#### PEREZ ANTONIO M

Form 4

January 05, 2012

### FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue. **SECURITIES** 

Estimated average burden hours per response... 0.5

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 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PEREZ ANTONIO M Issuer Symbol EASTMAN KODAK CO [EK] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_ Director 10% Owner Other (specify \_X\_\_ Officer (give title 343 STATE STREET 01/03/2012 below) President, Chairman & CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting ROCHESTER, NY 14650 Person

(City)	(State)	(Zip) Ta	ble I - Non	-Derivative Secu	rities	Acquire	ed, Disposed of, o	r Beneficially	Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Accordisposed of (D) (Instr. 3, 4 and 5	•	(A) or	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	01/03/2012		M	93,740.76 (8)	A	\$ 0.65	335,660.76	D	
Common Stock	01/03/2012		F	32,593.76 (15)	D	\$ 0.65	303,067	D	
Common Stock	01/03/2012		M	159,359.293 (9)	A	\$ 0.65	462,426.293	D	
Common Stock	01/03/2012		F	55,409.293 (15)	D	\$ 0.65	407,012	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)

 $\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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. Transacti Code (Instr. 8)	Acquire Dispose	ber of ive Securities ed (A) or ed of (D) 8, 4, and 5)	r (Month/Day/Year)		7. Title a Underly (Instr. 3
							Date Exercisable	Expiration Date	Title
Option (right to buy)	\$ 26.47			Code V	(A)	(D)	<u>(2)</u>	05/31/2012	Comm
Option (right to buy) (4)	\$ 24.75						(2)	12/06/2012	Comm
Option (right to buy)	\$ 30.96						<u>(1)</u>	04/01/2013	comm
Option (right to buy) (4)	\$ 25.88						(2)	12/11/2013	Comm
Option (right to buy) (4)	\$ 23.28						<u>(2)</u>	12/10/2014	Comm
Option (right to buy) (4)	\$ 7.41						(2)	12/08/2015	Comm
Option (right to buy)	\$ 4.54						(3)	10/13/2016	Comm
Option (right to buy)	\$ 3.4						(2)	02/27/2018	Comm
Stock Units	<u>(5)</u>						<u>(6)</u>	<u>(6)</u>	Comm
Stock Units	<u>(5)</u>						<u>(6)</u>	<u>(6)</u>	Comm
Stock Units (10)	<u>(5)</u>						<u>(6)</u>	<u>(6)</u>	Comm

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Restricted Stock Units	<u>(5)</u>	01/03/2012	M	93,740.76 (7)	12/31/2011(11)	12/31/2011(11)	Comm
Restricted Stock Units	<u>(5)</u>				(12)	(12)	Comm
Restricted Stock Units (13)	<u>(5)</u>	01/03/2012	M	159,359.293 (9)	12/31/2011(11)	12/31/2011(11)	Comm
Restricted Stock Units	<u>(5)</u>				(14)	(14)	Comm
Restricted							Comm

12/31/2013(11) 12/31/2013(11)

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# **Reporting Owners**

<u>(5)</u>

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

## **Signatures**

Stock

Units

Patrick M. Sheller, as attorney-in-fact for Antonio M.
Perez
01/05/2012

\*\*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.
- 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 Compensaton 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 (On November 20, 2010, 1379.24 units were deducted to pay year-end FICA)
- (8) Vesting and distribution of shares of Restricted Stock Units
- (9) Vesting and distribution of shares of Leadership Stock 2009 Cycle.

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- (10) These units granted under the 2000 Omnibus Long-Term Compensation Plan; Leadership Stock Program, 2004-2005 cycle.
- (11) This is the date these restricted stock units will vest.
- (12) These units vest 50% on both the 3rd and 4th anniversary of the grant date.
- (13) These are units earned under the Company's Leadership Stock Program for the 2009 performance cycle.
- (14) These units vest one-third on each of the first three anniversaries of the date of grant.
- (15) 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.