

Kruchten Brad  
Form 4  
March 01, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

**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 \*  
Kruchten Brad

(Last) (First) (Middle)  
343 STATESTREET  
(Street)

ROCHESTER, NY 14650

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/28/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Senior Vice President

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	02/28/2013		M	15,928 (4) A \$ 0.2	75,596	D	
Common Stock	02/28/2013		F	6,757 (1) D \$ 0.2	68,839	D	
Common Stock	02/28/2013		M	8,884 (4) A \$ 0.2	42,136	I	By Spouse
Common Stock	02/28/2013		F	3,769 (1) D \$ 0.2	38,367	I	By Spouse

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy)	\$ 25.88					(2)	12/11/2013	Common Stock	13,110
Option (right to buy)	\$ 23.28					(2)	12/10/2014	Common Stock	34,740
Option (right to buy)	\$ 7.41					(2)	12/08/2015	Common Stock	75,540
Option (right to buy)	\$ 2.87					(2)	07/12/2016	Common Stock	15,000
Option (right to buy)	\$ 3.4					(3)	02/27/2018	Common Stock	84,390
Restrict Stock Units	(5)					(6)	(6)	Common Stock	62,680
Restricted Stock Units	(5)	02/28/2013		M	15,928	(7)	(7)	Common Stock	15,928
Option (right to buy)	\$ 23.99					(2)	04/16/2014	Common Stock	5,000
Option (right to buy)	\$ 23.28					(2)	12/10/2014	Common Stock	14,370

Option (right to buy)	\$ 7.41				<u>(2)</u>	12/08/2015	Common Stock	50,130		
Restrict Stock Units	<u>(5)</u>				<u>(6)</u>	<u>(6)</u>	Common Stock	36,964		
Restricted Stock Units	<u>(5)</u>	02/28/2013		M		8,889	<u>(7)</u>	<u>(7)</u>	Common Stock	8,889

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kruchten Brad 343 STATESTREET ROCHESTER, NY 14650			Senior Vice President	

## Signatures

Susan M. Wylie as attorney-in-fact for Brad Kruchten	03/01/2013
<u>    </u> 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) 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) Vesting and distribution of shares of Restricted Stock Units.
  - (5) These units convert on a one-to-one basis.
  - (6) These units vest 50% on both the 3rd and 4th anniversary of the grant date.
  - (7) These units vest one-third on each of the first three anniversaries of the date of grant.

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.