

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

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|--|---------|----------|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person* SMITH- PILKINGTON KAREN A | | | 2. Issuer Name and Ticker or Trading Symbol EASTMAN KODAK CO [EK] | | | 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) Senior Vice President | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 07/15/2004 | | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| 343 STATE STREET | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | |
| (Street) ROCHESTER NY 14650 | | | | | | | | |
| (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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | | | | | | | | 18,735 ⁽¹⁾ | D | |
| Common Stock | 02/17/2004 | | F | | 1,574 ⁽⁷⁾ | D | \$29.02 | 17,161 ⁽¹⁾ | D | |
| Common Stock | | | | | | | | 23.282 ⁽²⁾ | I | By Trustee in 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 | | | | | |
| Option (right to buy) | \$31.3 | | | | | | | 08/26/2002 | 03/28/2006 | common stock | 1,936 | 1,936 | D | |
| Option (right to buy) | \$31.3 | | | | | | | 08/26/2002 | 04/03/2007 | common stock | 1,920 | 1,920 | D | |
| Option (right to buy) | \$31.3 | | | | | | | 08/26/2002 | 03/06/2008 | common stock | 2,250 | 2,250 | D | |
| Option (right to buy) | \$31.3 | | | | | | | 08/26/2002 | 03/12/2008 | common stock | 93 | 93 | D | |
| Option (right to buy) | \$31.3 | | | | | | | 08/26/2002 | 04/01/2008 | common stock | 2,200 | 2,200 | D | |
| Option (right to buy) | \$31.3 | | | | | | | 08/26/2002 | 02/11/2009 | common stock | 2,501 | 2,501 | D | |
| Option (right to buy) | \$31.3 | | | | | | | 08/26/2002 | 03/11/2009 | common stock | 249 | 249 | D | |
| Option (right to buy) | \$31.3 | | | | | | | 08/26/2002 | 03/31/2009 | common stock | 4,251 | 4,251 | D | |
| Option (right to buy) | \$31.3 | | | | | | | 08/26/2002 | 03/29/2010 | common stock | 8,667 | 8,667 | D | |
| Option (right to buy) | \$31.3 | | | | | | | 08/26/2002 | 01/11/2011 | common stock | 11,000 | 11,000 | D | |
| Option (right to buy) | \$31.3 | | | | | | | 11/16/2002 | 11/15/2011 | common stock | 13,800 | 13,800 | 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) | \$26.86 | | | | | | | (3) | 10/09/2012 | common stock | 10,000 | | 10,000 | D | |
| Option (right to buy) | \$36.66 | | | | | | | (3) | 11/21/2012 | common stock | 21,000 | | 21,000 | D | |
| Option (right to buy) | \$24.49 | | | | | | | (3) | 11/18/2010 | common stock | 10,800 | | 10,800 | D | |
| Restricted Stock Units | (4) | | | | | | | (5) | (5) | common stock | 3,289.6 | | 3,289.6 | D | |
| Stock Units | (4) | 07/15/2004 | | A | | 33.51 ⁽⁸⁾ | | (6) | (6) | common stock | 181.18 | \$25.64 | 181.18 | D | |

Explanation of Responses:

- Some of these shares are restricted.
- This represents a number of units held in the Kodak Employee Stock Ownership Plan for the account of the reporting person. These units were acquired by the trustee over a period of time at current market prices.
- These options vest one-third on each of the first three anniversaries of the date of grant.
- These units convert on a one-to-one basis.
- This date is not applicable to restricted units.
- This date is not applicable to stock units.
- Payment of withholding taxes.
- These units were credited to the reporting person's account as dividend equivalents.

Remarks:

James M. Quinn, as attorney-in-
fact for Karen A. Smith- 07/19/2004
Pilkington

** 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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