

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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) <u>343 STATE STREET</u>  (Street) <u>ROCHESTER NY 14650</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EASTMAN KODAK CO [ KODK ]</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) <p style="text-align: center;"><b>CEO</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/25/2013</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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	11/25/2013		A		40,849 <sup>(1)</sup>	A	\$23.2	74,282	D	
Common Stock	11/25/2013		F		20,109 <sup>(2)</sup>	D	\$23.2	54,173	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				
125% Warrants to purchase Common Stock, par value \$.01	\$14.93	11/25/2013		A		14,193 <sup>(3)</sup>		09/03/2013	09/03/2018	Common Stock par value \$.01	14,193	\$9.5	14,193	D	
125% Warrants to purchase Common Stock, par value \$.01	\$14.93	11/25/2013		F		6,991 <sup>(4)</sup>		09/03/2013	09/03/2018	Common Stock par value \$.01	6,991	\$9.5	7,202	D	
135% Warrants to purchase Common Stock, par value \$.01	\$16.12	11/25/2013		A		14,193 <sup>(5)</sup>		09/03/2013	09/03/2018	Common Stock par value \$.01	14,193	\$9.96	14,193	D	
135% Warrants to purchase Common Stock, par value \$.01	\$16.12	11/25/2013		F		6,991 <sup>(6)</sup>		09/03/2013	09/03/2018	Common Stock par value \$.01	6,991	\$9.96	7,202	D	

**Explanation of Responses:**

- Distribution on account of unsecured claims pursuant to the Kodak Chapter 11 Plan.
- Shares withheld to cover tax withholding obligations from the distribution of shares described in note 1 above.
- Distribution on account of unsecured claims pursuant to the Kodak Chapter 11 Plan.
- Warrants withheld to cover tax withholding obligations from the distribution of warrants described above in note 3.
- Distribution on account of unsecured claims pursuant to the Kodak Chapter 11 Plan.
- Warrants withheld to cover tax withholding obligations from the distribution of warrants described above in note 5.

**Remarks:**

Patrick M. Sheller, as attorney-in-fact for Antonio M. Perez 11/27/2013

\*\* 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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