EASTMAN KODAK CO Form SC 13D/A January 12, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 2)*

EASTMAN KODAK COMPANY

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

277461 40 6

(CUSIP Number)

Marisa Beeney GSO Capital Partners LP 345 Park Avenue New York, New York 10154 Tel: (212) 583-5000 Stephen S. Sypherd
FS Investment Corporation
FS Investment Corporation II
Cira Centre
2929 Arch Street, Suite 675
Philadelphia, Pennsylvania 19104
Tel: (215) 495-1150

(Name, Address and Telephone Number of Persons Authorized to Receive Notices and Communications)

July 1, 2014

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.
Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.
* The remainder of this cover page shall be filled out for a reporting person s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be deemed to be filed, for the purpose of
The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	Names	of re	eporting persons			
2	GSO Palmetto Opportunistic Investment Partners LP Check the appropriate box if a member of a group (see instructions) (a) " (b) x					
3	SEC us	e on	ly			
4	Source of funds (see instructions)					
5	OO Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)					
6	 Citizens	ship	or place of organization			
	Delawanber of		Sole voting power			
bene	ficially	8	987,801* Shared voting power			
	ach orting	9	0 Sole dispositive power			
	erson					

987,801*

10 Shared dispositive power

0

11	Aggregate amount beneficially owned by each reporting person
12	987,801* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)

- 13 Percent of class represented by amount in Row (11)
- 2.4%*Type of reporting person (see instructions)

PN

* Based on 41,858,737 shares of common stock, par value \$0.01 per share (the Common Stock), of Eastman Kodak Company (the Issuer) outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 5,204 shares of Common Stock issuable upon exercise of 23,144 mandatorily net-share settled warrants to purchase Common Stock held by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons (as defined below) may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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GSO Credit-A Partners LP

Names of reporting persons

- 2 Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) x
- 3 SEC use only
- 4 Source of funds (see instructions)
 - OO
- 5 Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
- 6 Citizenship or place of organization
 - Delaware

Number of 7 Sole voting power

shares

beneficially 1,228,435*

Shared voting power

owned by

each

0

reporting 9 Sole dispositive power

person

with 1,228,435*

10 Shared dispositive power

0

11	Aggregate amount beneficially owned by each reporting person
12	1,228,435* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	2.9%* Type of reporting person (see instructions)

PN

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 6,531 shares of Common Stock issuable upon exercise of 29,040 mandatorily net-share settled warrants to purchase Common Stock held by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons (as defined below) may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names	of r	eporting persons		
2	GSO Special Situations Fund LP Check the appropriate box if a member of a group (see instructions) (a) " (b) x				
3	SEC us	e on	lly		
4	Source	of f	unds (see instructions)		
5	OO Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)				
6	Citizenship or place of organization				
	Delawanber of		Sole voting power		
bene	ficially		3,150,187*		
	ned by	8	Shared voting power		
e	ach				
rep	orting	9	0 Sole dispositive power		
рe	erson				

3,150,187*

10 Shared dispositive power

0

PN

11	Aggregate amount beneficially owned by each reporting person
12	3,150,187* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	7.5%* Type of reporting person (see instructions)

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 16,910 shares of Common Stock issuable upon exercise of 75,190 mandatorily net-share settled warrants to purchase Common Stock held by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons (as defined below) may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names	of r	eporting persons
2	_	he a	al Situations Overseas Master Fund Ltd. appropriate box if a member of a group (see instructions) b) x
3	SEC use	e on	nly
4	Source	of f	unds (see instructions)
5	OO Check b	юх	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
6	 Citizens	ship	or place of organization
	-		ands, British West Indies Sole voting power
bene	ficially ned by	8	2,963,506* Shared voting power
rep	ach orting	9	0 Sole dispositive power
ne	erson		

2,963,506*

10 Shared dispositive power

0

CO

11	Aggregate amount beneficially owned by each reporting person
12	2,963,506* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	7.1%* Type of reporting person (see instructions)

