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Proposed Counsel to the Debtors and Debtors  
in Possession

Proposed Counsel to the Debtors and Debtors  
in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	Chapter 11
EASTMAN KODAK COMPANY, <i>et al.</i> , <sup>1</sup>	)	Case No. 12-10202 (ALG)
Debtors.	)	(Jointly Administered)

**AGENDA FOR FEBRUARY 15, 2012<sup>2</sup>**

**Time and Date of Hearing:** February 15, 2012 at 11:00 a.m. (ET)

**Location of Hearing:** Honorable Allan L. Gropper, United States Bankruptcy Judge  
United States Bankruptcy Court for the Southern District of New York  
One Bowling Green, Room 617  
New York, New York 10004

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Eastman Kodak Company (7150); Creo Manufacturing America LLC (4412); Eastman Kodak International Capital Company, Inc. (2341); Far East Development Ltd. (2300); FPC Inc. (9183); Kodak (Near East), Inc. (7936); Kodak Americas, Ltd. (6256); Kodak Aviation Leasing LLC (5224); Kodak Imaging Networking, Inc. (4107); Kodak Philippines, Ltd. (7862); Kodak Portuguesa Limited (9171); Kodak Realty, Inc. (2045); Laser-Pacific Media Corporation (4617); NPEC Inc. (5677); Pakon, Inc. (3462); and Qualex Inc. (6019). The location of the Debtors' corporate headquarters is: 343 State Street, Rochester, NY 14650.

<sup>2</sup> Any party which wishes to appear telephonically at the February 15, 2012 hearing must contact CourtCall, LLC at 888-882-6878 (see instructions attached hereto as Exhibit A).



**Copies of Pleadings:** A copy of each pleading can be viewed (a) for a fee on the Court's website at [www.ecf.uscourts.gov](http://www.ecf.uscourts.gov), and (b) free of charge on the website of the Debtors' proposed claims and noticing agent, Kurtzman Carson Consultants LLC, at <http://www.kccllc.net/kodak>.

### **ADJOURNED MATTERS**

1. Debtors' Application for an Order Authorizing the Retention and Employment of Sullivan & Cromwell LLP as Counsel for the Debtors *Nunc Pro Tunc* to the Petition Date [Docket No. 166]

Status: This matter will be adjourned to February 28, 2012 at 11:00 a.m. (ET).

2. Debtors' Application for an Order Authorizing the Retention and Employment of Young Conaway Stargatt & Taylor, LLP as Co-Counsel for the Debtors *Nunc Pro Tunc* to the Petition Date [Docket No. 167]

Status: This matter will be adjourned to February 28, 2012 at 11:00 a.m. (ET).

3. Debtors' Application for an Order Authorizing the Retention and Employment of Linklaters LLP as Special Foreign Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [Docket No. 168]

Status: This matter will be adjourned to February 28, 2012 at 11:00 a.m. (ET).

4. Debtors' Application for an Order Authorizing the Retention and Employment of Lazard Frères & Co. LLC as Investment Banker for the Debtors and Debtors in Possession *Nunc Pro Tunc* to the Petition Date [Docket No. 171]

Status: This matter will be adjourned to February 28, 2012 at 11:00 a.m. (ET).

### **UNCONTESTED MATTERS**

5. Debtors' Motion for an Order Authorizing Restrictions on Certain Transfers of Interests in the Debtors and Establishing Notification Procedures Relating Thereto Pursuant to Sections 105(a) and 362 of the Bankruptcy Code [Docket No. 8]

Related Documents:

- a) Interim Order Authorizing Restrictions on Certain Transfers of Interests in the Debtors and Establishing Notification Procedures Relating Thereto Pursuant to Sections 105(a) and 362 of the Bankruptcy Code [Docket No. 56]
- b) Notice of Filing of Blackline [Docket No. 329]

Status: This matter will be going forward.

