#### EASTMAN CHEMICAL CO

Form 3

January 13, 2014

# FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement EASTMAN CHEMICAL CO [EMN] LICH BRAD A (Month/Day/Year) 01/01/2014 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 200 S. WILCOX DRIVE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director \_X\_ Form filed by One Reporting \_X\_\_ Officer Other Person KINGSPORT, TNÂ 37660 (give title below) (specify below) Form filed by More than One **Executive Vice President** Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) D Â Common Stock 3,483 Common Stock 864 I By ESOP Common Stock 1,794 Ι By 401(k) Plan Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

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

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

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			(Instr. 4)		Price of	Derivative	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	02/28/2014(1)	02/27/2023	Common Stock	5,042	\$ 69.73	D	Â
Employee Stock Option (right to buy)	11/01/2013(2)	10/31/2021	Common Stock	5,134	\$ 38.3	D	Â
Employee Stock Option (right to buy)	11/02/2013	11/01/2020	Common Stock	3,068	\$ 39.84	D	Â
Employee Stock Option (right to buy)	07/31/2013	07/30/2020	Common Stock	15,000	\$ 31.32	D	Â
Phantom Stock Units	(3)	(3)	Common Stock	2,006	\$ (3)	D	Â

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
LICH BRAD A 200 S. WILCOX DRIVE KINGSPORT, TN 37660	Â	Â	Executive Vice President	Â	

## **Signatures**

Brian L. Henry by Power of Attorney 01/13/2014

\*\*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 option becomes exercisable on each of February 28, 2014, February 28, 2015, and February 28, 2016.
- (2) One half of option became exercisable on November 1, 2013 and one half of option becomes exercisable on November 1, 2014.
- Phantom Stock Units credited under the Executive Deferred Compensation Plan, each having a value equal to one share of issuer (3) common stock and payable only in cash and, subject to certain acceleration and early withdrawal provisions, after termination of employment.



### **Remarks:**

Exhibit 24 - Power of Attorney

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.

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