

Wilfong Diane E  
Form 4  
January 03, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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**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 \*  
Wilfong Diane E

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 STATE STREET  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/31/2006

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
Contoller

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 Ownership (Instr. 4)	
			Code	V	Amount or Price			
Common Stock	12/31/2006		M		781.11 (1)	A	\$ 0	11,277.11 (3) D
Common Stock	12/31/2006		F		264.11 (2)	D	\$ 25.86	11,013 (3) 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)

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

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 or Number of Shares
Option (right to buy)	\$ 31.3					(6) 07/19/2009	Common Stock 1,84
Option (right to buy)	\$ 31.3					(6) 03/29/2010	Common Stock 4,60
Option (right to buy)	\$ 31.3					(6) 01/11/2011	Common Stock 5,93
Option (right to buy)	\$ 31.3					(6) 11/15/2011	Common Stock 9,25
Option (right to buy)	\$ 36.66					(6) 11/21/2012	Common Stock 9,25
Option (right to buy)	\$ 30.42					(6) 02/06/2013	Common Stock 3,00
Option (right to buy)	\$ 22.82					(6) 10/16/2013	Common Stock 5,00
Option (right to buy) <sup>(4)</sup>	\$ 25.88					(6) 12/11/2013	Common Stock 16,6
Restricted Stock Units <sup>(5)</sup>	<u>(7)</u>	12/31/2006		M	7.39 <sup>(8)</sup>	12/31/2006 12/31/2006	Common Stock 7.39
Restricted Stock Units	<u>(7)</u>	12/31/2006		M	781.11	<sup>(9)</sup> <sup>(9)</sup>	Common Stock 781.