6. Debtors' Motion for Interim and Final Orders (A) Authorizing, But Not Directing, Debtors to Pay Taxes and Fees and (B) Authorizing and Directing All Financial Institutions to Honor All Related Payment Requests [Docket No. 9]

Related Documents:

- a) Interim Order (A) Authorizing, But Not Directing, the Debtors to Pay Taxes and Fees and (B) Authorizing, But Not Directing, All Financial Institutions to Honor All Related Payment Requests [Docket No. 50]
- b) Notice of Filing of Blackline [Docket No. 328]

Status: This matter will be going forward.

7. Debtors' Motion for Entry of Interim and Final Orders Authorizing, But Not Directing, Debtors to (A) Pay Certain Prepetition Wages and Reimbursable Employee Expenses, (B) Pay and Honor Employee Medical and Other Benefits and (C) Continue Employee Benefit Programs [Docket No. 10]

Related Documents:

- a) Interim Order Authorizing, But Not Directing, the Debtors to (A) Pay Certain Prepetition Wages and Reimbursable Employee Expenses, (B) Pay and Honor Employee Medical and Other Benefits and (C) Continue Employee Benefits Programs [Docket No. 55]
- b) Notice of Filing of Blackline [Docket No. 325]

Objections\Responses:

- c) Omnibus Objection of Ad Hoc Committee of Second Lien Noteholders to Debtors First Day Relief and Statement Regarding the Debtors' DIP Financing Motion [Docket No. 39]

Status: This matter will be going forward.

8. Debtors' Motion for Entry of Interim and Final Orders (A) Authorizing, But Not Directing, the Debtors to Pay (I) Prepetition Claims of Shippers, Warehouse, Processors and Lien Claimants and (II) Certain Customs Duties and Similar Incidental Prepetition Import Expenses and (B) Authorizing, But Not Directing, All Financial Institutions to Honor All Related Payment Requests [Docket No. 11]

Related Documents:

- a) Interim Order (A) Authorizing, But Not Directing, the Debtors to Pay (I) Prepetition Claims of Shippers, Warehousemen, Processors and Lien Claimants and (II) Certain Customs Duties and Similar Incidental Prepetition Import Expenses and (B) Authorizing, But Not Directing, All Financial Institutions to Honor All Related Payment Requests [Docket No. 51]
- b) Notice of Filing of Blackline [Docket No. 330]

Status: This matter will be going forward.

- 9. Debtors' Motion for Entry of Interim and Final Orders (A) Authorizing, But Not Directing, the Debtors to (I) Maintain and Administer Customer Programs and (II) Honor Related Prepetition Obligations to Customers and (B) Authorizing, But Not Directing, All Financial Institutions to Honor All Related Payment Requests [Docket No. 12]

Related Documents:

- a) Interim Order (A) Authorizing, But Not Directing, the Debtors to (I) Maintain and Administer Customer Programs and (II) Honor Related Prepetition Obligations to Customers and (B) Authorizing, But Not Directing, All Financial Institutions to Honor All Related Payment Requests [Docket No. 49]
- b) Notice of Filing of Blackline [Docket No. 324]

Status: This matter will be going forward.

- 10. Debtors' Motion for Entry of Interim and Final Orders (A) Authorizing, But Not Directing, the Debtors to Pay Certain Prepetition Claims of Foreign Vendors, (B) Approving Related Procedures and (C) Authorizing, But Not Directing, All Financial Institutions to Honor All Related Payment Requests [Docket No. 13]

Related Documents:

- a) Interim Order (A) Authorizing, But Not Directing, the Debtors to Pay Certain Prepetition Claims of Foreign Vendors, (B) Approving Related Procedures and (C) Authorizing, But Not Directing, All Financial Institutions to Honor All Related Payment Requests [Docket No. 52]
- b) Notice of Filing of Blackline [Docket No. 326]

Objections\Responses:

- c) Omnibus Objection of Ad Hoc Committee of Second Lien Noteholders to Debtors' First Day Relief and Statement Regarding the Debtors' DIP Financing Motion [Docket No. 39]

Status: This matter will be going forward.

