

EASTMAN KODAK CO
Form 4
August 18, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MARX MOSES

2. Issuer Name and Ticker or Trading Symbol
EASTMAN KODAK CO [KODK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
160 BROADWAY

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/14/2014

____ Director 10% Owner
____ Officer (give title below) Other (specify below)

NEW YORK, NY 10038

(City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 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 | 08/14/2014 | | J | | 25,273 | A | Ⓣ 221,799 | D | |
| Common Stock | 08/15/2014 | | J | | 486 | A | Ⓣ 222,285 | D | |
| Common Stock | 08/14/2014 | | J | | 17,944.74 | A | Ⓣ 1,486,253.34 | I | By United Equities Commodities Company ⁽²⁾ |
| Common Stock | 08/15/2014 | | J | | 146.52 | A | Ⓣ 1,486,399.86 | I | By United Equities Commodities Company ⁽²⁾ |

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| | | | | | | | | |
|-----------------|------------|---|-----|---|----------|----------|---|--|
| Common Stock | 08/14/2014 | J | 630 | A | <u>1</u> | 5,436.75 | I | By Marneu Holding Company ⁽³⁾ |
|-----------------|------------|---|-----|---|----------|----------|---|--|

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

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 control number.

SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4) | | |
|---|--|---|---|--------------------------------------|---|----------|--|---------------------|---|-----------------|----------------------------|
| | | | | | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| 125% Warrants | \$ 14.93 | 08/14/2014 | | J | | 8,782 | | 08/14/2014 | 09/03/2018 | Common Stock | 8,782 |
| 135% Warrants | \$ 16.12 | 08/14/2014 | | J | | 8,782 | | 08/14/2014 | 09/03/2018 | Common Stock | 8,782 |
| 125% Warrants | \$ 14.93 | 08/14/2014 | | J | | 6,235.02 | | 08/14/2014 | 09/03/2018 | Common Stock | 6,235.02 |
| 135% Warrants | \$ 16.12 | 08/14/2014 | | J | | 6,235.02 | | 08/14/2014 | 09/03/2018 | Common Stock | 6,235.02 |
| 125% Warrants | \$ 14.93 | 08/14/2014 | | J | | 218.25 | | 08/14/2014 | 09/03/2018 | Common Stock | 218.25 |
| 135% Warrants | \$ 14.93 | 08/14/2014 | | J | | 218.25 | | 08/14/2014 | 09/03/2018 | Common Stock | 218.25 |
| 125% Warrants | \$ 14.93 | 08/15/2014 | | J | | 168 | | 08/15/2014 | 09/03/2018 | Common Stock | 168 |
| 135% Warrants | \$ 16.12 | 08/15/2014 | | J | | 168 | | 08/15/2014 | 09/03/2018 | Common Stock | 168 |
| 125% Warrants | \$ 14.93 | 08/15/2014 | | J | | 50.49 | | 08/15/2014 | 09/03/2018 | Common Stock | 50.49 |

135% Warrants \$ 16.12 08/15/2014 J 50.49 08/15/2014 09/03/2018 Common Stock 50.4

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MARX MOSES 160 BROADWAY NEW YORK, NY 10038 | | | X | |

Signatures

/s/ Moses Marx 08/18/2014

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Pursuant to the First Amended Joint Plan of Reorganization of Eastman Kodak Company (the "Issuer"), holders of Class 4 General Unsecured Claims and Class 6 Retiree Settlement Unsecured Claims (together, "Allowed Unsecured Claims") with respect to the Issuer, including Moses Marx, United Equities Commodities Company and Marneu Holding Company, were issued shares of Common Stock of the Issuer ("Common Stock") and warrants to purchase shares of Common Stock ("Warrants") in respect of a portion of such claims.
- (2) The reporting person is a 99% general partner of United Equities Commodities Company. The number of securities beneficially owned differs from the number reported in Schedule 13D filed by the reporting person inasmuch as the reporting person has a pecuniary interest in fewer than all securities held by this entity.
- (3) The reporting person is a direct and indirect 75% holder of Marneu Holding Company. The number of securities beneficially owned differs from the number reported in Schedule 13D filed by the reporting person inasmuch as the reporting person has a pecuniary interest in fewer than all securities held by this entity.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.