Haag Joyce P
Form 4
December 14, 2006

FORM 4

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

STATEMENT OF CHANGES IN 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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Haag Joyce P

(Last) (First) (Middle)

343 STATE STREET

(Street)

ROCHESTER, NY 14650

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
12/12/2006

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Senior Vice President

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 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								5,230.9779	I	By Trustee in 401(k)
Common Stock								23.6967	I	By Trustee in ESOP
Common Stock								4,110.8546	I	By Trustee in Spouse's 401(k)
Common Stock								23.6967	I	By Trustee in Spouse's ESOP
								100	I	

Common Stock				By Trustee in IRA
Common Stock		100	I	By Spouse
Common Stock		100 (1)	I	By adult children
Common Stock		733	I	As a Trustee of Gull Rock Foundation, Inc.
Common Stock		4,300	I	As co-Manager of Pluta Family, LLC

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

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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 Amo Underlying Secur (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Option (right to buy)	$ 31.3							(2)	04/03/2007	Common Stock	1,
Option (right to buy)	$ 31.3							(2)	03/17/2008	Common Stock	
Option (right to buy)	$ 31.3							(2)	04/01/2008	Common Stock	2,
Option (right to buy)	$ 31.3							(2)	05/04/2008	Common Stock	6

Option (right to buy)	$ 31.3				(2)	03/11/2009	Common Stock	2
Option (right to buy)	$ 31.3				(2)	03/31/2009	Common Stock	2
Option (right to buy)	$ 31.3				(2)	03/29/2010	Common Stock	2
Option (right to buy)	$ 31.3				(2)	01/11/2011	Common Stock	3
Option (right to buy)	$ 31.3				(2)	11/15/2011	Common Stock	6
Option (right to buy)	$ 36.66				(3)	11/21/2011	Common Stock	6
Option (right to buy)	$ 26.47				(3)	05/31/2012	Common Stock	30
Option (right to buy)	$ 27.06				(3)	06/29/2012	Common Stock	10
Option (right to buy)	$ 27.06				(3)	06/29/2012	Common Stock	10
Option (right to buy) (4)	$ 24.75				(3)	12/06/2012	Common Stock	12
Option (right to buy) (4)	$ 25.88	12/12/2006	A	41,580	(3)	12/11/2013	Common Stock	41
Restricted Stock Units (5)	(6)				12/31/2006(7)	12/31/2006(7)	Common Stock	67
Option (right to buy)	$ 31.3				(2)	04/01/2008	Common Stock	
Option (right to buy)	$ 31.3				(2)	03/12/2010	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Haag Joyce P 343 STATE STREET ROCHESTER, NY 14650			Senior Vice President	

Signatures

Laurence L. Hickey, as attorney-in-fact for Joyce P. Haag	12/14/2006
**Signature of Reporting Person	Date

Explanation of Responses:

***** 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).

(1) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purposes.

(2) These Options have vested.

(3) These options vest one-third on each of the first three anniversaries of the grant date.

(4) Stock option granted under the 2005 Omnibus Long-Term Compensaton Plan.

(5) Theses units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, cycle 2004-2005.

(6) These units convert on a one-for-one basis.

(7) This is the date these restricted stock units will vest.

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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