

King Scott V.  
Form 4  
November 13, 2009

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
King Scott V.

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)  
100 NORTH EASTMAN ROAD  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/10/2009

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP, Controller & CAO

KINGSPORT, TN 37660

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/10/2009		M		\$ 36.6	1,124	D
Common Stock	11/10/2009		S		\$ 58.05	1,024	D
Common Stock	11/10/2009		S		\$ 58.06	424	D
Common Stock	11/10/2009		S		\$ 58.08	124	D
Common Stock	11/10/2009		M		\$ 43.66	824	D

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Common Stock	11/10/2009	S	700	D	\$ 58.15	124	D	
Common Stock	11/10/2009	M	1,500	A	\$ 46.98	1,624	D	
Common Stock	11/10/2009	S	1,400	D	\$ 58.15	224	D	
Common Stock	11/10/2009	S	100	D	\$ 58.16	124	D	
Common Stock						848 <sup>(1)</sup>	I	401(k)
Common Stock						18	I	ESOP

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**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 Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 36.6	11/10/2009		M	1,000	10/28/2009	10/27/2018	Common Stock	1,000
Employee Stock Option (Right to Buy)	\$ 46.98	11/10/2009		M	1,500	11/02/2007	11/01/2014	Common Stock	1,500
Employee Stock	\$ 43.66	11/10/2009		M	700	04/02/2007	04/01/2014	Common Stock	700

Option  
(Right to  
Buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
King Scott V. 100 NORTH EASTMAN ROAD KINGSPORT, TN 37660			VP, Controller & CAO	

## Signatures

Brian L. Henry, by Power of Attorney	11/13/2009
<small>**Signature of Reporting Person</small>	<small>Date</small>

## 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) Includes 158 shares acquired since September 1, 2008 resulting from employee payroll contributions and automatic reinvestment of dividends.

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