

EASTMAN KODAK CO
Form 4
December 16, 2004

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CARP DANIEL A

(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)
12/14/2004

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)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

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)

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V	(A)	(D)			
Restricted Stock Units ⁽³⁾	<u>(1)</u>	12/16/2004	A		197,994 <u>(4)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock 25,338.36
Restricted Stock Units	<u>(1)</u>	12/16/2004	A		40.73 <u>(4)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock 5,213.79
Restricted Share Units	<u>(1)</u>						<u>(2)</u>	<u>(2)</u>	common stock 26,315
Share Units	<u>(1)</u>	12/16/2004	A		483.71 <u>(4)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock 35,304.8
Resticted Stock Units	<u>(1)</u>						<u>(2)</u>	<u>(2)</u>	common stock 75,000
Stock Units	<u>(1)</u>	12/16/2004	A		620.89 <u>(4)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock 4,692.05
Resticted Stock Units	<u>(1)</u>						<u>(2)</u>	<u>(2)</u>	common stock 6,562.29
Stock Units	<u>(1)</u>	12/16/2004	A		55.13 <u>(4)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock 416.94
Resticted Stock Units	<u>(1)</u>						<u>(2)</u>	<u>(2)</u>	common stock 25,000
Stock Units	<u>(1)</u>	12/16/2004	A		206.96 <u>(4)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock 1,564.02
Stock Units	<u>(1)</u>						<u>(2)</u>	<u>(2)</u>	common stock 18,341.14
Stock Units	<u>(1)</u>	12/16/2004	A		154.07 <u>(4)</u>		<u>(2)</u>	<u>(2)</u>	common stock 1,164.31
Stock Unit	<u>(1)</u>	12/16/2004	A		240.84 <u>(4)</u>		<u>(2)</u>	<u>(2)</u>	Common Stock 30,490.16

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

CARP DANIEL A
343 STATE STREET
ROCHESTER, NY 14650

X

Chairman, CEO

Signatures

Laurence L. Hickey, as attorney-in-fact for Daniel A.
Carp

12/16/2004

__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) These units convert on a one-for-one basis.
- (2) This date is not applicable to these units.
- (3) This filing exceeds 30 lines and requires two Form 4 to complete the filing. This is the second of two Forms 4 filed by the Daniel A. Carp for the December 10, 2004 transaction.
- (4) These units were credited to the reporting person's account as dividend equivalents.

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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