

PEREZ ANTONIO M

Form 4

March 01, 2012

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

OMB
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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)

02/28/2012

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 & 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 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 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)
Common Stock	02/28/2012		M	(A) or (D) Amount 133,205 (7) Price \$ 0.35	540,217	D	
Common Stock	02/28/2012		F	(A) or (D) Amount 48,247 (12) Price \$ 0.35	491,970	D	

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

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information contained in this form are not
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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 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 Security (Instr. 3 and 4)	8. Put or Call	9. Conversion or Exercise Rate	10. Initial or Subsequent
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title		
Option (right to buy)	\$ 26.47					(2)	05/31/2012	Common Stock		
Option (right to buy) (4)	\$ 24.75					(2)	12/06/2012	Common Stock		
Option (right to buy)	\$ 30.96					(1)	04/01/2013	common stock		
Option (right to buy) (4)	\$ 25.88					(2)	12/11/2013	Common Stock		
Option (right to buy) (4)	\$ 23.28					(2)	12/10/2014	Common Stock		
Option (right to buy) (4)	\$ 7.41					(2)	12/08/2015	Common Stock		
Option (right to buy)	\$ 4.54					(3)	10/13/2016	Common Stock		
Option (right to buy)	\$ 3.4					(2)	02/27/2018	Common Stock		
Stock Units	(5)					(6)	(6)	Common Stock		
Stock Units	(5)					(6)	(6)	Common Stock		
Stock Units (8)	(5)					(6)	(6)	Common Stock		1
Restricted Stock Units	(5)					(10)	(10)	Common Stock		

Restricted Stock Units	(5)	02/28/2012	M	133,205	(11)	(11)	Common Stock
Restricted Stock Units	(5)				12/31/2013 ⁽⁹⁾	12/31/2013 ⁽⁹⁾	Common Stock

Reporting Owners

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

Signatures

Patrick M. Sheller, as attorney-in-fact for Antonio M. Perez 03/01/2012

__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) Employee stock option granted under the 1997 Stock Option Plan in a transaction exempt under Rule 16b-3. One-half of the options vest on the second anniversary of the date of grant; the balance vest on the fifth anniversary.
- (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) Stock option granted under the 2005 Omnibus Long-Term Compensation Plan.
- (5) These units convert on a one-to-one basis.
- (6) This date is not applicable to these units.
- (7) Vesting and distribution of shares of Restricted Stock Units
- (8) These units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2004-2005 cycle.
- (9) This is the date these restricted stock units will vest.
- (10) These units vest 50% on both the 3rd and 4th anniversary of the grant date.
- (11) These units vest one-third on each of the first three anniversaries of the date of grant.
- (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.