

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

| OMB APPROVAL | |
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| 1. Name and Address of Reporting Person * <u>Quatela Laura</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) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President |
| | 3. Date of Earliest Transaction (Month/Day/Year) 02/28/2013 | |
| | | 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 | 02/28/2013 | | M | | 41,075 ⁽⁵⁾ | A | \$0.2 | 126,574 | D | |
| Common Stock | 02/28/2013 | | F | | 17,425 ⁽¹⁾ | D | \$0.2 | 109,149 | D | |
| Common Stock | 02/28/2013 | | M | | 16,112 ⁽⁵⁾ | A | \$0.2 | 125,261 | D | |
| Common Stock | 02/28/2013 | | F | | 6,835 ⁽¹⁾ | D | \$0.2 | 118,426 | 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 |
| Option (right to buy) | \$21.93 | | | | | | | (2) | 07/17/2013 | Common Stock | 5,000 | 5,000 | D | | |
| Option (right to buy) | \$25.88 | | | | | | | (2) | 12/11/2013 | Common Stock | 1,740 | 1,740 | D | | |
| Option (right to buy) | \$23.28 | | | | | | | (2) | 12/10/2014 | Common Stock | 4,945 | 4,945 | D | | |
| Option (right to buy) | \$7.41 | | | | | | | (3) | 12/08/2015 | Common Stock | 18,585 | 18,585 | D | | |
| Option (right to buy) | \$5.22 | | | | | | | (3) | 01/23/2018 | Common Stock | 15,000 | 15,000 | D | | |
| Option (right to buy) | \$3.4 | | | | | | | (3) | 02/27/2018 | Common Stock | 85,366 | 85,366 | D | | |
| Restricted Stock Units | (4) | | | | | | | (6) | (6) | Common Stock | 32,609 | 32,609 | D | | |
| Restricted Stock Units | (4) | 02/28/2013 | | M | | | 16,112 | (8) | (8) | Common Stock | 16,112 | \$0 | 16,119 | D | |
| Restricted Stock Units | (4) | 02/28/2013 | | M | | | 41,075 | (7) | (7) | Common Stock | 41,075 | \$0 | 41,076 | D | |

Explanation of Responses:

1. Payment of withholding taxes.
2. These options have vested.
3. These options vest one-third on each of the first three anniversaries of the date of grant.
4. These units convert on a one-to-one basis.
5. Vesting and distribution of shares of Restricted Stock Units.

6. These units vest 50% on both the 3rd and 4th anniversary of the grant date.
7. These units vest on the 2nd and 3rd anniversary of the grant date.
8. These units vest one-third on each of the first three anniversaries of the date of grant.

Remarks:

Patrick M. Sheller as Attorney-
in-fact for Laura Quatela 03/01/2013

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.