FERGUSON J BRIAN

Form 4/A

November 01, 2007

FORM 4

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

OMB 3235-0287

Check this box if no longer subject to Section 16.

HANGES IN RENEFICIAL OWNERSHIP OF

Number: January 31, 2005

OMB APPROVAL

Section 16.
Form 4 or
Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response...

5. Relationship of Reporting Person(s) to

Form 5 obligations may continue. *See* Instruction

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

2. Issuer Name and Ticker or Trading

sponse... 0.5

See Instruct 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

FERGUSON J BRIAN			Symbol					Issuer			
			EASTM	EASTMAN CHEMICAL CO [EMN]					(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of	3. Date of Earliest Transaction					••		
100 NORTH EASTMAN ROAD			(Month/Day/Year) 10/08/2007					X Director 10% Owner Selection Other (specify below) Chairman of the Board and CEO			
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)					Applicable Line)			
KINGSPORT, TN 37660-5075			10/10/2007					_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ar) Executi any	emed ion Date, if /Day/Year)	3. Transactic Code (Instr. 8)	Disposed (Instr. 3,	(A) c l 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)	
Common Stock	10/08/2007			F	3,405 (1) (2)	D	\$ 68	148,684 (2)	D		
Common Stock								5,710 <u>(3)</u>	I	401(k)	
Common Stock								579	I	ESOP	
Common Stock								62,000 (4)	I	By GRAT	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date		Amoun	it of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						Ì
					4, and 5)						
								1	Amount		
						Date	Expiration		or		
						Exercisable	Date	Title Number of			
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FERGUSON J BRIAN 100 NORTH EASTMAN ROAD KINGSPORT, TN 37660-5075

X

Chairman of the Board and CEO

Signatures

Brian L. Henry, by Power of Attorney

11/01/2007

**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) Shares of common stock surrendered in payment of tax liability upon vesting of 9,340 shares of previously reported October 7, 2002 grant of 28,020 restricted shares (restriction lapsed on October 8, 2007).
- The original Form 4 filed on October 10, 2007 incorrectly reported 2,471 shares surrendered in payment of taxes in connection with the vesting of restricted shares. The error was the result of application by the issuer of an incorrect tax rate. This amended Form 4 corrects the original Form 4 by reporting the correct number of shares surrendered (3,405) and of shares of common stock beneficially owned directly following the reported transaction.
- (3) Includes 68 shares acquired since May 1, 2007 resulting from automatic reinvestment of dividends.
- (4) Shares previously reported as directly beneficially owned which were contributed to a grantor retained annuity trust ("GRAT").

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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