

Kruchten Brad  
Form 4  
September 20, 2011

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

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 STATESTREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
09/16/2011

\_\_\_\_ 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code V                         | Amount (A) or (D) Price   |   |  |   |
| Common Stock                    | 09/16/2011                           |  | M                              | 13,480.4<br>(4) A \$ 2.77   | 28,621.4  | D  |   |
| Common Stock                    | 09/16/2011                           |  | F                              | 4,883.4 (1) D \$ 2.77   | 23,738  | D  |   |
| Common Stock                    |                                      |  |                                |   | 26.6195   | I  | By Trustee in ESOP                                    |
| Common Stock                    | 09/16/2011                           |  | M                              | 13,757.92<br>(4) A \$ 2.77  | 24,745.95   | I  | By Spouse   |
| Common Stock                    | 09/16/2011                           |  | F                              | 4,983.92<br>(1) D \$ 2.77   | 19,762  | I  | By Spouse   |

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|                 |         |   |   |
|-----------------|---------|---|---|
| Common<br>Stock | 26.6195 | I | Spouse by<br>trustee in<br>spouse's<br>ESOP |
|-----------------|---------|---|---|

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

**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.**

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration<br>Date<br>(Month/Day/Year) | 7. Title and A<br>Underlying S<br>(Instr. 3 and 4) |                 |
|---|--|---|---|--------------------------------------|--|--|--|-----------------|
|   |  |   |   | Code                                 | V (A) (D)  | Date Exercisable   | Expiration Date                                    | Title           |
| Option<br>(right to<br>buy)                         | \$ 31.3  |   |   |                                      |  | (2)  | 11/15/2011   | Common<br>Stock |
| Option<br>(right to<br>buy)                         | \$ 31.71   |   |   |                                      |  | (2)  | 12/09/2011   | Common<br>Stock |
| Option<br>(right to<br>buy)                         | \$ 31.3  |   |   |                                      |  | (2)  | 08/25/2012   | Common<br>Stock |
| Option<br>(right to<br>buy)                         | \$ 36.66   |   |   |                                      |  | (2)  | 11/21/2012   | Common<br>Stock |
| Option<br>(right to<br>buy)                         | \$ 24.75   |   |   |                                      |  | (2)  | 12/06/2012   | Common<br>Stock |
| Option<br>(right to<br>buy)                         | \$ 25.88   |   |   |                                      |  | (2)  | 12/11/2013   | Common<br>Stock |
| Option<br>(right to<br>buy)                         | \$ 23.28   |   |   |                                      |  | (2)  | 12/10/2014   | Common<br>Stock |
| Option<br>(right to<br>buy)                         | \$ 7.41  |   |   |                                      |  | (2)  | 12/08/2015   | Common<br>Stock |

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|   |            |            |   |                         |                           |            |                           |                 |
|---|------------|------------|---|-------------------------|---------------------------|------------|---------------------------|-----------------|
| Option<br>(right to<br>buy)                 | \$ 2.87    |            |   |                         |                           | <u>(2)</u> | 07/12/2016                | Common<br>Stock |
| Option<br>(right to<br>buy)                 | \$ 3.4     |            |   |                         |                           | <u>(2)</u> | 02/27/2018                | Common<br>Stock |
| Restricted<br>Stock<br>Units                | <u>(5)</u> | 09/16/2011 | M | 13,480.4<br><u>(4)</u>  | 09/16/2011 <sup>(3)</sup> |            | 09/16/2011 <sup>(3)</sup> | Common<br>Stock |
| Restricted<br>Stock<br>Units                | <u>(5)</u> |            |   |                         | 12/31/2011 <sup>(3)</sup> |            | 12/31/2011 <sup>(3)</sup> | Common<br>Stock |
| Restrict<br>Stock<br>Units                  | <u>(5)</u> |            |   |                         |                           | <u>(6)</u> | <u>(6)</u>                | Common<br>Stock |
| Restricted<br>Stock<br>Units <sup>(7)</sup> | <u>(5)</u> |            |   |                         | 12/31/2011 <sup>(3)</sup> |            | 12/31/2011 <sup>(3)</sup> | Common<br>Stock |
| Restricted<br>Stock<br>Units                | <u>(5)</u> |            |   |                         |                           | <u>(8)</u> | <u>(8)</u>                | Common<br>Stock |
| Option<br>(right to<br>buy)                 | \$ 31.3    |            |   |                         |                           | <u>(2)</u> | 11/15/2011                | Common<br>Stock |
| Option<br>(right to<br>buy)                 | \$ 36.66   |            |   |                         |                           | <u>(2)</u> | 11/21/2012                | Common<br>Stock |
| Option<br>(right to<br>buy)                 | \$ 23.99   |            |   |                         |                           | <u>(2)</u> | 04/16/2014                | Common<br>Stock |
| Option<br>(right to<br>buy)                 | \$ 23.28   |            |   |                         |                           | <u>(2)</u> | 12/10/2014                | Common<br>Stock |
| Option<br>(right to<br>buy)                 | \$ 7.41    |            |   |                         |                           | <u>(2)</u> | 12/08/2015                | Common<br>Stock |
| Restricted<br>Stock<br>Units                | <u>(5)</u> | 09/16/2011 | M | 13,757.92<br><u>(4)</u> | 09/16/2011 <sup>(3)</sup> |            | 09/16/2011 <sup>(3)</sup> | Common<br>Stock |
| Restricted<br>Stock<br>Units                | <u>(5)</u> |            |   |                         | 12/31/2011 <sup>(3)</sup> |            | 12/31/2011 <sup>(3)</sup> | Common<br>Stock |
| Restrict<br>Stock                           | <u>(5)</u> |            |   |                         |                           | <u>(6)</u> | <u>(6)</u>                | Common<br>Stock |

|                                      |            |                           |                           |                 |
|--------------------------------------|------------|---------------------------|---------------------------|-----------------|
| Units                                |            |                           |                           |                 |
| Restricted<br>Stock Units <u>(7)</u> | <u>(5)</u> | 12/31/2011 <sup>(3)</sup> | 12/31/2011 <sup>(3)</sup> | Common<br>Stock |
| Restricted<br>Stock Units            | <u>(5)</u> | <u>(8)</u>                | <u>(8)</u>                | Common<br>Stock |

## Reporting Owners

| Reporting Owner Name / Address                           | Relationships |           |                       |       |
|--|---------------|-----------|-----------------------|-------|
|  | Director      | 10% Owner | Officer               | Other |
| Kruchten Brad<br>343 STATE STREET<br>ROCHESTER, NY 14650 |               |           | Senior Vice President |       |

## Signatures

|   |            |
|---|------------|
| Patrick M. Sheller as attorney-in-fact for Brad<br>Kruchten | 09/20/2011 |
| **Signature of Reporting Person                             | Date       |

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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) Payment of withholding taxes.
- (2) These options vest one-third on each of the first three anniversaries of the date of grant.
- (3) This is the date these restricted stock units will vest.
- (4) Vesting and distribution of shares of Restricted Stock Units.
- (5) These units convert on a one-to-one basis.
- (6) These units vest 50% on both the 3rd and 4th anniversary of the grant date.
- (7) These are units earned under the Company's Leadership Stock Program for the 2009 performance cycle.
- (8) These units vest one-third on each of the first three anniversaries of the date of grant.

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.