

EASTMAN KODAK CO
Form 4
February 05, 2014

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 *
BlueMountain Long/Short Credit Master Fund L.P.

(Last) (First) (Middle)

280 PARK AVENUE, 5TH FLOOR EAST

(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)
02/03/2014

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)
X 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 (Instr. 4)
				(A) or (D)	Price		
Common Stock (1) (2) (3) (4) (5)	02/03/2014		J	187,592 D	(3) 960,138	D	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u>	\$ 14.93	02/03/2014		J	5,234	09/03/2013 09/03/2018	Common Stock	5,234
135% Warrants <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u>	\$ 16.12	02/03/2014		J	5,234	09/03/2013 09/03/2018	Common Stock	5,234

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BlueMountain Long/Short Credit Master Fund L.P. 280 PARK AVENUE 5TH FLOOR EAST NEW YORK, NY 10017			X	

Signatures

BlueMountain Long/Short Credit Master Fund L.P. By: BlueMountain Long/Short Credit GP, LLC By: BlueMountain GP Holdings, LLC By: /s/ Paul Friedman, Chief Compliance Officer 02/05/2014

__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).
- BlueMountain Capital Management, LLC ("BMCM") is the investment manager of BlueMountain Long/Short Credit Master Fund L.P. ("Long/Short Credit"). BMCM is also the investment manager of a number of other investment entities (together with Long/Short Credit, the "BlueMountain Funds") which own shares of Common Stock, par value \$0.01 per share (the "Common Stock") of Eastman Kodak
- (1) Company (the "Issuer"), warrants to purchase shares of Common Stock at an exercise price of \$14.93 (the "125% Warrants") and warrants to purchase shares of Common Stock at an exercise price of \$16.12 (the "135% Warrants") and which have previously made filings with respect to their ownership of such Common Stock, 125% Warrants and 135% Warrants pursuant to Section 16(a) of the Securities Exchange Act of 1934, as amended.
 - (2) BMCM, although it directs the voting and disposition of the Common Stock held by the BlueMountain Funds, only receives an asset-based fee relating to such shares.

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- On February 3, 2014, Long/Short Credit made a distribution of 187,592 shares of Common Stock, 5,234 125% Warrants and 5,234 135% Warrants (together, the "Distributed Shares and Warrants") to one of its beneficial owners (the "Investor") and the Investor
- (3) simultaneously contributed the Distributed Shares and Warrants to BlueMountain Guadalupe Peak Fund L.P. ("Guadalupe"), for which BMCM also serves as investment manager. The Distributed Shares and Warrants represented the Investor's pro rata share of the Common Stock, 125% Warrants and 135% Warrants held by Long/Short Credit.

- As of February 2, 2014, Long/Short Credit held \$44,041,361 in Class 4 General Unsecured Claims and Class 6 Retiree Settlement Unsecured Claims (together, "Allowed Unsecured Claims"). On February 3, 2014, in connection with the distribution of the Distributed
- (4) Shares and Warrants, Long/Short Credit distributed \$7,198,380 in Allowed Unsecured Claims (the "Distributed Claims") to the Investor (representing the Limited Partner's pro rata share of such Allowed Unsecured Claims), and the Investor simultaneously contributed the Distributed Claims to Guadalupe.

- BlueMountain Long/Short Credit GP, LLC, which is the general partner of each of Long/Short Credit and Guadalupe, has an indirect
- (5) profits interest in the Common Stock, 125% Warrants and 135% Warrants beneficially owned by each of Long/Short Credit and Guadalupe, which indirect profits interest was not altered as a result of this transaction.

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.