Edgar Filing: EASTMAN CHEMICAL CO - Form 4

EASTMAN CHI Form 4 October 03, 200)							
FORM 4								OMB A	PPROVAL
	UNITED	STATES			AND EX , D.C. 20		COMMISSIO	N OMB Number:	3235-0287
Check this bo if no longer subject to Section 16. Form 4 or Form 5	STATEM			SECU	RITIES		WNERSHIP OI	Estimated burden hou response	irs per
obligations may continue. <i>See</i> Instructio 1(b).	Section 17(a) of the I	Public U	tility Ho	lding Cor		of 1935 or Secti		
(Print or Type Respo	onses)								
1. Name and Addre CONNORS MI		Person [*]	Symbol		d Ticker or EMICAI	Trading CO [EM]	Issuer	of Reporting Per	rson(s) to
(Last)	(First) (Middle)		f Earliest 7			(Ch	eck all applicabl	e)
200 S. WILCO	· · · · ·	(induite)		Day/Year)	Tansaction		X Director Officer (gi below)		% Owner er (specify
VINCEDODT	(Street)			endment, D nth/Day/Yea	ate Origina m)	1	Applicable Line) _X_ Form filed by	Joint/Group Fili y One Reporting Po More than One R	erson
KINGSPORT, 7	IN 37000						Person		
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned
	ransaction Date nth/Day/Year)		Date, if	Code (Instr. 8)	4. Securit mAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	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)
Reminder: Report o	n a separate line	e for each cla	ass of seci	urities bene	ficially ow	ned directly	or indirectly.		
					Perso inforn requir	ns who res nation cont ed to resp lys a curre	spond to the colle tained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities			(Instr. 5)

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	Derivative Security				Acqui (A) or Dispos of (D) (Instr. and 5)	sed 3, 4,					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	\$ 0 <u>(1)</u>	10/01/2007	А		336 (2)		<u>(1)</u>	<u>(1)</u>	Common Stock	336 <u>(2)</u>	\$ 0

Reporting Owners

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
CONNORS MICHAEL P 200 S. WILCOX DRIVE KINGSPORT, TN 37660	Х			
Signatures				
Brian L. Henry, by Power of Attorney		10/03/200)7	
**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) Phantom stock units credited under the Directors' Deferred Compensation Plan, each having a value equal to the market value of one share of issuer common stock and payable only in cash after termination of service as a director.
- (2) Automatic deferral of a portion of director's annual retainer fee into the director's stock account of the Directors' Deferred Compensation Plan.
- (3) Includes 32 units credited since April 2, 2007 as hypothetical reinvestment of dividend equivalents.

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.