- 11. Debtors' Motion for an Order (A) Authorizing, But Not Directing, the Debtors to Continue Prepetition Insurance Coverage and Pay Prepetition Obligations Relating Thereto and (B) Authorizing, But Not Directing, All Financial Institutions to Honor All Related Payment Requests [Docket No. 28]

Related Document:

- a) Notice of Filing of Blackline [Docket No. 327]

Status: This matter will be going forward.

- 12. Debtors' Motion for an Order Authorizing the Establishment of Certain Notice, Case Management and Administrative Procedures [Docket No. 7]

Related Document:

- a) Notice of Filing of Blackline [Docket No. 314]

Status: This matter will be going forward.

- 13. Debtors' Motion for an Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 29]

Related Document:

- a) Notice of Filing of Blackline [Docket No. 316]

Status: This matter will be going forward.

- 14. Debtors' Application for an Order Authorizing the Retention and Employment of the Groom Law Group, Chartered as Special Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [Docket No. 169]

Related Documents:

- a) Supplemental Declaration of Lonie A. Hassel in Support of the Debtors' Application for an Order Authorizing the Retention and Employment of Groom Law Group, Chartered as Special Counsel to the Debtors *Nunc Pro Tunc* to the Petition Date [Docket No. 305]

b) Notice of Filing of Blackline [Docket No. 315]

Status: This matter will be going forward.

15. Application of the Debtors for an Order Authorizing the Employment and Retention of Kurtzman Carson Consultants LLC as Administrative Agent for the Debtors and Debtors in Possession *Nunc Pro Tunc* to the Petition Date [Docket No. 170]

Related Document:

a) Notice of Filing of Blackline [Docket No. 317]

Status: This matter will be going forward.

16. Debtors' Motion for an Order Authorizing the Retention and Compensation of Certain Professionals Utilized in the Ordinary Course of Business [Docket No. 32]

Related Document:

a) Notice of Filing of Blackline [Docket No. 319]

Status: This matter will be going forward.

### **RESOLVED MATTERS**

17. Debtors' Motion for an Order Authorizing Rejection of Certain Unexpired Nonresidential Real Property Leases [Docket No. 31]

Related Document:

a) Notice of Filing of Blackline [Docket No. 318]

Objections\Responses:

b) Informal Response of Herald Square LLC

Status: This matter will be going forward.

18. Debtors' Motion for an Order Establishing Procedures for Assertion, Resolution, Allowance and Satisfaction of Unpaid Claims Asserted Pursuant to 11 U.S.C. § 503(b)(9) [Docket No. 26]

Related Document:

- a) Notice of Filing of Blackline [Docket No. 312]

Objections\Responses:

- b) Objection of Creditor BMP America, Inc. to Debtors' Motion for an Order Establishing Procedures for the Assertion, Resolution, Allowance and Satisfaction of Unpaid Claims Pursuant to 11 U.S.C. § 503(b)(9) [Docket No. 214]
- c) BMP America, Inc.'s Withdrawal of Objections [Docket No. 274]

Status: This matter will be going forward.

- 19. Debtors' Motion for an Order Establishing and Implementing Exclusive Procedures for Treatment of Reclamation Claims [Docket No. 35]

Related Document:

- a) Notice of Filing of Blackline [Docket No. 320]

Objections\Responses:

- b) Objection of Creditor BMP America, Inc. to Debtors' Motion for an Order Establishing and Implementing Exclusive Procedures for Treatment of Reclamation Claims [Docket No. 215]
- c) Joinder of Sekisui Products LLC to the Objection of Creditor BMP America, Inc. to Debtors' Motion for an Order Establishing and Implementing Exclusive Procedures for Treatment of Reclamation Claims [Docket No. 248]
- d) Objection of AJL Manufacturing, Inc. and Arnprior Rapid Solutions, Inc. to Debtors' Motion for an Order Establishing and Implementing Exclusive Procedures for Treatment of Reclamation Claims [Docket No. 272]
- e) BMP America, Inc.'s Withdrawal of Objections [Docket No. 274]

Status: This matter will be going forward.

