

EASTMAN KODAK CO
Form 3
February 05, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â BlueMountain Guadalupe Peak Fund L.P.		(Month/Day/Year)	EASTMAN KODAK CO [KODK]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	
280 PARK AVENUE,Â 5TH FLOOR EAST			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	
NEW YORK,Â NYÂ 10017			5. If Amendment, Date Original Filed(Month/Day/Year)	
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u>	187,592	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
125% Warrants ⁽¹⁾ ⁽²⁾ ⁽³⁾ ₍₄₎ ₍₅₎	09/03/2013	09/03/2018	Common Stock	5,234	\$ 14.93	D	Â
135% Warrants ⁽¹⁾ ⁽²⁾ ⁽³⁾ ₍₄₎ ₍₅₎	09/03/2013	09/03/2018	Common Stock	5,234	\$ 16.12	D	Â

Reporting Owners

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

Signatures

BlueMountain Guadalupe Peak Fund L.P. By: BlueMountain Long/Short Credit Fund 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 5(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 Guadalupe Peak Fund L.P. ("Guadalupe"). BMCM is also the investment manager of a number of other investment entities (together with Guadalupe, 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 shares of Common Stock held by the BlueMountain Funds, only receives an asset-based fee relating to such shares.

 On February 3, 2014, Guadalupe acquired 187,592 shares of Common Stock, 5,234 125% Warrants and 5,234 135% Warrants (together, the "Distributed Shares and Warrants") when BlueMountain Long/Short Credit Master Fund L.P. ("Long/Short Credit") distributed such
 - (3) Distributed Shares and Warrants to one of its beneficial owners (the "Investor") and the Investor simultaneously contributed the Distributed Shares and Warrants to Guadalupe. 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.

 Guadalupe holds certain Class 4 General Unsecured Claims and certain Class 6 Retiree Settlement Unsecured Claims (together, "Allowed Unsecured Claims") with respect to the Issuer, and Guadalupe will in future be issued Common Stock and/or warrants to purchase shares of Common Stock in respect of such claims. Guadalupe acquired these claims on February 3, 2014, when in connection with the distribution of the Distributed Shares and Warrants, Long/Short Credit also distributed \$7,198,380 in Allowed Unsecured Claims (the "Distributed Claims") to the Investor (representing the Investor's pro rata share of such Allowed Unsecured Claims) and the Investor simultaneously contributed the Distributed Claims to Guadalupe.
 - (4) BlueMountain Long/Short Credit GP, LLC, which is the general partner of each of Guadalupe and Long/Short Credit, 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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