

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): December 7, 2004

Eastman Kodak Company
(Exact name of registrant as specified in its charter)

New Jersey	1-87	16-0417150

(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

343 State Street,
Rochester, New York 14650
(Address of Principal Executive Office) (Zip Code)

Registrant's telephone number, including area code (585) 724-4000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Securities Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 2.05 Costs Associated with Exit or Disposal Activities

On December 7, 2004, Eastman Kodak Company committed to plans to close manufacturing operations in Toronto, Canada, by June 30, 2005. These actions reflect the Company's plan to manage its manufacturing plants as worldwide assets based on global capacity requirements.

As a result of these actions, the Company will incur restructuring-related charges of approximately \$105 million, including accelerated depreciation on the equipment and buildings (through June 30, 2005), employee severance costs and other exit costs of approximately \$55 million, \$26 million and \$24 million, respectively. In addition, the Company will record approximately \$4 million in other operational charges. The severance, other exit costs and other operational charges require the outlay of cash, while the accelerated depreciation represents a non-cash charge.

These actions are a part of the Company's restructuring program that was announced on January 22, 2004. The Company expects that it will continue to consolidate its worldwide manufacturing operations in order to eliminate excess capacity.

A copy of the December 9, 2004 press release issued in Canada related to this action is attached as Exhibit (99.1).

ITEM 9.01 Financial Statements and Exhibits**(c) Exhibit**

(99.1) Eastman Kodak Company Canadian press release dated December 9, 2004 regarding closure of Toronto, Canada manufacturing facility.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EASTMAN KODAK COMPANY

By: /s/ Richard G. Brown, Jr.

Richard G. Brown, Jr.
Controller

Date: December 9, 2004

EASTMAN KODAK COMPANY
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Exhibit No.

(99.1) Eastman Kodak Company Toronto, Canada press release dated
December 9, 2004.

EASTMAN KODAK COMPANY

Kodak Canada Inc. Announces Changes to Toronto Manufacturing Operations

Response to Structural Changes in the Worldwide Imaging Industry

TORONTO, ON, December 9, 2004 - Kodak Canada Inc. today announced that it will be closing its Toronto manufacturing operations as part of a three-year worldwide program by Eastman Kodak Company to reduce employment by 12,000-15,000 and facilities square footage by one-third.

The company is consolidating many different types of functions and operations at sites around the world to maintain competitiveness in the face of fundamental changes in the imaging market driven by the rising popularity of digital photography. Kodak manages its manufacturing plants as worldwide assets and makes strategic asset decisions based on global capacity requirements.

The Toronto manufacturing operation closure will be completed by mid-2005 and the workforce reduction will affect approximately 360 employees. Impacted employees will receive severance packages, access to counseling support, outplacement services and a retaining allowance.

"Kodak Canada remains committed to the Canadian market and will continue to offer the full array of leading traditional and digital imaging products and services," said Michael Ducey, President of Kodak Canada Inc. "Approximately 550 employees in a variety of sales, marketing, service, and support activities will continue to work for Kodak in Canada."

"This is a very difficult decision because it affects our employees who have performed so well," Ducey said. "This decision reflects the changing realities of the global imaging marketplace to which all companies must adapt. We acknowledge and thank the impacted employees for their contribution to the company over the years and we will make every effort to assist them in their transition."

Products currently manufactured in Toronto will be transitioned to other Kodak plants.

KODAK CANADA INC.

For more than a century, Kodak Canada Inc. has been meeting the imaging needs of Canadians - in consumer, professional, motion picture, health and commercial applications. Today, Kodak Canada's sales, marketing and distribution teams offer customers a full range of products and services that make picture taking and picture making easier, faster, more versatile and more exciting.

For more information visit www.kodak.ca