

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

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

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>VANGRAAFEILAND GARY P</u>  (Last) (First) (Middle) 343 STATE STREET  (Street) ROCHESTER NY 14650  (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)  Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ GC, Senior Vice President
	3. Date of Earliest Transaction (Month/Day/Year) 12/12/2003	
	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								24,628 <sup>(1)</sup>	D	
Common Stock								4,017.705 <sup>(2)</sup>	I	By Trustee of 401(k)
Common Stock								46.413 <sup>(3)</sup>	I	By Trustee of ESOP

**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)	\$31.3							(4)	02/14/2004	common stock	5,067		5,067	D		
Option (right to buy)	\$31.3							(4)	04/19/2005	common stock	10,000		10,000	D		
Option (right to buy)	\$31.3							(4)	03/28/2006	common stock	9,200		9,200	D		
Option (right to buy)	\$31.3							(4)	03/12/2007	common stock	414		414	D		
Option (right to buy)	\$31.3							(4)	04/03/2007	common stock	9,600		9,600	D		
Option (right to buy)	\$31.3							(4)	03/01/2008	common stock	5,000		5,000	D		
Option (right to buy)	\$31.3							(4)	03/12/2008	common stock	289		289	D		
Option (right to buy)	\$31.3							(4)	04/01/2008	common stock	11,500		11,500	D		
Option (right to buy)	\$31.3							(4)	03/11/2009	common stock	593		593	D		
Option (right to buy)	\$31.3							(4)	03/31/2009	common stock	11,500		11,500	D		
Option (right to buy)	\$31.3							(4)	03/29/2010	common stock	15,333		15,333	D		
Option (right to buy)	\$31.3								11/16/2004	11/15/2011	common stock	23,000		23,000	D	

