

EASTMAN KODAK CO

Reported by
KKR & CO. INC.

FORM 3

(Initial Statement of Beneficial Ownership)

Filed 10/08/09 for the Period Ending 09/29/09

Address	343 STATE ST ROCHESTER, NY, 14650-0910
Telephone	5857244000
CIK	0000031235
Symbol	KODK
SIC Code	3861 - Photographic Equipment and Supplies
Industry	Household Electronics
Sector	Technology
Fiscal Year	12/31

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement (MM/DD/YYYY)		3. Issuer Name and Ticker or Trading Symbol		
KKR Fund Holdings GP Ltd			9/29/2009		EASTMAN KODAK CO [EK]		
(Last) (First) (Middle)			4. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
9 WEST 57TH STREET 41ST FLOOR,			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)				
(Street)			5. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)		
NEW YORK, NY 10019					<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)							

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrants (right to buy) (1)	(2)	9/29/2017	Common Stock, \$2.50 par value	37297084	\$5.50	I	See footnotes (3)(6)(7)(8)
Warrants (right to buy) (1)	(2)	9/29/2017	Common Stock, \$2.50 par value	2008472	\$5.50	I	See footnotes (4)(6)(7)(8)
Warrants (right to buy) (1)	(2)	9/29/2017	Common Stock, \$2.50 par value	694444	\$5.50	I	See footnotes (5)(6)(7)(8)

Explanation of Responses:

- Warrants issued by Eastman Kodak Company.
- Immediately exercisable.
- These securities are directly held by KKR Jet Stream LLC. Each of KKR 2006 Fund (Overseas), Limited Partnership (as the managing member of KKR Jet Stream LLC); KKR Associates 2006 (Overseas), Limited Partnership (as the sole general partner of KKR 2006 Fund (Overseas), Limited Partnership); KKR 2006 Limited (as the sole general partner of KKR Associates 2006 (Overseas), Limited Partnership); and KKR Fund Holdings L.P. (as the sole shareholder of KKR 2006 Limited) may be deemed to beneficially own the shares of Common Stock issuable upon exercise of the Warrants held by KKR Jet Stream LLC. KKR Partners II (International), L.P. is also a member of KKR Jet Stream LLC.
- These securities are held by 8 North America Investor (Cayman) Limited. KKR Fund Holdings L.P. indirectly controls 8 North America Investor (Cayman) Limited and may be deemed to beneficially own the 2,008,472 shares of Common Stock issuable upon exercise of the Warrants held by 8 North America Investor (Cayman) Limited.
- These securities are held by OPERF Co-Investment LLC. KKR Fund Holdings L.P. indirectly controls OPERF Co-Investment LLC and may be deemed to beneficially own the 694,444 shares of Common Stock issuable upon exercise of the Warrants held by OPERF Co-Investment LLC.

- (6) Each of KKR Fund Holdings GP Limited (as a general partner of KKR Fund Holdings L.P.), KKR Group Holdings L.P. (as a general partner of KKR Fund Holdings L.P. and the sole shareholder of KKR Fund Holdings GP Limited), KKR Group Limited (as the sole general partner of KKR Group Holdings L.P.), KKR & Co. L.P. (as the sole shareholder of KKR Group Limited), KKR Management LLC (as the sole general partner of KKR & Co. L.P.) and Henry R. Kravis and George R. Roberts (as the designated members of KKR Management LLC) may be deemed to have or share beneficial ownership of the 40,000,000 shares of Common Stock that may be deemed beneficially owned by KKR Fund Holdings L.P. through each of KKR Jet Stream LLC, 8 North America (Cayman) Limited, and OPERF Co-Investment LLC.
- (7) Each of the Reporting Persons disclaims beneficial ownership of any securities reported herein, except to the extent of such Reporting Person's pecuniary interest therein. The filing of this statement shall not be deemed an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the Reporting Persons are the beneficial owners of any equity securities covered by this statement.
- (8) Because no more than 10 reporting persons can file any one Form 3 through the SEC's EDGAR system, KKR Jet Stream LLC; KKR 2006 Fund (Overseas), Limited Partnership; KKR Associates 2006 (Overseas), Limited Partnership; KKR 2006 Limited; and KKR Fund Holdings L.P. have filed a separate Form 3.

