

PEREZ ANTONIO M
Form 4
March 01, 2013

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 *
PEREZ ANTONIO M

2. Issuer Name and Ticker or Trading Symbol
EASTMAN KODAK CO [EKDKQ]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
343 STATE STREET

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
President, Chairman & CEO

ROCHESTER, NY 14650

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

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

(City) (State) (Zip)

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 or Price		
Common Stock	02/28/2013		M		133,205 <u>(11)</u>	A	\$ 0.2 625,175 D
Common Stock	02/28/2013		F		49,446 <u>(12)</u>	D	\$ 0.2 575,729 D

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

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SEC 1474
(9-02)

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Option (right to buy)	\$ 30.96					<u>(1)</u> 04/01/2013	common stock
Option (right to buy)	\$ 25.88					<u>(1)</u> 12/11/2013	Common Stock
Option (right to buy)	\$ 23.28					<u>(1)</u> 12/10/2014	Common Stock
Option (right to buy)	\$ 7.41					<u>(1)</u> 12/08/2015	Common Stock
Option (right to buy)	\$ 4.54					<u>(3)</u> 10/13/2016	Common Stock
Option (right to buy)	\$ 3.4					<u>(2)</u> 02/27/2018	Common Stock
Stock Units	<u>(4)</u>					<u>(5)</u> <u>(5)</u>	Common Stock
Stock Units	<u>(4)</u>					<u>(5)</u> <u>(5)</u>	Common Stock
Stock Units <u>(6)</u>	<u>(4)</u>					<u>(5)</u> <u>(5)</u>	Common Stock
Restricted Stock Units <u>(9)</u>	<u>(4)</u>					<u>(9)</u> <u>(9)</u>	Common Stock
Restricted Stock Units	<u>(4)</u>	02/28/2013		M	133,205	<u>(8)</u> <u>(8)</u>	Common Stock
Restricted Stock Units	<u>(4)</u>					12/31/2013 <u>(7)</u> 12/31/2013 <u>(7)</u>	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PEREZ ANTONIO M 343 STATE STREET ROCHESTER, NY 14650	X		President, Chairman & CEO	

Signatures

Patrick M. Sheller, as attorney-in-fact for Antonio M. Perez
03/01/2013

__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) These options have vested.
- (2) These options vest one-third on each of the first three anniversaries of the date of grant.
- (3) One third vests on the 2nd anniversary of the grant date; one third vests on 3rd anniversary of the grant date; remaining third vests on the 4th anniversary of the grant date.
- (4) These units convert on a one-to-one basis.
- (5) This date is not applicable to these units.
- (6) These units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2004-2005 cycle.
- (7) This is the date these restricted stock units vested.
- (8) These units vest one-third on each of the first three anniversaries of the date of grant.
- (9) On September 28, 2012 524,185 of these restricted stock units vested. The remaining will vest on September 28, 2013.
- (10) Some of these units are restricted.
- (11) Vesting and distribution of shares of restricted stock units
- (12) Payment of withholding taxes.

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.