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 15,746 shares of Common Stock issuable upon exercise of 70,016 mandatorily net-share settled warrants to purchase Common Stock held by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons (as defined below) may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names	of re	eporting persons			
2	GSO Special Situations Overseas Fund Ltd. Check the appropriate box if a member of a group (see instructions) (a) " (b) x					
3	SEC us	e on	ıly			
4	Source	of f	unds (see instructions)			
5	OO Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)					
6	 Citizen	ship	or place of organization			
	Caymannber of		ands, British West Indies Sole voting power			
bene	ficially ned by	8	2,963,506* Shared voting power			
e	ach		0			
rep	orting	9	Sole dispositive power			
pe	erson					

2,963,506*

10 Shared dispositive power

0

11	Aggregate amount	beneficially own	ed by each repo	rting person

2,963,506*

- 12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
- 13 Percent of class represented by amount in Row (11)
 - 7.1%*
- 14 Type of reporting person (see instructions)

CO

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 15,746 shares of Common Stock issuable upon exercise of 70,016 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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GSO Palmetto Opportunistic Associates LLC Check the appropriate box if a member of a group (see instructions)	
(a) " (b) x	
3 SEC use only	
4 Source of funds (see instructions)	
OO 5 Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or	r 2(e)
6 Citizenship or place of organization	
Delaware Number of 7 Sole voting power	
shares beneficially 987,801* 8 Shared voting power owned by	
each 0 reporting 9 Sole dispositive power person	

987,801*

10 Shared dispositive power

0

11	Aggregate amount beneficially owned by each reporting person
12	987,801* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)

2.4%*

14 Type of reporting person (see instructions)

OO

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 5,204 shares of Common Stock issuable upon exercise of 23,144 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1 Names of reporting person

GSO Credit-A Associates LLC

- 2 Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) x
- 3 SEC use only
- 4 Source of funds (see instructions)

OO

- 5 Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
 - ••
- 6 Citizenship or place of organization

Delaware

Number of 7 Sole voting power

shares

beneficially 1,228,435*

Shared voting power

owned by

each

0

reporting 9 Sole dispositive power

person

with 1,228,435*

10 Shared dispositive power

0

11	Aggregate	amount	beneficial	ly owned	by eac	h reporti	ng pers	on

1,228,435*

- 12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
- 13 Percent of class represented by amount in Row (11)
 - 2.9%*
- 14 Type of reporting person (see instructions)

OO

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 6,531 shares of Common Stock issuable upon exercise of 29,040 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names of reporting persons
2	GSO Holdings I L.L.C. Check the appropriate box if a member of a group (see instructions) (a) " (b) x
3	SEC use only
4	Source of funds (see instructions)
5	OO Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
6	Citizenship or place of organization

Delaware

Number of 7 Sole voting power

shares

beneficially 2,216,236*

8 Shared voting power

owned by

each

0

reporting 9 Sole dispositive power

person

with 2,216,236*

10 Shared dispositive power

0

11	Aggregate amount b	peneficially	owned by	each rep	porting perso	n

2,216,236*

- 12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
- 13 Percent of class represented by amount in Row (11)
 - 5.3%*
- 14 Type of reporting person (see instructions)

OO

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 11,735 shares of Common Stock issuable upon exercise of 52,184 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names	of r	eporting persons
2		he a	al Partners LP appropriate box if a member of a group (see instructions) b) x
3	SEC us	e or	nly
4	Source	of f	funds (see instructions)
5	OO Check l	оох	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
6	 Citizens	ship	or place of organization
			Sole voting power
	ares		
	-	cially 8	6,113,693* Shared voting power
owi	ned by		
e	ach		0
rep	orting	9	Sole dispositive power

person

with

6,113,693*

10 Shared dispositive power

0

11	Aggregate amount beneficially owned by each reporting person

6,113,693*

- 12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
- 13 Percent of class represented by amount in Row (11)

14.6%*

14 Type of reporting person (see instructions)

PN

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 32,656 shares of Common Stock issuable upon exercise of 145,206 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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GSO Advisor Holdings L.L.C. Check the appropriate box if a member of a group (see instructions) (a) " (b) x					
	Check the appropriate box if a member of a group (see instructions)				
3 SEC use only					
4 Source of funds (see instructions)					
OO 5 Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or	2(e)				
6 Citizenship or place of organization					
Delaware Number of 7 Sole voting power shares					
beneficially 6,113,693* 8 Shared voting power owned by					
each 0 reporting 9 Sole dispositive power person					

6,113,693*

10 Shared dispositive power

0

11	Aggregate	amount	beneficial	ly owned	by each	h report	ing pers	on
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6,113,693*

