

EASTMAN KODAK CO
Form 4
April 14, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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 *
BlueMountain Capital Management, LLC

(Last) (First) (Middle)

280 PARK AVENUE, 12TH FLOOR

(Street)

NEW YORK, NY 10017

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
04/14/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X 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 <u>(1)</u> <u>(3)</u> <u>(4)</u>	04/14/2015		S		171,471	D	\$ 20.56
Common Stock <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>	04/14/2015		S		171,471	D	\$ 20.56
					7,449,406	I	

Footnotes
(1) (2) (3)

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

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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)	8. Amount or Number of Shares
125% Warrants <u>(1)</u> <u>(3)</u> <u>(4)</u>	\$ 14.93	04/14/2015		S	5,884	09/03/2013 09/03/2018	Common Stock	5,884
135% Warrants <u>(1)</u> <u>(3)</u> <u>(4)</u>	\$ 16.12	04/14/2015		S	5,884	09/03/2013 09/03/2018	Common Stock	5,884
125% Warrants <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>	\$ 14.93	04/14/2015		S	5,884	09/03/2013 09/03/2018	Common Stock	5,884
135% Warrants <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u>	\$ 16.12	04/14/2015		S	5,884	09/03/2013 09/03/2018	Common Stock	5,884

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BlueMountain Capital Management, LLC 280 PARK AVENUE, 12TH FLOOR NEW YORK, NY 10017		X		
BlueMountain Long/Short Credit & Distressed Reflection Fund, a sub fund of AAI BlueMountain Fund PLC 280 PARK AVENUE, 12TH FLOOR NEW YORK, NY 10017		X		

Signatures

BlueMountain Capital Management, LLC, By: /s/ Paul Friedman, Chief Compliance Officer 04/14/2015

__Signature of Reporting Person

Date

BlueMountain Long/Short Credit & Distressed Reflection Fund, a sub fund of AAI
BlueMountain Fund PLC, By: BlueMountain Capital Management, LLC, By: /s/ Paul
Friedman, Chief Compliance Officer

04/14/2015

__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) The filing of this Form 4 shall not be construed as an admission that BlueMountain Capital Management, LLC ("BMCM") is or was for the purposes of Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise the beneficial owner of any of (i) the shares of Common Stock, par value \$0.01 per share (the "Common Stock") of Eastman Kodak Company (the "Issuer"), (ii) any warrants to purchase shares of Common Stock at an exercise price of \$14.93 (the "125% Warrants") or (iii) any warrants to purchase shares of Common Stock at an exercise price of \$16.12 (the "135% Warrants"). Pursuant to Rule 16a-1(a)(4) of the Exchange Act, BMCM disclaims such beneficial ownership, except to the extent of its pecuniary interest.

(2) BMCM is the investment manager of BlueMountain Long/Short Credit & Distressed Reflection Fund, a sub fund of AAI BlueMountain Fund plc ("AAI"), and in that capacity directs the voting and disposition of securities held by AAI and receives an asset-based and performance-based fee with respect to AAI's investment activities.

(3) On April 14, 2015, AAI disposed of 171,471 shares of Common Stock, 5,884 125% Warrants and 5,884 135% Warrants, representing all of the Common Stock, 125% Warrants and 135% Warrants held by AAI. All such securities were issued to AAI pursuant to the Issuer's First Amended Joint Plan of Reorganization (the "Plan"). Under the Plan, holders of Class 4 General Unsecured Claims and Class 6 Retiree Settlement Unsecured Claims such as AAI were issued Common Stock, 125% Warrants and 135% Warrants in respect of such claims.

(4) The Reporting Persons are jointly filing this Form 4 pursuant to Rule 16(a)-3(j) under the Exchange Act.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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