

PEREZ ANTONIO M

Form 4

March 01, 2013

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
PEREZ ANTONIO M

(Last) (First) (Middle)

343 STATE STREET

(Street)

ROCHESTER, NY 14650

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

EASTMAN KODAK CO [EKDKQ]

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)

President, Chairman &amp; CEO

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| Common<br>Stock                       | 02/28/2013                              |                                                             | M                                    | (A)<br>or<br>(D)<br>A                                                   | 133,205<br>(11)<br>\$<br>0.2                                                                                       | 625,175                                                              | D                                       |
| Common<br>Stock                       | 02/28/2013                              |                                                             | F                                    | (A)<br>or<br>(D)<br>D                                                   | 49,446<br>(12)<br>\$<br>0.2                                                                                        | 575,729                                                              | D                                       |

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

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SEC 1474  
(9-02)

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and Expiration<br>Date<br>(Month/Day/Year) | 7. Title and Am<br>Underlying Sec<br>(Instr. 3 and 4) | 8. A<br>N<br>S  |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-------------------------------------------------------|-----------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                 | Date Exercisable                                               | Expiration Date                                       | Title           |
| Option<br>(right to<br>buy)                         | \$ 30.96                                                              |                                         |                                                             |                                         |                                                                                                           | <u>(1)</u>                                                     | 04/01/2013                                            | common<br>stock |
| Option<br>(right to<br>buy)                         | \$ 25.88                                                              |                                         |                                                             |                                         |                                                                                                           | <u>(1)</u>                                                     | 12/11/2013                                            | Common<br>Stock |
| Option<br>(right to<br>buy)                         | \$ 23.28                                                              |                                         |                                                             |                                         |                                                                                                           | <u>(1)</u>                                                     | 12/10/2014                                            | Common<br>Stock |
| Option<br>(right to<br>buy)                         | \$ 7.41                                                               |                                         |                                                             |                                         |                                                                                                           | <u>(1)</u>                                                     | 12/08/2015                                            | Common<br>Stock |
| Option<br>(right to<br>buy)                         | \$ 4.54                                                               |                                         |                                                             |                                         |                                                                                                           | <u>(3)</u>                                                     | 10/13/2016                                            | Common<br>Stock |
| Option<br>(right to<br>buy)                         | \$ 3.4                                                                |                                         |                                                             |                                         |                                                                                                           | <u>(2)</u>                                                     | 02/27/2018                                            | Common<br>Stock |
| Stock<br>Units                                      | <u>(4)</u>                                                            |                                         |                                                             |                                         |                                                                                                           | <u>(5)</u>                                                     | <u>(5)</u>                                            | Common<br>Stock |
| Stock<br>Units                                      | <u>(4)</u>                                                            |                                         |                                                             |                                         |                                                                                                           | <u>(5)</u>                                                     | <u>(5)</u>                                            | Common<br>Stock |
| Stock<br>Units <u>(6)</u>                           | <u>(4)</u>                                                            |                                         |                                                             |                                         |                                                                                                           | <u>(5)</u>                                                     | <u>(5)</u>                                            | Common<br>Stock |
| Restricted<br>Stock<br>Units <u>(9)</u>             | <u>(4)</u>                                                            |                                         |                                                             |                                         |                                                                                                           | <u>(9)</u>                                                     | <u>(9)</u>                                            | Common<br>Stock |
| Restricted<br>Stock<br>Units                        | <u>(4)</u>                                                            | 02/28/2013                              |                                                             | M                                       | 133,205                                                                                                   | <u>(8)</u>                                                     | <u>(8)</u>                                            | Common<br>Stock |
| Restricted<br>Stock<br>Units                        | <u>(4)</u>                                                            |                                         |                                                             |                                         |                                                                                                           | 12/31/2013 <sup>(7)</sup>                                      | 12/31/2013 <sup>(7)</sup>                             | Common<br>Stock |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                           |       |
|------------------------------------------------------------|---------------|-----------|---------------------------|-------|
|                                                            | Director      | 10% Owner | Officer                   | Other |
| PEREZ ANTONIO M<br>343 STATE STREET<br>ROCHESTER, NY 14650 | X             |           | President, Chairman & CEO |       |

## Signatures

Patrick M. Sheller, as attorney-in-fact for Antonio M. Perez

03/01/2013

\_\_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) These options have vested.
- (2) These options vest one-third on each of the first three anniversaries of the date of grant.
- (3) One third vests on the 2nd anniversary of the grant date; one third vests on 3rd anniversary of the grant date; remaining third vests on the 4th anniversary of the grant date.
- (4) These units convert on a one-to-one basis.
- (5) This date is not applicable to these units.
- (6) These units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2004-2005 cycle.
- (7) This is the date these restricted stock units vested.
- (8) These units vest one-third on each of the first three anniversaries of the date of grant.
- (9) On September 28, 2012 524,185 of these restricted stock units vested. The remaining will vest on September 28, 2013.
- (10) Some of these units are restricted.
- (11) Vesting and distribution of shares of restricted stock units
- (12) Payment of withholding taxes.

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.