

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person * <u>Kruchten Brad</u>  (Last) (First) (Middle) 343 STATESTREET  (Street) ROCHESTER NY 14650  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EASTMAN KODAK CO [ EK ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) 02/28/2013	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	02/28/2013		M		15,928 <sup>(4)</sup>	A	\$0.2	75,596	D	
Common Stock	02/28/2013		F		6,757 <sup>(1)</sup>	D	\$0.2	68,839	D	
Common Stock	02/28/2013		M		8,884 <sup>(4)</sup>	A	\$0.2	42,136	I	By Spouse
Common Stock	02/28/2013		F		3,769 <sup>(1)</sup>	D	\$0.2	38,367	I	By Spouse

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Option (right to buy)	\$25.88							(2)	12/11/2013	Common Stock	13,110	13,110	D		
Option (right to buy)	\$23.28							(2)	12/10/2014	Common Stock	34,740	34,740	D		
Option (right to buy)	\$7.41							(2)	12/08/2015	Common Stock	75,540	75,540	D		
Option (right to buy)	\$2.87							(2)	07/12/2016	Common Stock	15,000	15,000	D		
Option (right to buy)	\$3.4							(3)	02/27/2018	Common Stock	84,390	84,390	D		
Restrict Stock Units	(5)							(6)	(6)	Common Stock	62,680	62,680	D		
Restricted Stock Units	(5)	02/28/2013		M		15,928		(7)	(7)	Common Stock	15,928	\$0	15,934	D	
Option (right to buy)	\$23.99							(2)	04/16/2014	Common Stock	5,000	5,000	I	By Spouse	
Option (right to buy)	\$23.28							(2)	12/10/2014	Common Stock	14,370	14,370	I	By Spouse	
Option (right to buy)	\$7.41							(2)	12/08/2015	Common Stock	50,130	50,130	I	By Spouse	

**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)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restrict Stock Units	(5)							(6)	(6)	Common Stock	36,964		36,964	I	By Spouse
Restricted Stock Units	(5)	02/28/2013		M			8,889	(7)	(7)	Common Stock	8,889	\$0	8,889	I	By Spouse

**Explanation of Responses:**

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.

**Remarks:**

Susan M. Wylie as attorney-in-fact for Brad Kruchten 03/01/2013

\*\* Signature of Reporting Person      Date

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

\* 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).

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

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 Number.