

Taber Terry R
Form 3/A
January 08, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Taber Terry R

(Last) (First) (Middle)

343 STATE STREET

(Street)

ROCHESTER, NY 14650

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

01/01/2009

3. Issuer Name and Ticker or Trading Symbol
EASTMAN KODAK CO [EK]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner

X Officer Other

(give title below) (specify below)

Chief Technical Officer

5. If Amendment, Date Original Filed(Month/Day/Year)

01/05/2009

6. Individual or Joint/Group

Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

5,743 (7)

D (1) A

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

Date Exercisable Expiration Date Title Amount or Number of

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				Shares		(1) (Instr. 5)	
Options (right to buy)	Â (2)	03/29/2010	Common Stock	1,447 (6)	\$ 31.3	D	Â
Restricted Stock Units (3)	12/31/2008(4)	12/31/2008(4)	Common Stock (7)	78.36 (8)	\$ (5)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Taber Terry R 343 STATE STREET ROCHESTER, NY 14650	Â	Â	Â Chief Technical Officer	Â

Signatures

Laurence L. Hickey, as attorney-in-fact for Terry R. Taber

01/08/2009

 **Signature of Reporting Person

Date _____

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) These shares are held in a joint account with spouse.
- (2) These options vest one-third on each of the first three anniversaries of the date of grant.
- (3) These units granted under the 2005 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2006-2007 cycle.
- (4) This is the date these restricted stock units will vest.
- (5) These units convert on a one-to-one basis.
- (6) Number of options corrected due to individual exercised some of the options from this grant prior to becoming a Section 16 officer.
- (7) This amendment is filed to reflect the increase of 51 shares beneficially owned on Table I due to the vesting and distribution of restricted stock units listed on Table II prior to individual becoming a Section 16 officer.
- (8) These restricted stock units vested and were distributed prior to becoming a Section 16 officer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.