- 12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
- 13 Percent of class represented by amount in Row (11)
 - 14.6%*

14 Type of reporting person (see instructions)

OO

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 32,656 shares of Common Stock issuable upon exercise of 145,206 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names	of re	eporting persons		
2	Blackstone Holdings I L.P. Check the appropriate box if a member of a group (see instructions) (a) " (b) x				
3	SEC us	e on	ly		
4	Source	of fu	unds (see instructions)		
5	OO Check l	box	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)		
6	 Citizens	ship	or place of organization		
	Delawanber of		Sole voting power		
	ficially		8,329,929*		
	ned by	8	Shared voting power		
	ach		0		
rep	orting	9	Sole dispositive power		
pe	erson				

8,329,929*

10 Shared dispositive power

0

	O .
11	Aggregate amount beneficially owned by each reporting person

8,329,929*

- 12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
- 13 Percent of class represented by amount in Row (11)

19.9%*

14 Type of reporting person (see instructions)

PN

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 44,391 shares of Common Stock issuable upon exercise of 197,390 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names	of r	eporting persons		
2	Blackstone Holdings I/II GP Inc. Check the appropriate box if a member of a group (see instructions) (a) " (b) x				
3	SEC us	e on	ly		
4	Source	of f	unds (see instructions)		
5	OO Check l	box	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)		
6	 Citizens	ship	or place of organization		
	Delawanber of		Sole voting power		
bene	ficially		8,329,929*		
	ned by	8	Shared voting power		
each					
rep	orting	9	0 Sole dispositive power		
рe	erson				

8,329,929*

10 Shared dispositive power

0

	U			
11	Aggregate amount b	peneficially owned	by each repo	rting person

8,329,929*

- 12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
- 13 Percent of class represented by amount in Row (11)
 - 19.9%*

14 Type of reporting person (see instructions)

CO

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 44,391 shares of Common Stock issuable upon exercise of 197,390 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names of reporting persons				
2	The Blackstone Group L.P. Check the appropriate box if a member of a group (see instructions) (a) " (b) x				
3	SEC us	e on	ly		
4	Source of funds (see instructions)				
5	OO Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)				
6	Citizenship or place of organization				
Delawa Number of shares			Sole voting power		
			9 220 020*		
beneficially owned by		8	8,329,929* Shared voting power		
·					
e	ach		0		
rep	orting	9	Sole dispositive power		
person					

8,329,929*

10 Shared dispositive power

0

I	. 1	Aggregate	amount b	beneficially	owned by	/ each report	ing person

8,329,929*

- 12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
- 13 Percent of class represented by amount in Row (11)

19.9%*

14 Type of reporting person (see instructions)

PN

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 44,391 shares of Common Stock issuable upon exercise of 197,390 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names of reporting persons				
2	Blackstone Group Management L.L.C. Check the appropriate box if a member of a group (see instructions) (a) " (b) x				
3	SEC use only				
4	Source of funds (see instructions)				
5	OO Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)				
6	Citizenship or place of organization				
	Delaware nber of 7 Sole voting power nares				
	eficially 8,329,929* 8 Shared voting power ned by				

each

reporting

person

with

9 Sole dispositive power

10 Shared dispositive power

8,329,929*

0

H	Aggregat	e amount	beneficial	ly owned	by eac	h repor	tıng pei	rson
---	----------	----------	------------	----------	--------	---------	----------	------

8,329,929*

- 12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
- 13 Percent of class represented by amount in Row (11)
 - 19.9%*
- 14 Type of reporting person (see instructions)

OO

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 44,391 shares of Common Stock issuable upon exercise of 197,390 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names	of re	eporting persons	
2	Bennett J. Goodman Check the appropriate box if a member of a group (see instructions) (a) " (b) x			
3	SEC us	se on	ly	
4	Source	of fu	unds (see instructions)	
5	OO Check	box:	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)	
6	 Citizen	ship	or place of organization	
Nun			es of America Sole voting power	
sh	ares			
bene	ficially	8	0 Shared voting power	
owi	ned by	Ü	onated voting power	
e	ach		8,329,929*	
rep	orting	9	Sole dispositive power	
pe	erson			
v	vith	10	0 Shared dispositive power	