Remarks:

Exhibit 24 Powers of Attorney. (9) Mr. Janetschek is signing in his capacity as director of KKR Fund Holdings GP Limited. (10) Mr. Janetschek is signing in his capacity as director of KKR Group Limited, the general partner of KKR Group Holdings L.P. (11) Mr. Janetschek is signing in his capacity as director of KKR Group Limited. (12) Mr. Janetschek is signing in his capacity as attorney-in-fact for Henry R. Kravis, a designated member of KKR Management LLC, the general partner of KKR & Co. L.P. (13) Mr. Janetschek is signing in his capacity as attorney-in-fact for George R. Roberts, a designated member of KKR Management LLC, the general partner of KKR & Co. L.P. (14) Mr. Janetschek is signing in his capacity as attorney-in-fact for Henry R. Kravis, a designated member of KKR Management LLC. (15) Mr. Janetschek is signing in his capacity as attorney-in-fact for George R. Roberts, a designated member of KKR Management LLC.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KKR Fund Holdings GP Ltd 9 WEST 57TH STREET 41ST FLOOR NEW YORK, NY 10019		X		
KKR Group Holdings L.P. 9 WEST 57TH STREET 41ST FLOOR NEW YORK, NY 10019		X		
KKR Group Ltd 9 WEST 57TH STREET 41ST FLOOR NEW YORK, NY 10019		X		
KKR & Co. L.P. 9 WEST 57TH STREET SUITE 4200 NEW YORK, NY 10019		X		
KKR Management LLC 9 WEST 57TH STREET 41ST FLOOR NEW YORK, NY 10019		X		
KRAVIS HENRY R C/O KOHLBERG KRAVIS ROBERTS & CO 9 WEST 57TH ST NEW YORK, NY 10019		X		
ROBERTS GEORGE R 2800 SAND HILL ROAD MENLO PARK, CA 94025		X		

Signatures

/s/ William J. Janetschek, KKR Fund Holdings GP Limited (9) 10/8/2009

**Signature of Reporting Person

Date

/s/ William J. Janetschek, KKR Group Holdings L.P. (10) 10/8/2009

**Signature of Reporting Person

Date

/s/ William J. Janetschek, KKR Group Limited (11) 10/8/2009

**Signature of Reporting Person

Date

/s/ William J. Janetschek, KKR & Co. L.P. (12) 10/8/2009

**Signature of Reporting Person

Date

/s/ William J. Janetschek, KKR & Co. L.P. (13) 10/8/2009

**Signature of Reporting Person

Date

/s/ William J. Janetschek, KKR Management LLC (14)

—^{**}Signature of Reporting Person

10/8/2009

Date

/s/ William J. Janetschek, KKR Management LLC (15)

—^{**}Signature of Reporting Person

10/8/2009

Date

/s/ William J. Janetschek, as Attorney-in-Fact for Henry R. Kravis

—^{**}Signature of Reporting Person

10/8/2009

Date

/s/ William J. Janetschek, as Attorney-in-Fact for George R. Roberts

—^{**}Signature of Reporting Person

10/8/2009

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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 number.

POWER OF ATTORNEY

Know all men by these presents that Henry R. Kravis does hereby make, constitute and appoint William J. Janetschek and Richard J. Kreider, or either one of them, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (both in the undersigned's individual capacity and as a member of any limited liability company or as a partner of any partnership for which the undersigned is otherwise authorized to sign), to execute and deliver such forms as may be required to be filed from time to time with the Securities and Exchange Commission with respect to: (i) Sections 13(d) and 16(a) of the Securities Exchange Act of 1934, as amended (the "Act"), including without limitation, Schedule 13D, Schedule 13G, statements on Form 3, Form 4 and Form 5 and (ii) in connection with any applications for EDGAR access codes, including without limitation the Form ID.

/s/ Henry R. Kravis

Name: Henry R. Kravis

Date: July 31, 2005

POWER OF ATTORNEY

Know all men by these presents that George R. Roberts does hereby make, constitute and appoint William J. Janetschek and Richard J. Kreider, or either one of them, as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned (both in the undersigned's individual capacity and as a member of any limited liability company or as a partner of any partnership for which the undersigned is otherwise authorized to sign), to execute and deliver such forms as may be required to be filed from time to time with the Securities and Exchange Commission with respect to: (i) Sections 13(d) and 16(a) of the Securities Exchange Act of 1934, as amended (the "Act"), including without limitation, Schedule 13D, Schedule 13G, statements on Form 3, Form 4 and Form 5 and (ii) in connection with any applications for EDGAR access codes, including without limitation the Form ID.

/s/ George R. Roberts

Name: George R. Roberts

Date: July 31, 2005
