

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): March 20, 2009

**Eastman Kodak Company**  
(Exact name of registrant as specified in its charter)

**New Jersey**

**1-87**

**16-0417150**

(State or Other Jurisdiction of Incorporation)

(Commission File Number)

(IRS Employer  
Identification No.)

**343 State Street,**  
**Rochester, New York 14650**  
(Address of Principal Executive Office) (Zip Code)

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

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 Securities 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 8.01 Other Events**

On March 20, 2009, Eastman Kodak Company (the "Company") committed to a plan to shut down its printing plate manufacturing operation at the Windsor, Colorado site by the end of 2009. Most of the plate production handled by the Windsor, Colorado site will be transferred to the Company's plant in Columbus, Georgia.

As a result of this action, the Company will incur restructuring-related charges of approximately \$30 million, including inventory write-offs and accelerated depreciation on equipment and buildings of approximately \$19 million, employee termination benefits of approximately \$6 million, and other exit costs of approximately \$5 million. In addition, the Company will incur approximately \$2 million of operational charges related to this action. The operational charges and other exit costs require the outlay of corporate cash, and employee termination benefits will be paid primarily through special retirement benefits (Special Termination Program (STP) benefits) payable from the Company's over-funded U.S. pension plan, while the inventory write-offs and accelerated depreciation represent non-cash charges. The estimated restructuring-related charges exclude any pension plan settlement or curtailment gains or losses that may be incurred, as these amounts are not currently determinable. This action is expected to be substantially complete by December 31, 2009.

On March 24, 2009, the Company also announced its plan to shut down its converting and packaging facility for motion picture films at the Windsor, Colorado site by the end of 2009. The motion picture film operations will be transferred to Rochester, New York. Total restructuring-related charges for this action are not expected to be material.

These actions are a part of the Company's 2009 restructuring program that was disclosed under Item 2.05 in its Form 8-K filed on January 29, 2009.

A copy of the March 24, 2009 press release related to these actions is attached as Exhibit (99.1).

## **Item 9.01 Financial Statements and Exhibits**

(d) Exhibit

(99.1) Press release issued by Eastman Kodak Company on March 24, 2009 related to restructuring actions.

**SIGNATURE**

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/ Diane E. Wilfong

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Diane E. Wilfong  
Chief Accounting Officer and Controller

Date: March 24, 2009

**EASTMAN KODAK COMPANY  
INDEX TO EXHIBIT**

**Exhibit No.**

(99.1) Press release issued by Eastman Kodak Company on March 24, 2009 related to restructuring actions.



EASTMAN KODAK COMPANY

**Media Contact:**

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**Kodak To Shut Down Certain Operations at Colorado Site**

WINDSOR, Colo., March 24 – Eastman Kodak Company will shut down two different manufacturing operations at its Colorado Site in 2009 as part of its ongoing initiatives to maintain competitiveness and maximize utilization of worldwide manufacturing capacity.

Shutting down by year-end 2009 will be the printing plate manufacturing operation and a converting and packaging facility for motion picture films, with production currently handled by those facilities transferred to other Kodak facilities with available capacity. About 300 employees will be impacted by these actions.

Kodak is a leading provider of printing plates and motion picture film, and remains fully committed to serving customers in those markets. The gradual ramping down of the operations over the next several months will help ensure that there is no impact on customer quality, service or delivery for the products manufactured at the Colorado Site.

Much of the plate production handled by the Colorado Site will be transferred to Kodak's plant in Columbus, Ga., which has sufficient capacity to meet the additional demand. Similarly, Kodak has available capacity for converting and packaging motion picture films at its primary film manufacturing center in Rochester, N.Y., where the Colorado production will be transferred.

In some cases, impacted employees will be offered the opportunity to take other positions at the Colorado Site, or to transfer to the other Kodak sites. After the shutdown of these two operations, the remaining activities at the Colorado Site will be focused on the production of media for producing digital and photographic prints – thermal media for digital picture kiosks and color photographic paper used by photofinishing outlets.

"I want to emphasize that these decisions were not in any way related to the performance of the site employees, which has been excellent," said Robert Gray, site manager. "These actions simply reflect the challenge facing all companies to be as competitive as possible in the current economic environment."

Gray noted that all employees who are involuntarily impacted would receive termination benefits, including severance payments, outplacement counseling, and continuation of medical coverage for four months.

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