8,329,929*

11	Aggregate amount beneficially owned by each reporting person
12	8,329,929* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	19.9%* Type of reporting person (see instructions)
	IN

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 44,391 shares of Common Stock issuable upon exercise of 197,390 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names	of re	eporting persons
2	J. Alber Check	the a	ppropriate box if a member of a group (see instructions)
3	SEC us	se on	ly
4	Source	of fu	ands (see instructions)
5	OO Check	box i	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
6	 Citizen	ship	or place of organization
	United	State	es of America
Nun			Sole voting power
sh	ares		
bene	ficially	0	
owr	ned by	8	Shared voting power
e	ach		0.220.020*
rep	orting	9	8,329,929* Sole dispositive power
pe	rson		
V	vith	10	0 Shared dispositive power

8,329,929*

11	Aggregate amount beneficially owned by each reporting person
12	8,329,929* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	19.9%* Type of reporting person (see instructions)
	IN

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 44,391 shares of Common Stock issuable upon exercise of 197,390 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names	of re	eporting persons
2	Check		Ostrover appropriate box if a member of a group (see instructions) o) x
3	SEC us	se on	ly
4	Source	of fu	unds (see instructions)
5	OO Check	box :	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
6	6 Citizenship or place of organization		
			es of America
		7	Sole voting power
	ares ficially	8	0 Shared voting power
own	ned by		
e	ach		8,329,929*
rep	orting	9	Sole dispositive power
pe	erson		
V	vith	10	0 Shared dispositive power

8,329,929*

11	Aggregate amount beneficially owned by each reporting person
12	8,329,929* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	19.9%* Type of reporting person (see instructions)
	IN

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 44,391 shares of Common Stock issuable upon exercise of 197,390 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names of reporting persons	

Stephen A. Schwarzman

- 2 Check the appropriate box if a member of a group (see instructions)
 - (a) " (b) x
- 3 SEC use only
- 4 Source of funds (see instructions)

OO

- 5 Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
- 6 Citizenship or place of organization

United States of America

Number of 7 Sole voting power

shares

beneficially 8,329,929*

Shared voting power

owned by

each

0

reporting 9 Sole dispositive power

person

with 8,329,929*

10 Shared dispositive power

0

	O .	
11	Aggregate amount beneficially owned by each reporting personal	on

8,329,929*

- 12 Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
- 13 Percent of class represented by amount in Row (11)
 - 19.9%*
- 14 Type of reporting person (see instructions)

IN

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. Includes 44,391 shares of Common Stock issuable upon exercise of 197,390 mandatorily net-share settled warrants to purchase Common Stock that may be deemed to be beneficially owned by the Reporting Person based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names of reporting persons				
2	FS Investment Corporation Check the appropriate box if a member of a group (see instructions) (a) " (b) x				
3	SEC use only				
4	Source of funds (see instructions)				
5	OO Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)				
6	Citizenship or place of organization				
			Sole voting power		
shares			C1.050%		
beneficially owned by		61,859* 8 Shared voting power			
each					
reporting		9	0 Sole dispositive power		
pe	erson				

61,859*

10 Shared dispositive power

with

11	Aggregate amount beneficially owned by each reporting person
12	61,859* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	0.1%* Type of reporting person (see instructions)

CO

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer s Form 10-Q filed on November 4, 2014. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names of reporting persons			
2	Locust Street Funding LLC Check the appropriate box if a member of a group (see instructions) (a) " (b) x			
3	SEC us	e on	ıly	
4	Source	of f	unds (see instructions)	
5	OO Check b	оох	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)	
6	Citizenship or place of organization			
	Delawanber of		Sole voting power	
	ficially	8	13,853* Shared voting power	
each			0	
reporting		9	Sole dispositive power	
person				

13,853*

10 Shared dispositive power

with

C

11	Aggregate amount beneficially owned by each reporting person
12	13,853* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	Less than 0.1%* Type of reporting person (see instructions)

00

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer s Form 10-Q filed on November 4, 2014. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names	of re	eporting persons
2		he a	ent Corporation II ppropriate box if a member of a group (see instructions) x
3	SEC use	e on	ly
4	Source	of fu	unds (see instructions)
5	OO Check b	oox i	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
6	Citizenship or place of organization		
	Marylander of		Sole voting power
bene	ficially ned by		1,846* Shared voting power
e	ach		
rep	orting	9	0 Sole dispositive power
pe	erson		
v	vith		1,846*

