

EASTMAN CHEMICAL CO
Form 3
July 07, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â WARMACK DAMON CARY | | (Month/Day/Year) | EASTMAN CHEMICAL CO [EMN] | |
| (Last) | (First) | (Middle) | 07/01/2016 | |
| 200 S. WILCOX DRIVE | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | (Check all applicable) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| KINGSPORT,Â TNÂ 37660 | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | Senior Vice President | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|------------------------------------|--|---|--|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | | | |
|---|---|--|--|--|--|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

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| | | | | | | | |
|--------------------------------------|---------------------------|------------------|--------------|-------|-------------------|---|---|
| Employee Stock Option (right to buy) | 02/26/2017 ⁽¹⁾ | 02/25/2026 | Common Stock | 5,909 | \$ 65.16 | D | Â |
| Employee Stock Option (right to buy) | 02/27/2016 ⁽²⁾ | 02/26/2025 | Common Stock | 4,267 | \$ 74.46 | D | Â |
| Employee Stock Option (right to buy) | 02/28/2015 ⁽³⁾ | 02/27/2024 | Common Stock | 2,408 | \$ 87.43 | D | Â |
| Employee Stock Option (right to buy) | 02/28/2016 | 02/27/2023 | Common Stock | 3,362 | \$ 69.73 | D | Â |
| Employee Stock Option (right to buy) | 11/01/2014 | 10/31/2021 | Common Stock | 2,067 | \$ 38.3 | D | Â |
| Phantom Stock Units | Â ⁽⁴⁾ | Â ⁽⁴⁾ | Common Stock | 4,873 | \$ ⁽⁴⁾ | D | Â |
| Restricted Stock Units | Â ⁽⁵⁾ | Â ⁽⁵⁾ | Common Stock | 5,271 | \$ ⁽⁵⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| WARMACK DAMON CARY 200 S. WILCOX DRIVE KINGSPORT, TN 37660 | Â | Â | Â Senior Vice President | Â |

Signatures

/s/ Brian L. Henry by Power of Attorney

07/07/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) One third of option becomes exercisable on each of February 26, 2017, February 26, 2018 and February 26, 2019.

(2) One third of option became exercisable on February 27, 2016 and one third of option becomes exercisable on each of February 27, 2017 and February 27, 2018.

(3) One third of option became exercisable on each of February 28, 2015 and February 28, 2016 and one third of option becomes exercisable on February 28, 2017.

(4) Phantom Stock Units credited under the Executive Deferred Compensation Plan, each having a value equal to one share of issuer common stock and payable only in cash and, subject to certain acceleration and early withdrawal provisions, after termination of employment.

(5) Vest as to two-thirds of the underlying shares on 10/20/2016 and as to one-third of the underlying shares on 10/20/2017. Each restricted stock unit represents a contingent right to receive one share of issuer common stock subject to continued employment.

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Remarks:

Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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