

As filed with the Securities and Exchange Commission on March 13, 2002

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE TO  
Tender Offer Statement under Section 14(d)(1) or 13(e)  
Of the Securities Exchange Act of 1934  
(AMENDMENT NO. 7)

EASTMAN KODAK COMPANY  
(Name of Subject Company - - Issuer)

EASTMAN KODAK COMPANY  
(Name of Filing Person - - Offeror)

OPTIONS TO PURCHASE COMMON STOCK, PAR VALUE \$2.50 PER SHARE,  
ISSUED UNDER THE EASTMAN KODAK COMPANY 1990 OMNIBUS LONG-TERM COMPENSATION  
PLAN, THE EASTMAN KODAK COMPANY 1995 OMNIBUS LONG-TERM COMPENSATION PLAN, THE  
KODAK STOCK OPTION PLAN, THE WAGE DIVIDEND PLAN AND THE 2000 OMNIBUS LONG-TERM  
COMPENSATION PLAN  
(Title of Class of Securities)

JOYCE P. HAAG  
SECRETARY  
LAURENCE L. HICKEY  
ASSISTANT SECRETARY  
EASTMAN KODAK COMPANY  
ROCHESTER, NEW YORK 14650 - 0218  
TELEPHONE: 585-724-4368  
FACSIMILE: 585-724-9549  
(Name, address and telephone number of person  
authorized to receive notices and  
communications on behalf of Filing Person)

COPIES TO:  
Deborah McLean Quinn  
Nixon Peabody LLP  
Clinton Square, Suite 1300  
Rochester, New York 14604  
585-263-1307  
Facsimile: 585-263-1600

CHECK THE APPROPRIATE BOXES BELOW TO DESIGNATE ANY TRANSACTIONS TO WHICH THE  
STATEMENT RELATES:

/ / Third-party tender offer subject to Rule 14d-1.  
/X / Issuer tender offer subject to Rule 13e-4.  
/ / Going-private transaction subject to Rule 13e-3.  
/ / Amendment to Schedule 13D under Rule 13d-2.

CHECK THE FOLLOWING BOX IF THE FILING IS A FINAL AMENDMENT REPORTING THE RESULTS  
OF THE TENDER OFFER: / X /

This Amendment No. 7 amends and supplements the Tender Offer Statement  
of Eastman Kodak Company ("Kodak") on Schedule TO, filed with the Securities and  
Exchange Commission on January 18, 2002, and amended by Amendment Nos. 1, 2, 3  
4, 5 and 6 (the "Tender Offer Statement"), relating to the offer by Kodak to  
exchange outstanding employee stock options to purchase common stock, par value  
\$2.50 per share, issued under the Eastman Kodak Company 1990 Omnibus Long-Term  
Compensation Plan, the Eastman Kodak Company 1995 Omnibus Long-Term Compensation  
Plan, the Kodak Stock Option Plan, the Wage Dividend Plan and the 2000 Omnibus  
Long-Term Compensation Plan, upon the terms and subject to the conditions set  
forth in the Offer to Exchange, dated January 28, 2002, as amended.

This Amendment adds as Exhibits the statements to be sent to employees confirming their activities with respect to the Offer.

Item 12. EXHIBITS.

Item 12 to Kodak's Schedule T0 is hereby amended to add the following Exhibits, which are filed with this Amendment No. 7 to Schedule T0:

- 99.18 (a)(1) Form of Stock Option Program Confirmation Statement  
- Voided Election.
- 99.19 (a)(1) Form of Stock Option Program Revocation Confirmation  
Statement.
- 99.20 (a)(1) Form of Stock Option Program Election Confirmation  
Statement.
- 99.21 (a)(1) Form of Stock Option Program Revocation Confirmation  
Statement.
- 99.22 (a)(1) Form of Stock Option Program Confirmation Statement  
- Voided Election.

SIGNATURE

After due inquiry and to the best of my knowledge and belief, I certify that the information in this Amendment No. 7 to Schedule T0 is true, complete and correct.