10 Shared dispositive power

11	Aggregate amount beneficially owned by each reporting person
	1,846*
12	Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
	Less than 0.1%*
14	Type of reporting person (see instructions)

CO

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer s Form 10-Q filed on November 4, 2014. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names of reporting persons			
2	FB Income Advisor, LLC Check the appropriate box if a member of a group (see instructions) (a) " (b) x			
3	SEC us	e on	ıly	
4	Source	of f	unds (see instructions)	
5	OO Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)			
6	Citizenship or place of organization			
	Delawanber of		Sole voting power	
beneficially owned by		8	61,859* Shared voting power	
each			0	
reporting		9	Sole dispositive power	
person				

61,859*

10 Shared dispositive power

with

	0
11	Aggregate amount beneficially owned by each reporting person
12	61,859* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	0.1%* Type of reporting person (see instructions)

IA

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer s Form 10-Q filed on November 4, 2014. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names of reporting persons			
2	FSIC II Advisor, LLC Check the appropriate box if a member of a group (see instructions) (a) " (b) x			
3	SEC us	e or	nly	
4	Source	of f	funds (see instructions)	
5	OO Check box if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)			
6	Citizenship or place of organization			
			Sole voting power	
	ares ficially	8	1,846* Shared voting power	
owned by				
e	ach			
reporting		9	0 Sole dispositive power	
pe	erson			

1,846*

10 Shared dispositive power

with

	0
11	Aggregate amount beneficially owned by each reporting person
10	1,846*
12	Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)

Less than 0.1%*

14 Type of reporting person (see instructions)

ΙA

* Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer s Form 10-Q filed on November 4, 2014. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names	of re	eporting persons
2		the a	Forman ppropriate box if a member of a group (see instructions) x
3	SEC us	se on	ly
4	Source	of fu	unds (see instructions)
5	OO Check	box i	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
6	 Citizen	ship	or place of organization
United States of America			es of America
Num	ber of	7	Sole voting power
sh	ares		
bene	ficially	0	0
owned by		8	Shared voting power
e	ach		
repo	orting	9	63,705* Sole dispositive power
pe	rson		
W	ith	10	0 Shared dispositive power

63,705*

11	Aggregate amount beneficially owned by each reporting person
12	63,705* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	0.2%* Type of reporting person (see instructions)
	IN
*	Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing

20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names of reporting persons		
2	David . Check	the a	delman appropriate box if a member of a group (see instructions) b) x
3	SEC us	se on	ly
4	Source	of f	unds (see instructions)
5	OO Check	box	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
6	 Citizen	ship	or place of organization
United States of America			es of America
Nun	nber of		
sh	ares		
bene	eficially		0
owr	ned by	8	Shared voting power
e	ach		(2.705)
rep	orting	9	63,705* Sole dispositive power
pe	rson		
V	vith	10	0 Shared dispositive power

63,705*

11	Aggregate amount beneficially owned by each reporting person
12	63,705* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	0.2%* Type of reporting person (see instructions)
	IN
*	Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing

20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names	of re	eporting persons
2		the a	tahlecker ppropriate box if a member of a group (see instructions) x
3	SEC us	se on	ly
4	Source	of fu	unds (see instructions)
5	OO Check	box	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
6	 Citizer	nship	or place of organization
United States of America			
Num			Sole voting power
sh	ares		
bene	ficially		0
own	ned by	8	Shared voting power
e	ach		
repo	orting	9	63,705* Sole dispositive power
pe	rson		
W	vith	10	0 Shared dispositive power

63,705*

11	Aggregate amount beneficially owned by each reporting person
12	63,705* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	0.2%* Type of reporting person (see instructions)
	IN
*	Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing

20.0% of the Common Stock outstanding as of October 31, 2014.

