

PEREZ ANTONIO M  
Form 4  
May 17, 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 \*  
PEREZ ANTONIO M

(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)  
05/13/2011

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)  
President, Chairman & CEO

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 (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	05/13/2011		P		26,667	A	\$ 3
					203,921	D	

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

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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 Shares
Option (right to buy)	\$ 31.71					<u>(2)</u>	12/09/2011	Common Stock	90,1
Option (right to buy)	\$ 26.47					<u>(3)</u>	05/31/2012	Common Stock	300,
Option (right to buy) <u>(5)</u>	\$ 24.75					<u>(3)</u>	12/06/2012	Common Stock	135,
Option (right to buy)	\$ 30.96					<u>(1)</u>	04/01/2013	common stock	500,
Option (right to buy) <u>(5)</u>	\$ 25.88					<u>(3)</u>	12/11/2013	Common Stock	314,
Option (right to buy) <u>(5)</u>	\$ 23.28					<u>(3)</u>	12/10/2014	Common Stock	397,
Option (right to buy) <u>(5)</u>	\$ 7.41					<u>(3)</u>	12/08/2015	Common Stock	751,
Option (right to buy)	\$ 4.54					<u>(4)</u>	10/13/2016	Common Stock	500,
Option (right to buy)	\$ 3.4					<u>(3)</u>	02/27/2018	Common Stock	705,
Stock Units	<u>(6)</u>					<u>(7)</u>	<u>(7)</u>	Common Stock	18,53
Stock Units	<u>(6)</u>					<u>(7)</u>	<u>(7)</u>	Common Stock	56,88
Stock Units <u>(8)</u>	<u>(6)</u>					<u>(7)</u>	<u>(7)</u>	Common Stock	19,370



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(11) These are units earned under the Company's Leadership Stock Program for the 2009 performance cycle.

(12) 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.

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