

EASTMAN CHEMICAL CO  
 Form 4  
 May 19, 2005

**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 \*  
**NELSON GREGORY O**

(Last) (First) (Middle)

**EASTMAN CHEMICAL COMPANY, 100 NORTH EASTMAN ROAD**

(Street)

**KINGSPORT, TN 37660-5075**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**EASTMAN CHEMICAL CO [EMN]**

3. Date of Earliest Transaction (Month/Day/Year)  
**05/18/2005**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**CTO & SVP Dev Bus**

6. Individual or Joint/Group Filing (Check Applicable Line)  
 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 Price (A) or (D)				
Common Stock	05/18/2005		M		1,700	\$ 45.8125	9,824	D	
Common Stock	05/18/2005		S		1,700	\$ 59.6376 (1)	8,124	D	
Common Stock	05/18/2005		M		2,700	\$ 46.0625	10,824	D	
Common Stock	05/18/2005		S		2,700	\$ 59.5856 (1)	8,124	D	

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Common Stock	05/18/2005	M	3,000	A	\$ 49.22	11,124	D	
Common Stock	05/18/2005	S	3,000	D	\$ 59.5787 <u>(1)</u>	8,124	D	
Common Stock	05/18/2005	M	2,250	A	\$ 43.66	10,374	D	
Common Stock	05/18/2005	S	2,250	D	\$ 59.6013 <u>(1)</u>	8,124	D	
Common Stock	05/18/2005	M	12,500	A	\$ 29.9	20,624	D	
Common Stock	05/18/2005	S	12,500	D	\$ 59.7959 <u>(1)</u>	8,124	D	
Common Stock	05/18/2005	M	2,918	A	\$ 46.59	11,042	D	
Common Stock	05/18/2005	S	2,918	D	\$ 59.5754 <u>(1)</u>	8,124	D	
Common Stock						573	I	ESOP

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 45.8125	05/18/2005		M	1,700	02/16/2001	02/15/2009	Common Stock	1,700

(right to  
buy)

Employee

Stock

Option	\$ 46.0625	05/18/2005	M	2,700	04/07/2002	04/06/2010	Common Stock	2,700
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Employee

Stock

Option	\$ 49.22	05/18/2005	M	3,000	04/06/2003	04/05/2011	Common Stock	3,000
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Employee

Stock

Option	\$ 43.66	05/18/2005	M	2,250	04/02/2005	04/01/2014	Common Stock	2,250
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Employee

Stock

Option	\$ 29.9	05/18/2005	M	12,500	04/04/2005	04/03/2013	Common Stock	12,500
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Employee

Stock

Option	\$ 46.59	05/18/2005	M	2,918	06/08/2004	04/03/2013	Common Stock	2,918
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NELSON GREGORY O EASTMAN CHEMICAL COMPANY 100 NORTH EASTMAN ROAD KINGSPORT, TN 37660-5075			CTO & SVP Dev Bus	

## Signatures

Brian L. Henry, by Power of  
Attorney

05/19/2005

\_\_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).

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- (1) Average sales price for shares disposed of in the reported transaction. The shares were sold in multiple brokers' transactions at various market prices per share.

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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