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1	Names of reporting persons		eporting persons
2		-	ppropriate box if a member of a group (see instructions)
3	SEC use only		
4	Source	of fu	unds (see instructions)
5	OO Check	box :	if disclosure of legal proceedings is required pursuant to Item 2(d) or 2(e)
6	 Citizen	ıship	or place of organization
United States of America Number of 7 Sole voting power shares			
bene	ficially	0	0
own	ned by	8	Shared voting power
e	ach		63,705*
repo	orting	9	Sole dispositive power
pe	rson		
W	vith	10	0 Shared dispositive power

63,705*

11	Aggregate amount beneficially owned by each reporting person
12	63,705* Check box if the aggregate amount in Row (11) excludes certain shares (see instructions)
13	Percent of class represented by amount in Row (11)
14	0.2%* Type of reporting person (see instructions)
	IN
*	Based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014, as reported in the Issuer's Form 10-Q filed on November 4, 2014. As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing

20.0% of the Common Stock outstanding as of October 31, 2014.

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This Amendment No. 2 (Amendment No. 2) to Schedule 13D relates to the Common Stock, par value \$0.01 per share (the Common Stock), of Eastman Kodak Company, a New Jersey corporation (the Issuer), and amends the initial statement on Schedule 13D filed on September 13, 2013, as amended on October 3, 2013 (collectively, the Schedule 13D). Capitalized terms used but not defined in this Amendment No. 2 have the same meanings ascribed to them in the Schedule 13D.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 of Schedule 13D is hereby supplemented as follows:

Pursuant to the Plan, the Issuer issued to the GSO Funds, on July 1, 2014, an aggregate of an additional 32,913 shares of Common Stock and mandatorily net-share settled warrants to purchase an aggregate of (i) 11,437 shares of Common Stock at an exercise price of \$14.93 per share and (ii) 11,437 shares of Common Stock at an exercise price of \$16.12 per share. The additional shares of Common Stock and the warrants were issued in connection with distributions to the GSO Funds as former unsecured creditors on account of their unsecured claims against the Debtors outstanding immediately prior to the effectiveness of the Plan.

Item 4. Purpose of Transaction.

Item 4 of Schedule 13D is hereby supplemented as follows:

Pursuant to the Plan, the Issuer issued to former unsecured creditors on account of their allowed unsecured claims against the Debtors outstanding immediately prior to the effectiveness of the Plan, on July 1, 2014, an aggregate of an additional 32,913 shares of Common Stock and mandatorily net-share settled warrants to purchase an aggregate of (i) 11,437 shares of Common Stock at an exercise price of \$14.93 per share and (ii) 11,437 shares of Common Stock at an exercise price of \$16.12 per share. The warrants expire on September 3, 2018 and are subject to certain anti-dilution adjustments and other applicable terms of the warrant agreement.

Item 5. Interest in Securities of the Issuer.

Item 5 of Schedule 13D is hereby supplemented as follows:

The information set forth in Item 3 and Item 4 of this Amendment No. 2 is hereby incorporated by reference in this Item 5.

The below beneficial ownership percentage is based on 41,858,737 shares of Common Stock outstanding as of October 31, 2014 (as reported in the Issuer's Form 10-Q filed with the Securities and Exchange Commission on November 4, 2014) and takes into account the 44,391 shares of Common Stock issuable upon exercise of mandatorily net-share settled warrants to purchase Common Stock held by the GSO Funds, as applicable, based on a closing price of \$20.03 per share of Common Stock as of January 7, 2015.

As of the date hereof, the Reporting Persons may be deemed to be the beneficial owners of an aggregate of 8,393,634 shares of Common Stock, representing 20.0% of the Common Stock outstanding.

As of the date hereof, (i) GSO Palmetto Opportunistic Investment Partners LP directly holds 982,597 shares of Common Stock, (ii) GSO Credit-A Partners LP directly holds 1,221,904 shares of Common Stock, (iii) GSO Special

Situations Fund LP directly holds 3,133,277 shares of Common Stock, (iv) GSO Special Situations Overseas Master Fund Ltd. directly holds 2,947,760 shares of Common Stock, (v) FSIC directly holds 48,006 shares of Common Stock, (vi) Locust Street Funding LLC directly holds 13,853 shares of Common Stock and (vii) FSIC II directly holds 1,846 shares of Common Stock.

