

Hearing Date: June 13, 2013 at 11:00 a.m. (Eastern Time)
Objection Deadline: June 7, 2013 at 4:00 p.m. (Eastern Time)

Andrew G. Dietderich
Brian D. Glueckstein
Michael H. Torkin
Mark U. Schneiderman
SULLIVAN & CROMWELL LLP
125 Broad Street
New York, New York 10004
Telephone: (212) 558-4000
Facsimile: (212) 558-3588

Counsel to the Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

COM _____
AFD _____
APA _____
ECO _____
ENG _____
GCL _____
IDM _____
TEL _____
CLK NG

130000-0T
RECEIVED-FPSC
13 MAY 16 AM 9:54
COMMISSION
CLERK

In re:

EASTMAN KODAK COMPANY, *et al.*,

Debtors.

)
) Chapter 11

)
) Case No. 12-10202 (ALG)

)
) (Jointly Administered)

NOTICE OF DISCLOSURE STATEMENT APPROVAL HEARING

TO: ALL KNOWN CREDITORS OF THE DEBTORS AND OTHER PARTIES IN INTEREST IN THE ABOVE CAPTIONED CHAPTER 11 CASES

PLEASE TAKE NOTICE that on April 30, 2013, Eastman Kodak Company (“**Kodak**”) and its affiliated debtors and debtors in possession (collectively, the “**Debtors**”) filed the *Disclosure Statement for the Debtors’ Joint Chapter 11 Plan of Reorganization Under Chapter 11 of the Bankruptcy Code* (as may be amended, modified or supplemented, the “**Disclosure Statement**”) [Docket No. 3651] with the United States Bankruptcy Court for the Southern District of New York (the “**Court**”). The Debtors submitted the Disclosure Statement pursuant to section 1125 of the Bankruptcy Code for use in the solicitation of votes on the Debtors’ *Joint Chapter 11 Plan of Reorganization of Eastman Kodak Company and its Debtor Affiliates* (as may be amended, modified or supplemented, including the Plan Supplement and all other exhibits and schedules, the “**Plan**”) [Docket No. 3650], a copy of which was filed with the Court on April 30, 2013. The Debtors expect to file an amended Plan and Disclosure Statement prior to the Disclosure Statement Approval Hearing (as defined below) and reserve the right to amend, supplement or modify such documents further. Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Plan or Disclosure Statement, as the context so requires.

PLEASE TAKE FURTHER NOTICE that a hearing currently is scheduled before the Honorable Allan L. Gropper, United States Bankruptcy Judge for the Southern District of New York, for **11:00 a.m. (ET) on June 13, 2013** (the “**Disclosure Statement Approval Hearing**”) at the Court, One Bowling Green, New York, NY 10004 to consider, among other things, entry of an order (I) approving the Disclosure Statement; (II) establishing a voting record date for the Plan; (III) establishing an initial administrative claims bar date; (IV) approving solicitation packages and procedures for the distribution thereof; (V) approving the forms of ballots; (VI) establishing procedures for voting on the Plan; (VII) establishing notice and objection procedures for confirmation of the Plan; and (VIII) establishing procedures for the assumption and/or assignment of executory contracts and unexpired leases under the Plan (the “**Order**”). The Debtors will file and serve a motion seeking approval of the Order (the “**Motion**”) with the Court on or before May 23, 2013, consistent with the *Order Authorizing the Establishment of Certain Notice, Case Management, and Administrative Procedures* [Docket No. 362], as amended [Docket No. 1655].

DOCUMENT NUMBER-DATE
02692 MAY 16 2013
FPSC-COMMISSION CLERK

PLEASE BE ADVISED THAT THE DISCLOSURE STATEMENT APPROVAL HEARING MAY BE CONTINUED FROM TIME TO TIME BY THE COURT OR THE DEBTORS WITHOUT FURTHER NOTICE OTHER THAN BY SUCH ADJOURNMENT BEING ANNOUNCED IN OPEN COURT OR BY A NOTICE OF ADJOURNMENT FILED WITH THE COURT.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the adequacy of the Disclosure Statement and the Motion must be filed electronically with the Court on the docket of *In re Eastman Kodak Company*, Case No. 12-10202 (ALG), pursuant to the Court's General Order M-399 (available at <http://www.nysb.uscourts.gov/orders/m399.pdf>), by registered users of the Court's case filing system and by all other parties in interest on a 3.5 inch disc, preferably in portable document format, Microsoft Word or any other Windows-based word processing format and served by U.S. mail, overnight delivery, hand delivery or, with the exception of the Court and the United States Trustee, facsimile upon each of the following: (a) the Chambers of the Honorable Allan L. Gropper, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004; (b) the Debtors and their counsel (Sullivan & Cromwell LLP, Attn: Andrew G. Dietderich, Michael H. Torkin and Mark U. Schneiderman, 125 Broad Street, New York, NY 10004); (c) Milbank, Tweed, Hadley & McCloy LLP, counsel to the Official Committee of Unsecured Creditors (Attn: Dennis F. Dunne, Tyson M. Lomazow and Brian Kinney, 1 Chase Manhattan Plaza, New York, NY 10005); (d) Haskell Slaughter Young & Rediker LLC, counsel to the Official Committee of Retired Employees (Attn: R. Scott Williams and Jennifer B. Kimble, 2001 Park Place, Suite 1400, Birmingham, AL 35203); (e) Davis Polk & Wardwell LLP, counsel to Citicorp North America, Inc., as agent for the Debtors' post-petition secured lenders (Attn: Brian M. Resnick, 450 Lexington Avenue, New York, NY 10017); (f) Akin Gump Strauss Hauer & Feld LLP, counsel to the Ad Hoc Committee of Second Lien Noteholders and the lead lenders to the Debtors' supplemental post-petition secured financing (Attn: Michael S. Stamer, David Botter, Abid Qureshi, Alexis Freeman and Rachel Ehrlich Albanese, One Bryant Park, New York, NY 10036); (g) Covington & Burling LLP, counsel to Wilmington Trust, National Association, as agent for the Debtors' supplemental post-petition secured lenders (Attn: Ronald Hewitt, 620 Eighth Avenue, New York, NY 10018), so as to be actually received no later than **June 7, 2013 at 4:00 p.m. (ET)**. A hard copy of any objection to the adequacy of the Disclosure Statement or the Motion also must be delivered via first class mail to the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004, by the objection deadline.

PLEASE TAKE FURTHER NOTICE that only those objections that are timely filed, served and received will be considered at the Disclosure Statement Approval Hearing. Failure to file a timely objection may result in entry of a final order approving the Disclosure Statement and the Motion as requested by the Debtors without further notice.

PLEASE TAKE FURTHER NOTICE that copies of the Disclosure Statement and Plan may be obtained (i) from the Debtors' Notice and Claims Agent, Kurtzman Carson Consultants, LLC (a) at its website at <http://www.kccllc.net/kodak>, by clicking on the "Court Documents" link, (b) upon request by electronic mail to kodakinfo@kccllc.com or (c) upon request by calling the Kodak restructuring hotline at (888) 249-2721 or (ii) for a fee via PACER at <https://ecf.nysb.uscourts.gov/>.

Dated: May 10, 2013
New York, New York

/s/ Andrew G. Dietderich

Andrew G. Dietderich
Brian D. Glueckstein
Michael H. Torkin
Mark U. Schneiderman
SULLIVAN & CROMWELL LLP
125 Broad Street
New York, New York 10004
Telephone: (212) 558-4000
Facsimile: (212) 558-3588

**IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE,
PLEASE CONTACT THE RESTRUCTURING HOTLINE AT (888) 249-2721**