

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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

<b>1. Name and Address of Reporting Person*</b> <u>Wilfong Diane E</u> (Last) (First) (Middle) 343 STATE STREET (Street) ROCHESTER NY 14650 (City) (State) (Zip)			<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>EASTMAN KODAK CO [ EK ]</u>			<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Controller		
			<b>3. Date of Earliest Transaction (Month/Day/Year)</b> 12/11/2007					
			<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>			<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b> <input checked="" type="checkbox"/> Form filed by One Reporting Person 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								11,013 <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
Option (right to buy)	\$31.3							(3)	07/19/2009	Common Stock	1,840	1,840	D		
Option (right to buy)	\$31.3							(3)	03/29/2010	Common Stock	4,600	4,600	D		
Option (right to buy)	\$31.3							(3)	01/11/2011	Common Stock	5,933	5,933	D		
Option (right to buy)	\$31.3							(3)	11/15/2011	Common Stock	9,250	9,250	D		
Option (right to buy)	\$36.66							(3)	11/21/2012	Common Stock	9,250	9,250	D		
Option (right to buy)	\$30.42							(3)	02/06/2013	Common Stock	3,000	3,000	D		
Option (right to buy)	\$22.82							(3)	10/16/2013	Common Stock	5,000	5,000	D		
Option (right to buy) <sup>(2)</sup>	\$25.88							(3)	12/11/2013	Common Stock	16,680	16,680	D		
Option (right to buy) <sup>(2)</sup>	\$23.28	12/11/2007		A		18,330		(3)	12/10/2014	Common Stock	18,330	\$23.28	18,330	D	
Restricted Stock Units <sup>(5)</sup>	(4)								12/31/2007 <sup>(6)</sup>	12/31/2007 <sup>(6)</sup>	Common Stock	831	831	D	

**Explanation of Responses:**

- Some of these shares are restricted.
- Stock option granted under the 2005 Omnibus Long-Term Compensation Plan.
- These options vest one-third on each of the first three anniversaries of the date of grant.
- These units convert on a one-for-one basis.
- 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 12/13/2007

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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