

EASTMAN KODAK CO

Form 4

February 05, 2014

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

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(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock (1) (2) (3) (4) (5)	02/03/2014		J		187,592	D	(3) 960,138

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

**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 control
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SEC 1474
(9-02)

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

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