

**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* <b>BRUST ROBERT H</b>			2. Issuer Name and Ticker or Trading Symbol <b>EASTMAN KODAK CO [ EK ]</b>			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) <b>CFO, Exec. Vice President</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>12/04/2006</b>			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)								
<b>ROCHESTER NY 14650</b>								
(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	12/04/2006		F		995 <sup>(1)</sup>	D	\$25.58	45,641 <sup>(2)</sup>	D	
Common Stock								1,741.651 <sup>(3)</sup>	I	By Trustee in 401(k)

**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)	\$65.625							(4)	01/02/2010	common stock	200,000	200,000	D	
Option (right to buy)	\$55.188							(6)	03/29/2010	common stock	28,000	28,000	D	
Option (right to buy)	\$29.31							11/16/2004	11/15/2011	common stock	78,000	78,000	D	
Option (right to buy)	\$36.66							(7)	11/21/2012	common stock	42,000	42,000	D	
Option (right to buy)	\$24.49							(7)	11/18/2010	common stock	14,400	14,400	D	
Option (right to buy)	\$31.71							(7)	12/09/2011	Common Stock	18,000	18,000	D	
Option (right to buy)	\$26.47							(7)	05/31/2012	Common Stock	62,333	62,333	D	
Option (right to buy) <sup>(5)</sup>	\$24.75							(7)	12/06/2012	Common	18,000	18,000	D	
Stock Units	(8)							(9)	(9)	Common Stock	12,627.88	12,627.88	D	
Stock Units	(8)							(9)	(9)	Common Stock	13,121.74	13,121.74	D	
Restricted Stock Units <sup>(10)</sup>	(8)							12/31/2006 <sup>(11)</sup>	12/31/2006 <sup>(11)</sup>	Common Stock	4,152.8	4,152.8	D	

**Explanation of Responses:**

- Payment of withholding taxes.
- Some of these share are restricted.
- This amount represents the number of shares in the Eastman Kodak Employee's Savings and Investment Plan for the account of the reporting person. These shares were previously reported as units. The number of shares held by each participant fluctuates with the change in stock price, due to the conversion from units to shares.
- 140,000 of these options have vested. 30,000 vest on 01/03/04 and the remaining 30,000 vest on 01/03/05.
- Stock option granted under the 2005 Omnibus Long-Term Compensaton Plan.

6. These options have vested.
7. These options vest one-third on each of the first three anniversaries of the date of grant.
8. These units convert on a one-for-one basis.
9. This date is not applicable to these units.
10. These units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2004-2005 cycle.
11. This is the date these restricted stock units will vest.

**Remarks:**

Laurence L. Hickey, as attorney-  
in-fact for Robert H. Brust

12/06/2006

\*\* 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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