

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>PEREZ ANTONIO M</u> (Last) (First) (Middle) 343 STATE STREET (Street) ROCHESTER NY 14650 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EASTMAN KODAK CO [EKDKQ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President, Chairman & CEO
	3. Date of Earliest Transaction (Month/Day/Year) 09/28/2012	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock							491,970	D		

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy)	\$24.75							(1)	12/06/2012	Common Stock	135,000		135,000	D	
Option (right to buy)	\$30.96							(1)	04/01/2013	common stock	500,000		500,000	D	
Option (right to buy)	\$25.88							(1)	12/11/2013	Common Stock	314,530		314,530	D	
Option (right to buy)	\$23.28							(1)	12/10/2014	Common Stock	397,460		397,460	D	
Option (right to buy)	\$7.41							(1)	12/08/2015	Common Stock	751,540		751,540	D	
Option (right to buy)	\$4.54							(3)	10/13/2016	Common Stock	500,000		500,000	D	
Option (right to buy)	\$3.4							(2)	02/27/2018	Common Stock	705,732		705,732	D	
Stock Units	(4)							(5)	(5)	Common Stock	18,539.42		18,539.42	D	
Stock Units	(4)							(5)	(5)	Common Stock	56,886.41		56,886.41	D	
Stock Units ⁽⁶⁾	(4)							(5)	(5)	Common Stock	19,370.2903		19,370.2903	D	
Restricted Stock Units ⁽¹⁰⁾	(4)	09/28/2012		F		7,601 ⁽⁹⁾		(10)	(10)	Common Stock	7,601	\$0	1,040,769 ⁽¹¹⁾	D	
Restricted Stock Units	(4)							(8)	(8)	Common Stock	266,450		266,450	D	
Restricted Stock Units	(4)							12/31/2013 ⁽⁷⁾	12/31/2013 ⁽⁷⁾	Common Stock	248,009		248,009	D	

Explanation of Responses:

- These options have vested.
- These options vest one-third on each of the first three anniversaries of the date of grant.
- 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.
- These units convert on a one-to-one basis.
- This date is not applicable to these units.
- These units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2004-2005 cycle.
- This is the date these restricted stock units will vest.
- These units vest one-third on each of the first three anniversaries of the date of grant.

9. On September 28, 2012 7,601 units were deducted to pay FICA.

10. On September 28, 2012 524,185 of these restricted stock units vested. The remaining will vest on September 28, 2013.

11. Some of these units are restricted.

Remarks:

Patrick M. Sheller, as attorney-
in-fact for Antonio M. Perez

10/02/2012

** Signature of Reporting Person

Date

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

* 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).

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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