LEE THERESA K Form 4

May 13, 2005

FORM 4

Check this box

if no longer

subject to

Section 16.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

SECURITIES

Washington, D.C. 20549

OMB APPROVAL OMB

3235-0287 Number: January 31,

Expires: 2005 Estimated average

burden hours per response... 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * LEE THERESA K			2. Issuer Name and Ticker or Trading Symbol EASTMAN CHEMICAL CO [EMN]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) EASTMAN CHEMICAL COMPANY, 100 N. EASTMAN ROAD			Date of Earliest 7 Ionth/Day/Year) I/11/2005	ransaction			Director 10% Owner SVP, CLO and Corp Secretary			
(Street) KINGSPORT, TN 37660-5075			Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-	Derivative	Secui		red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Y	Code Year) (Instr. 8)	omr Dispos (Instr. 3, 4	ed of (4) (A) or	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)	
Common Stock	05/11/2005		Code V M	Amount 1,100	(D)	Price \$ 53	12,179	D		
Common Stock	05/11/2005		S	1,100	D	\$ 58.9234 (1)	11,079	D		
Common Stock	05/11/2005		M	8,700	A	\$ 42.125	19,779	D		
Common	05/11/2005		S	8,700	D	\$ 58.9234	11,079	D		

(1)

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Common Stock	05/11/2005	M	850	A	\$ 56.875	11,929	D
Common Stock	05/11/2005	S	850	D	\$ 58.9234 (1)	11,079	D
Common Stock	05/11/2005	M	1,700	A	\$ 45.8125	12,779	D
Common Stock	05/11/2005	S	1,700	D	\$ 58.9234 (1)	11,079	D
Common Stock	05/11/2005	M	6,200	A	\$ 46.0625	17,279	D
Common Stock	05/11/2005	S	6,200	D	\$ 58.9234 (1)	11,079	D
Common Stock	05/11/2005	M	8,800	A	\$ 49.22	19,879	D
Common Stock	05/11/2005	S	8,800	D	\$ 58.9234 (1)	11,079	D
Common Stock	05/11/2005	M	2,250	A	\$ 43.66	13,329	D
Common Stock	05/11/2005	S	2,250	D	\$ 58.9234 (1)	11,079	D
Common Stock	05/11/2005	M	15,603	A	\$ 29.9	26,682	D
Common Stock	05/11/2005	S	15,603	D	\$ 58.9234	11,079	D
Common Stock	05/11/2005	M	2,300	A	\$ 50.11	13,379	D
Common Stock	05/11/2005	S	2,300	D	\$ 58.9234	11,079	D
Common Stock	05/11/2005	M	693	A	\$ 44.2	11,772	D
Common Stock	05/11/2005	S	693	D	\$ 58.9234	11,079	D
Common Stock						737	I

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(e.g., puts, calls, warrants, options, convertible securities)

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(*3, ; r***) *****, *****, *******************											
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	Code	TransactionDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code \	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 53	05/11/2005		M			1,100	08/01/1998	07/31/2006	Common Stock	1,100
Employee Stock Option (right to buy)	\$ 42.125	05/11/2005		M			8,700	10/19/2001	10/18/2009	Common Stock	8,700
Employee Stock Option (right to buy)	\$ 56.875	05/11/2005		M			850	08/06/2000	08/05/2008	Common Stock	850
Employee Stock Option (right to buy)	\$ 45.8125	05/11/2005		M			1,700	02/16/2001	02/15/2009	Common Stock	1,700
Employee Stock Option (right to buy)	\$ 46.0625	05/11/2005		M			6,200	04/07/2002	04/06/2010	Common Stock	6,200
Employee Stock Option	\$ 49.22	05/11/2005		M			8,800	04/06/2003	04/05/2011	Common Stock	8,800

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(right to buy)								
Employee Stock Option (right to buy)	\$ 43.66	05/11/2005	M	2,250	04/02/2005	04/01/2014	Common Stock	2,250
Employee Stock Option (right to buy)	\$ 29.9	05/11/2005	M	15,603	04/04/2005	04/03/2013	Common Stock	15,603
Employee Stock Option (right to buy)	\$ 50.11	05/11/2005	M	2,300	11/16/2004	04/03/2013	Common Stock	2,300
Employee Stock Option (right to buy)	\$ 44.2	05/11/2005	M	693	05/04/2004	04/03/2013	Common Stock	693

Reporting Owners

Reporting Owner Name / Address							
	Director	10% Owner	Officer	Other			

LEE THERESA K EASTMAN CHEMICAL COMPANY 100 N. EASTMAN ROAD KINGSPORT, TN 37660-5075

SVP, CLO and Corp Secretary

Relationships

Signatures

Brian L. Henry, by Power of

Attorney 05/13/2005

**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) Average sales price for all shares disposed of in the reported transactions. The shares were sold in multiple brokers' transactions at prices per share ranging from \$58.82 to \$59.12.

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