As of the date hereof, (i) GSO Palmetto Opportunistic Investment Partners LP directly holds net-share settled warrants to purchase (A) 11,572 shares of Common Stock at an exercise price of \$14.93 per share and (B) 11,572 shares of Common Stock at an exercise price of \$16.12 per share, (ii) GSO Credit-A Partners LP directly holds net-share settled warrants to purchase (A) 14,520 shares of Common Stock at an exercise price of \$14.93 per share and (B) 14,520 shares of Common Stock at an exercise price of \$16.12 per share, (iii) GSO Special Situations Fund LP directly holds net-share settled warrants to purchase (A) 37,595 shares of Common Stock at an exercise price of \$14.93 per share and (B) 37,595 shares of Common Stock at an exercise price of \$16.12 per share, and (iv) GSO Special Situations Overseas Master Fund Ltd. directly holds net-share settled warrants to purchase (A) 35,008 shares of Common Stock at an exercise price of \$16.12 per share.

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Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Item 6 of Schedule 13D is hereby supplemented as follows:

The information set forth in Item 3 and Item 4 of this Amendment No. 2 is hereby incorporated by reference in this Item 6.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 12, 2015

GSO Palmetto Opportunistic Investment Partners LP

By: GSO Palmetto Opportunistic Associates LLC,

its general partner

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Authorized Signatory

GSO Credit-A Partners LP

By: GSO Credit-A Associates LLC, its

general partner

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Authorized Signatory

GSO Palmetto Opportunistic Associates LLC

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Authorized Signatory

GSO Credit-A Associates LLC

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Authorized Signatory

GSO Special Situations Fund LP

By: GSO Capital Partners LP, its investment

advisor

By: /s/ Marisa Beeney

Name: Marisa Beeney

Title: Authorized Signatory

GSO Special Situations Overseas Master Fund

Ltd.

By: GSO Capital Partners LP, its investment

advisor

By: /s/ Marisa Beeney Name: Marisa Beeney

Title: Authorized Signatory

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GSO Special Situations Overseas Fund Ltd.

By: GSO Capital Partners LP, its investment advisor

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

GSO Capital Partners LP

By: /s/ Marisa Beeney
Name: Marisa Beeney
Title: Authorized Signatory

GSO Holdings I L.L.C.

By: /s/ John G. Finley
Name: John G. Finley
Title: Chief Legal Officer

GSO Advisor Holdings L.L.C.

By: Blackstone Holdings I L.P., its sole member

By: Blackstone Holdings I/II GP Inc., its general partner

By: /s/ John G. Finley
Name: John G. Finley
Title: Chief Legal Officer

Blackstone Holdings I L.P.

By: Blackstone Holdings I/II GP Inc., its general partner

By: /s/ John G. Finley
Name: John G. Finley
Title: Chief Legal Officer

Blackstone Holdings I/II GP Inc.

By: /s/ John G. Finley Name: John G. Finley

Title: Chief Legal Officer

The Blackstone Group L.P.

By: Blackstone Group Management L.L.C.,

its general partner

By: /s/ John G. Finley
Name: John G. Finley
Title: Chief Legal Officer

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Blackstone Group Management L.L.C.

By: /s/ John G. Finley
Name: John G. Finley
Title: Chief Legal Officer

Bennett J. Goodman

By: /s/ Marisa Beeney Name: Marisa Beeney Title: Attorney-in-Fact

J. Albert Smith III

By: /s/ Marisa Beeney Name: Marisa Beeney Title: Attorney-in-Fact

Douglas I. Ostrover

By: /s/ Marisa Beeney Name: Marisa Beeney Title: Attorney-in-Fact

/s/ Stephen A. Schwarzman Stephen A. Schwarzman

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FS Investment Corporation

By: /s/ Stephen S. Sypherd Name: Stephen S. Sypherd Title: Vice President

Locust Street Funding LLC

By: /s/ Stephen S. Sypherd Name: Stephen S. Sypherd Title: Vice President

FS Investment Corporation II

By: /s/ Stephen S. Sypherd Name: Stephen S. Sypherd Title: Vice President

FB Income Advisor, LLC

By: /s/ Stephen S. Sypherd Name: Stephen S. Sypherd Title: Managing Director

FSIC II Advisor, LLC

By: /s/ Stephen S. Sypherd Name: Stephen S. Sypherd Title: Managing Director

/s/ Michael C. Forman Michael C. Forman

/s/ David J. Adelman David J. Adelman

/s/ Gerald F. Stahlecker Gerald F. Stahlecker

/s/ Zachary Klehr Zachary Klehr