Motte Godefroy AFE
Form 3
January 11, 2011

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
Â Motte Godefroy AFE
(Last) (First) (Middle)

200 S. WILCOX DRIVE
(Street)

KINGSPORT,Â TNÂ 37660
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
01/01/2011

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

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
SVP, Chf. Reg. & Sus. Officer

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	5,597	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of			

				Shares		(I) (Instr. 5)	
Stock Appreciation Rights	11/01/2008	10/31/2015	Common Stock	4,000	$ 53.51	D	Â
Stock Appreciation Right	10/31/2009	10/30/2016	Common Stock	8,200	$ 60.92	D	Â
Stock Appreciation Right	10/30/2010	10/29/2017	Common Stock	4,800	$ 66.15	D	Â
Stock Appreciation Right	10/28/2009(1)	10/27/2018	Common Stock	4,800	$ 36.6	D	Â
Stock Appreciation Right	10/27/2010(2)	10/26/2019	Common Stock	4,500	$ 55.63	D	Â
Stock Appreciation Right	11/02/2011(3)	11/01/2020	Common Stock	3,400	$ 79.68	D	Â
Restricted Stock Units	01/01/2013	01/01/2013	Common Stock	1,980	$ (4)	D	Â
Restricted Stock Units	01/01/2014	01/01/2014	Common Stock	5,730	$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Motte Godefroy AFE 200 S. WILCOX DRIVE KINGSPORT,Â TNÂ 37660	Â	Â	Â SVP, Chf. Reg. & Sus. Officer	Â

Signatures

Brian L. Henry by Power of Attorney	01/11/2011
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 5(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) One-third of the stock appreciation right became exercisable on each of October 28, 2009 and October 28, 2010 and one-third becomes exercisable on October 28, 2011.

(2) One-third of the stock appreciation right became exercisable on October 27, 2010 and one-third becomes exercisable on each of October 27, 2011 and October 27, 2012.

(3) One-third of the stock appreciation right becomes exercisable on each of November 2, 2011, November 2, 2012, and November 2, 2013.

(4) Each restricted stock unit represents a contingent right to receive one share of issuer common stock.

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Remarks:

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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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