**

**ROCHESTER, NY 14650**

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

(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 Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	12/10/2009		F	1,250 (1) D \$ 4.42	17,138 (2)	D	
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)

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**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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Option (right to buy)	\$ 31.3					(3)	03/29/2010	common stock	4
Option (right to buy)	\$ 31.3					(3)	01/11/2011	common stock	8
Option (right to buy)	\$ 31.3					(3)	11/15/2011	common stock	13
Option (right to buy)	\$ 31.3					(3)	08/25/2012	common stock	5
Option (right to buy)	\$ 36.66					(3)	11/21/2012	common stock	19
Option (right to buy)	\$ 24.49					(3)	11/18/2010	common stock	5
Option (right to buy)	\$ 31.71					(3)	12/09/2011	Common Stock	5
Option (right to buy)	\$ 26.46					(5)	05/11/2012	Common Stock	10
Option (right to buy)	\$ 26.47					(5)	05/31/2012	Common Stock	32
Option (right to buy) <sup>(4)</sup>	\$ 24.75					(5)	12/06/2012	Common Stock	15
	\$ 25.88					(5)	12/11/2013		44



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- (7) These units convert on a one-for-one basis.
- (8) The effective date for these RSUs is January 1, 2009.
- (9) These units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2004-2005 cycle.
- (10) These units granted under the 2005 Omnibus Long-Term Compensation Plan; Leadership Stock 2007 cycle.
- (11) This is the date these restricted stock units will vest.
- (12) 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.