

**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*<br><u>PEREZ ANTONIO M</u><br><br>(Last) (First) (Middle)<br>343 STATE STREET<br><br>(Street)<br>ROCHESTER NY 14650<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>EASTMAN KODAK CO [ EK ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><b>President, Chairman &amp; CEO</b> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br>08/06/2007                |  |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                      | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> 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  | (A) or (D) | Price |   |  |   |
| Common Stock                    |                                      |  |                                |   |   |            |       | 170,044 <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   |  |
| Option (right to buy) <sup>(4)</sup>       | \$25.88  |                                      |  |                                |   |  |     | (3)  | 12/11/2013                 | Common Stock  | 314,530                    |  | 314,530  | D   |  |
| Stock Units                                | (5)  | 07/16/2007                           |  | J                              | V | 147.68 <sup>(8)</sup>  |     | (6)  | (6)                        | Common Stock  | 147.68                     | \$0  | 17,338.48  | D   |  |
| Stock Units                                | (5)  | 07/16/2007                           |  | J                              | V | 456.14 <sup>(8)</sup>  |     | (6)  | (6)                        | Common Stock  | 456.14                     | \$0  | 28,554.11 <sup>(7)</sup>   | D   |  |
| Restricted Stock Units                     | (5)  |                                      |  |                                |   |  |     | (6)  | (6)                        | common stock  | 25,000 <sup>(9)</sup>      |  | 25,000 <sup>(9)</sup>  | D   |  |
| Stock Units <sup>(10)</sup>                | (5)  |                                      |  |                                |   |  |     | (6)  | (6)                        | Common Stock  | 17,961.67                  |  | 17,961.67  | D   |  |
| Restricted Stock Units <sup>(11)</sup>     | (5)  |                                      |  |                                |   |  |     | 12/31/2007 <sup>(12)</sup>                               | 12/31/2007 <sup>(12)</sup> | Common stock  | 30,281                     |  | 30,218   | 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.
- 25,000 of 50,000 RSUs lapsed. This total included dividend equivalents reported separately which were not restricted.
- These units were credited to the reporting person's account as dividend equivalents.
- 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.
- These units granted under the 2005 Omnibus Long-Term Compensation Plan; 2006 Executive Performance Share Program
- This is the date these restricted stock units will vest.

**Remarks:**

Laurence L. Hickey, as attorney-  
in-fact for Antonio M. Perez

08/06/2007

\*\* 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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**