March 13, 2002

EASTMAN KODAK COMPANY

By: /s/ Joyce P. Haag

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Joyce P. Haag  
Secretary

KODAK  
[GRAPHIC  
OMITTED] STOCK OPTION EXCHANGE PROGRAM  
CONFIRMATION STATEMENT--VOIDED ELECTION

March 14, 2002

Jane Employee  
KODAK 000 HR Department  
Eastman Kodak Company  
Rochester, NY 14650-1110  
USA

Your election to participate in the Stock Option Exchange Program was VOIDED because, prior to the close of the election period, you terminated employment, elected to leave the company or received a notification of termination of employment. As a result, you are not eligible to participate in the Exchange Program. In other words, none of your Current Options have been cancelled and exchanged for New Options. The termination rules of your Current Options will determine whether you keep them. To check the terms and conditions of your Current Options, call 877-KSO-4YOU (877-576-4968) or go to the Mellon Investor Services web site at:

Kodak intranet: [hrinfo.kodak.com](http://hrinfo.kodak.com)  
Internet: [www.melloninvestor.com](http://www.melloninvestor.com)

If you have any questions regarding this Confirmation Statement, please contact the Stock Option Exchange Hotline BETWEEN MARCH 18 AND APRIL 5, Monday through Friday from 8:00 a.m. - 5:00 p.m., Eastern Time (U.S.) at:

Knet (from inside Kodak): Kodak access code + 224-4503  
Toll-Free in U.S. & Canada: 1-866-854-7887  
Long Distance: 1-716-724-4503

KODAK  
[GRAPHIC  
OMITTED]            STOCK OPTION EXCHANGE PROGRAM  
                      REVOCATION CONFIRMATION STATEMENT

March 14, 2002

XXX XXXXXXXX  
Jane Employee  
KODAK 000 HR Department  
Eastman Kodak Company  
Rochester, NY 14650-1110  
USA

This statement confirms that you REVOKED your election to participate in the Stock Option Exchange Program and, therefore, will keep your Current Options under the terms and conditions under which they were granted. In other words, you will not participate in the program and, therefore, none of your Current Options have been cancelled and exchanged for New Options. To check the terms and conditions of your Current Options, call 877-KS0-4YOU (877-576-4968) or go to the Mellon Investor Services web site at:

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KODAK  
 [GRAPHIC  
 OMITTED] STOCK OPTION EXCHANGE PROGRAM  
 ELECTION CONFIRMATION STATEMENT

March 14, 2002

XXX XXXXXXXX  
 Jane Employee  
 KODAK 000 HR Department  
 Eastman Kodak Company  
 Rochester, NY 14650-1110  
 USA

This statement confirms that Eastman Kodak Company has accepted your tendered Current Options in exchange for New Options to be granted on or about August 26, 2002. It also confirms that all of your Current Options were cancelled on February 23, 2002. Thus, you have no further right or entitlement to purchase any shares of common stock pursuant to the terms of these cancelled Current Options.

This statement lists your cancelled Current Options and the New Options that will be granted to you on or about August 26, 2002 under the terms and conditions of the Stock Option Exchange Program Tender Offer Statement (the "Offer to Exchange"). All New Options will have a grant price equal to the fair market value of Kodak's common stock on the new grant date. The year-end statement you receive from Mellon Investor Services next January will show the new grant price. As explained in the Offer to Exchange, you must remain an employee until the date the New Options are granted to receive the New Options. If you do not remain an employee through this date, you will not receive any New Options or any other consideration for your cancelled Current Options.

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GRANT ID	GRANT TYPE*	NUMBER OF CANCELLED OPTIONS	NUMBER OF NEW OPTIONS	VESTING DATE	EXPIRATION DATE
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KODAK  
[GRAPHIC OMITTED] STOCK OPTION EXCHANGE PROGRAM  
REVOCATION CONFIRMATION STATEMENT

March 14, 2002

XXX XXXXXXXX  
Jane Employee  
KODAK 000 HR Department  
Eastman Kodak Company  
Rochester, NY 14650-1110  
USA

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