

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>PEREZ ANTONIO M</u> <hr/> (Last) (First) (Middle) 343 STATE STREET <hr/> (Street) ROCHESTER NY 14650 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EASTMAN KODAK CO [ EK ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President, Chairman & CEO
	3. Date of Earliest Transaction (Month/Day/Year) 10/01/2006	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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							141,557 <sup>(1)</sup>	D		

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy)	\$30.96							(2)	04/01/2013	common stock	500,000		500,000	D	
Option (right to buy)	\$24.49							(3)	11/18/2010	common stock	51,500		51,500	D	
Option (right to buy)	\$31.71							(3)	12/09/2011	Common Stock	90,130		90,130	D	
Option (right to buy)	\$26.47							(3)	05/31/2012	Common Stock	300,000		300,000	D	
Option (right to buy) <sup>(4)</sup>	\$24.75							(3)	12/06/2012	Common Stock	135,000		135,000	D	
Stock Units	(5)							(6)	(6)	Common Stock	17,030.47		17,030.47	D	
Stock Units	(5)	10/01/2006		D			362.5 <sup>(7)</sup>	(6)	(6)	Common Stock	27,600.75 <sup>(8)</sup>	\$22.68	27,600.75 <sup>(8)</sup>	D	
Restricted Stock Units	(5)							(6)	(6)	common stock	25,000 <sup>(9)</sup>		25,000 <sup>(9)</sup>	D	
Restricted Stock Units <sup>(10)</sup>	(5)							12/31/2006 <sup>(11)</sup>	12/31/2006 <sup>(11)</sup>	Common Stock	18,053.49		18,053.49	D	

**Explanation of Responses:**

- Some of these shares are restricted.
- Employee stock option granted under the 1997 Stock Option Plan in a transaction exempt under Rule 16b-3. One-half of the options vest on the second anniversary of the date of grant; the balance vest on the fifth anniversary.
- These options vest one-third on each of the first three anniversaries of the date of grant.
- Stock option granted under the 2005 Omnibus Long-Term Compensation Plan.
- These units convert on a one-to-one basis.
- This date is not applicable to these units.
- Payment of FICA taxes.
- 25,000 of 50,000 RSUs lapsed. This total included dividend equivalents reported separately which were not restricted.
- Balance of RSUs that lapsed on 10-1-06
- These units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2004-2005 cycle.
- This is the date these restricted stock units will vest.

**Remarks:**

Laurence L. Hickey, as attorney-in-fact for Antonio M. Perez 10/03/2006

\*\* Signature of Reporting Person Date

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

\* 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).

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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