

EASTMAN KODAK CO
Form 4
March 02, 2015

FORM 4

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

OMB APPROVAL

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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 *
MARX MOSES

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

160 BROADWAY

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/26/2015

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

NEW YORK, NY 10038

(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/26/2015		J		24,289	A	Ⓛ 246,574	D	
Common Stock								I	By 111 John Realty Corp. (2)
Common Stock	02/26/2015		J		17,059.68	A	Ⓛ 1,503,459.54	I	By United Equities Commodities Company (3)
Common Stock	02/26/2015		J		594	A	Ⓛ 6,030.75	I	By Marneu Holding Company (4)

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

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(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)		
					V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
125% Warrants	\$ 14.93	02/26/2015		J		8,478		02/26/2015	09/03/2018	Common Stock	8,478
135% Warrants	\$ 16.12	02/26/2015		J		8,478		02/26/2015	09/03/2018	Common Stock	8,478
125% Warrants	\$ 14.93	02/26/2015		J		5,953.86		02/26/2015	09/03/2018	Common Stock	5,953.86
135% Warrants	\$ 16.12	02/26/2015		J		5,953.86		02/26/2015	09/03/2018	Common Stock	5,953.86
125% Warrants	\$ 14.93	02/26/2015		J		207		02/26/2015	09/03/2018	Common Stock	207
135% Warrants	\$ 14.93	02/26/2015		J		207		02/26/2015	09/03/2018	Common Stock	207

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARX MOSES 160 BROADWAY NEW YORK, NY 10038			X	

Signatures

/s/ Moses Marx

03/02/2015

**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) Pursuant to the First Amended Joint Plan of Reorganization of Eastman Kodak Company (the "Issuer"), holders of Class 4 General Unsecured Claims and Class 6 Retiree Settlement Unsecured Claims (together, "Allowed Unsecured Claims") with respect to the Issuer, including Moses Marx, United Equities Commodities Company and Marneu Holding Company, were issued shares of Common Stock of the Issuer ("Common Stock") and warrants to purchase shares of Common Stock ("Warrants") in respect of a portion of such claims.

(2) The reporting person and his spouse jointly hold a 50% interest in 111 John Realty Corp. The number of securities beneficially owned differs from the number that would be reported in a Schedule 13D inasmuch as the reporting person has a pecuniary interest in fewer than all securities held by this entity.

(3) The reporting person is a 99% general partner of United Equities Commodities Company. The number of securities beneficially owned differs from the number reported in Schedule 13D filed by the reporting person inasmuch as the reporting person has a pecuniary interest in fewer than all securities held by this entity.

(4) The reporting person is a direct and indirect 75% holder of Marneu Holding Company. The number of securities beneficially owned differs from the number reported in Schedule 13D filed by the reporting person inasmuch as the reporting person has a pecuniary interest in fewer than all securities held by this entity.

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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