#### Edgar Filing: EASTMAN CHEMICAL CO - Form 4

#### EASTMAN CHEMICAL CO

Form 4

February 25, 2014

## FORM 4

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

OMB 3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Number: January 31, 2005

**OMB APPROVAL** 

Section 16.
Form 4 or
Form 5
obligations

SECURITIES

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

2,133

15,712 (3)

Ι

Ι

obligations may continue.

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

1(b).

Common

Common

Stock

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person \*

ROGERS JAMES P			Symbol EASTMAN CHEMICAL CO [EMN]					Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check	с ан аррисаотс	,	
200 SOUTI	H WILCOX	`		Day/Year)			_	_X_ Director _X_ Officer (give below) Exec (		Owner er (specify	
	(Street)			endment, D nth/Day/Yea	ate Original		A	5. Individual or John Applicable Line) X_ Form filed by O	ne Reporting Pe	rson	
KINGSPORT, TN 37660								Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative S	ecurit	ies Acqui	red, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		n Date, if	3. Transactic Code (Instr. 8)	4. Securities op Disposed (Instr. 3, 4	d of (Ľ	))	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	02/21/2014			A	202,400 (1)	A	\$ 0	537,495	D		
Common Stock	02/21/2014			F	83,182 (2)	D	\$ 84.34	454,313	D		

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

By ESOP

By 401(k)

Plan

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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 o		3. Transaction Date		4.	5.	6. Date Exerc		7. Title		8. Price of	9. Nu
Derivativ Security (Instr. 3)	e Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transacti Code (Instr. 8)	ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	<b>.</b>		Amoun Underly Securit (Instr. 2	ying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title 1	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
ROGERS JAMES P			Exec					
200 SOUTH WILCOX	X		Chrmn of					
KINGSPORT, TN 37660			Board					

# **Signatures**

Brian L. Henry, by Power of Attorney

02/25/2014 Date

\*\*Signature of Reporting Person

# **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) Payout under performance shares awarded at beginning of three-year (2011-2013) performance period.
- (2) Shares of common stock withheld in payment of tax liability incident to payout under performance shares.
- (3) Includes 644 shares acquired since February 22, 2013 resulting from employee payroll and company contributions and from automatic reinvestment of dividends.

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.

Reporting Owners 2