

ROGERS JAMES P
Form 4/A
November 23, 2004

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 *
ROGERS JAMES P

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)
EASTMAN CHEMICAL
COMPANY, 100 NORTH
EASTMAN ROAD
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/18/2004

____ Director
 Officer (give title below) _____ Other (specify below)
EVP & Eastman Div President

KINGSPORT, TN 37660-5075
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
11/22/2004

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Code V Amount Price | | | |
| Common Stock | 11/22/2004 | | S | 1,700 D \$ 51.1 | 21,513 ⁽¹⁾ | D | |
| Common Stock | 11/22/2004 | | S | 1,400 D \$ 51.11 | 20,113 ⁽¹⁾ | D | |
| Common Stock | 11/22/2004 | | S | 113 D \$ 51.12 | 20,000 ⁽¹⁾ | D | |
| Common Stock | | | | | 1,588 ⁽²⁾ | I | 401(K) Plan |
| Common Stock | | | | | 1,027 | I | By ESOP |

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after termination of employment.

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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