

EASTERN CO  
Form 4  
October 25, 2007

**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 \*  
SULLIVAN JOHN L III

(Last) (First) (Middle)  
112 BRIDGE STREET  
(Street)

NAUGATUCK, CT 06770

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
EASTERN CO [EML]

3. Date of Earliest Transaction (Month/Day/Year)  
10/24/2007

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)  
Vice President & CFO

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock <u>(1)</u>         | 10/24/2007                           |  | A                              |   | 107   | A  | 11 7,496                          |
| Common Stock <u>(2)</u>         | 10/24/2007                           |  | M                              |   | 7,500   | A  | \$ 7.95 14,996                    |

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 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 Security (Instr. 3 and 4) | Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      | Amount or Number of Shares |
| Qualified employee stock option <u>(3)</u>     | \$ 7.95  | 10/24/2007                           |  | M                              | 7,500   | 12/16/1997 12/16/2007                                    | Common Stock  | 7,500                      |                            |
| Qualified employee stock option <u>(4)</u>     | \$ 12.33   | 07/21/1999                           |  | A                              | 0   | <u>(4)</u> 07/21/2009                                    | Common Stock  | 18,700                     |                            |
| Non-qualified employee stock option <u>(5)</u> | \$ 10.17   | 12/15/1999                           |  | A                              | 0   | 12/15/1999 12/15/2009                                    | Common Stock  | 15,000                     |                            |
| Qualified employee stock option <u>(6)</u>     | \$ 9.5   | 07/19/2000                           |  | A                              | 0   | <u>(6)</u> 07/19/2010                                    | Common Stock  | 30,000                     |                            |
| Qualified employee stock option <u>(7)</u>     | \$ 9.6   | 04/26/2001                           |  | A                              | 0   | <u>(7)</u> 04/26/2011                                    | Common Stock  | 22,500                     |                            |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                      |       |
|---|---------------|-----------|----------------------|-------|
|   | Director      | 10% Owner | Officer              | Other |
| SULLIVAN JOHN L III<br>112 BRIDGE STREET<br>NAUGATUCK, CT 06770 |               |           | Vice President & CFO |       |

## Signatures

/s/ John L.  
Sullivan III

10/25/2007

\*\*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) 107 shares acquired under The Eastern Company Dividend Reinvestment Plan and The Eastern Company Employee Stock Purchase Plan from January until September 2007.  
  
7,500 shares were exercised on October 24, 2007 at \$7.95 per share. Original 12/16/1997 option was for 5,000 shares at \$17.875 per share. As a result of a 3-for-2 stock split effective 5/28/1999 this option became an option for 7,500 shares at \$11.92 per share. On 5/4/2004 Mr. Sullivan exercised 2,500 shares, and this became an option for 5,000 shares at \$11.92 per share. As a of a 3-for-2 stock split effective 10/18/2006, this option became an option for 7,500 shares at \$7.95 per share.
  - (2) Original 12/16/1997 option was for 5,000 shares at \$17.875 per share. As a result of a 3-for-2 stock split effective 5/28/1999 this option became an option for 7,500 shares at \$11.92 per share. On 5/4/2004 Mr. Sullivan exercised 2,500 shares, and this became an option for 5,000 shares at \$11.92 per share. As a of a 3-for-2 stock split effective 10/18/2006, this option is now an option for 7,500 shares at \$7.95 per share. On October 24, 2007, 7,500 shares were exercised at \$7.95 per share leaving a zero balance.
  - (3) Original 7/21/1999 option was for 12,500 shares at \$18.50 per share. 5,400 shares were vested on date of grant 7/21/1999; 5,400 shares were vested on 1/1/2000 and the remaining 1,700 shares were vested on 1/1/2001. As a result of a 3-for-2 stock split effective 10/18/2006 this option is now for 18,750 shares at \$12.33 per share.
  - (4) Original 12/15/1999 option was for 10,000 shares at \$15.25 per share. As a result of a 3-for-2 stock split effective 10/18/2006 this option is now for 15,000 shares at \$10.17 per share.
  - (5) Original 7/19/2000 option was for 20,000 shares at \$14.25 per share. 4,810 shares were vested on 1/1/2001; 7,017 shares were vested on 1/1/2002; 7,017 shares were vested on 1/1/2003, and the remaining 1,156 shares were vested on 1/1/2004. As a result of a 3-for-2 stock split effective 10/18/2006 this option is now for 30,000 shares at \$9.50 per share.
  - (6) Original 4/26/2001 option was for 15,000 shares at \$14.40 per share. 5,800 shares were vested on 1/1/2004; 6,944 shares were vested on 1/1/2005, and the remaining 2,256 shares were vested on 1/1/2006. As a result of a 3-for-2 stock split effective 10/18/2006 this option is now for 22,500 shares at \$9.60 per share.
  - (7)

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.