

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 2, 2013

**Eastman Kodak Company**

(Exact name of registrant as specified in its charter)

**New Jersey**

(State or other Jurisdiction of Incorporation)

**1-87**

(Commission File Number)

**16-0417150**

(IRS Employer Identification No.)

**343 State Street, Rochester, New York**

(Address of Principal Executive Offices)

**14650**

(Zip Code)

Registrant's telephone number, including area code: **(585) 724-4000**

**Not Applicable**

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 7.01 Regulation FD Disclosure.**

As filed with the United States Bankruptcy Court for the Southern District of New York, on August 2, 2013, Eastman Kodak Company (the “Company”) amended its proposed procedures for the offering of rights to purchase certain shares of common stock of the reorganized Company upon its emergence from chapter 11 (the “4(2) Rights Offering”). Pursuant to the amendment, purchasers of shares of common stock in the 4(2) Rights Offering will have the limited ability to transfer such shares under an available exemption other than Rule 144 under the Securities Act, subject to certain certification requirements.

The securities offered pursuant to the 4(2) Rights Offering have not been registered under the Securities Act and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**EASTMAN KODAK COMPANY**

By: /s/ Patrick M. Sheller  
Patrick M. Sheller  
General Counsel,  
Secretary and Chief Administrative Officer

Date: **August 2, 2013**

