

Hellyar Mary Jane
 Form 3
 February 09, 2005

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 Hellyar Mary Jane | | (Month/Day/Year) | EASTMAN KODAK CO [EK] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 01/31/2005 | | |
| 343 STATE STREET | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | (give title below) (specify below) | |
| | | | Senior Vice President | |
| ROCHESTER, NY 14650 | | | | |
| (City) | (State) | (Zip) | | |

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) |
|---------------------------------|---|--|---|
| Common Stock | 19,836 ⁽¹⁾ | D | Â |
| Common Stock | 23.6967 | I | by Trustee of ESOP |
| Common Stock | 42 | I | Shares held by spouse |

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|--|---------------------------|----------------------|---|
|--|--|--|---------------------------|----------------------|---|

Edgar Filing: Hellyar Mary Jane - Form 3

| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | |
|------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|---|------------------------|
| Options (right to buy) | Â <u>(2)</u> | 04/19/2005 | Common Stock | 1,287 | \$ 31.3 | D | Â |
| Options (right to buy) | Â <u>(2)</u> | 03/28/2006 | Common Stock | 1,840 | \$ 31.3 | D | Â |
| Options (right to buy) | Â <u>(2)</u> | 04/03/2007 | Common Stock | 3,000 | \$ 31.3 | D | Â |
| Options (right to buy) | Â <u>(2)</u> | 03/12/2006 | Common Stock | 95 | \$ 31.3 | D | Â |
| Options (right to buy) | Â <u>(2)</u> | 03/31/2008 | Common Stock | 3,000 | \$ 31.3 | D | Â |
| Options (right to buy) | Â <u>(2)</u> | 04/01/2006 | Common Stock | 3,750 | \$ 31.3 | D | Â |
| Options (right to buy) | Â <u>(2)</u> | 03/11/2009 | Common Stock | 273 | \$ 31.3 | D | Â |
| Options (right to buy) | Â <u>(2)</u> | 03/31/2009 | Common Stock | 3,750 | \$ 31.3 | D | Â |
| Options (right to buy) | Â <u>(2)</u> | 05/02/2009 | Common Stock | 2,000 | \$ 31.3 | D | Â |
| Options (right to buy) | Â <u>(2)</u> | 03/29/2010 | Common Stock | 8,000 | \$ 31.3 | D | Â |
| Options (right to buy) | Â <u>(2)</u> | 01/11/2011 | Common Stock | 6,333 | \$ 31.3 | D | Â |
| Options (right to buy) | Â <u>(2)</u> | 11/15/2011 | Common Stock | 13,800 | \$ 31.3 | D | Â |
| Options (right to buy) | Â <u>(3)</u> | 11/21/2012 | Common Stock | 16,830 | \$ 36.66 | D | Â |
| Options (right to buy) | Â <u>(3)</u> | 11/18/2010 | Common Stock | 5,000 | \$ 24.49 | D | Â |
| Options (right to buy) | Â <u>(3)</u> | 12/09/2011 | Common Stock | 5,000 | \$ 31.71 | D | Â |
| Options (right to buy) | Â <u>(3)</u> | 01/16/2012 | Common Stock | 10,000 | \$ 31.52 | D | Â |
| Options (right to buy) | Â <u>(2)</u> | 04/01/2008 | Common Stock | 67 | \$ 31.3 | I | Options held by spouse |
| Options (right to buy) | Â <u>(2)</u> | 03/12/2010 | Common Stock | 67 | \$ 31.3 | I | Options held by spouse |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Hellyar Mary Jane 343 STATE STREET ROCHESTER, NY 14650 | Â | Â | Â Senior Vice President | Â |

Signatures

Laurence L. Hickey, as attorney-in-fact for Mary Jane Hellyar 02/09/2005

__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) Some of these shares are restricted.
- (2) These options have vested.
- (3) These options vest one-third on each of the first three anniversaries 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.