- 20. Debtors' Motion for an Order Determining Adequate Assurance of Payment for Future Utility Services [Docket No. 89]

Related Document:

- a) Notice of Filing of Blackline [Docket No. 321]

Objections\Responses:

- b) Objection of Certain Utility Companies to the Debtors' Motion for an Order Determining Adequate Assurance of Payment for Future Utility Services [Docket No. 212]

Status: Resolved in principle; this matter will be going forward.

- 21. Debtors' Motion for an Order Authorizing Rejection of Certain Unexpired Aircraft Leases Effective as of the Petition Date [Docket No. 27]

Related Document:

- a) Notice of Filing of Blackline [Docket No. 313]

Objections\Responses:

- b) Informal Response of von Liebig Office

Status: This matter will be going forward.

### **CONTESTED MATTERS**

- 22. Debtors' Motion for an Order Authorizing Rejection of Certain Executory Contract *Nunc Pro Tunc* to January 31, 2012 [Docket No. 172]

Objections\Responses:

- a) CIM/H&H Media, LP's Opposition to Motion for an Order Authorizing Rejection of Certain Executory Contract *Nunc Pro Tunc* to January 31, 2012 [Docket No. 264]
- b) Declaration of Randy Bernstein in Support of the Opposition of CIM/H&H Media, LP's Opposition to Motion for an Order Authorizing Rejection of Certain Executory Contract *Nunc Pro Tunc* to January 31, 2012 [Docket No. 265]
- c) Declaration of Jessica Mickelsen in Support of the CIM/H&H Media, LP's Opposition to Motion for an Order Authorizing Rejection of Certain Executory Contract *Nunc Pro Tunc* to January 31, 2012 [Docket No. 266]
- d) Declaration of Annette Bethers in Support of the CIM/H&H Media, LP's Opposition to Motion for an Order Authorizing Rejection of



Certain Executory Contract *Nunc Pro Tunc* to January 31, 2012  
[Docket No. 267]

- e) Debtors' Reply to Opposition to Motion for an Order Authorizing Rejection of Certain Executory Contract *Nunc Pro Tunc* to January 31, 2012 [Docket No. 306]

Status: This matter will be going forward.

- 23. Motion for an Order Authorizing Debtors to File Under Seal Exhibit to Debtors' Reply to Opposition to Motion for an Order Authorizing Rejection of Certain Executory Contract *Nunc Pro Tunc* to January 31, 2012 [Docket No. 309]

Related Document:

- a) Motion for Entry of an Order Shortening Notice with Respect to the Debtors' Motion for an Order Authorizing Debtors to File Under Seal Exhibit to Debtors' Reply to Opposition to Motion for an Order Authorizing Rejection of Certain Executory Contract *Nunc Pro Tunc* to January 31, 2012 [Docket No. 310]

Objection\Responses: None to date

Status: The Debtors have requested that this matter go forward.

- 24. Debtors' Motion for Interim and Final Orders (A) Authorizing, But Not Directing, the Debtors to (I) Continue Using Their Existing Cash Management System, Bank Accounts and Business Forms, (II) Maintain Investment Practices and (III) Continue Intercompany Transactions, (B) Providing Postpetition Intercompany Claims Administrative Expense Priority and (C) Authorizing, But Not Directing, All Financial Institutions to Honor All Related Payment Requests [Docket No. 15]

Related Documents:

- a) Interim Order (A) Authorizing, But Not Directing, the Debtors to (I) Continue Using Their Existing Cash Management System, Bank Accounts and Business Forms, (II) Maintain Investment Practices and (III) Continue Intercompany Transactions, (B) Providing Postpetition Intercompany Claims Administrative Expense Priority and (C) Authorizing, But Not Directing, All Financial Institutions to Honor All Related Payment Requests [Docket No. 53]
- b) Notice of Filing of Amended Exhibit [Docket No. 308]
- c) Notice of Filing of Blackline [Docket No. • ]

Objections\Responses:

- d) Omnibus Objection of Ad Hoc Committee of Second Lien Noteholders to Debtors' First Day Relief and Statement Regarding the Debtors' DIP Financing Motion [Docket No. 39]

Status: This matter will be going forward.

- 25. Debtors' Motion for an Order Authorizing Debtors to File Under Seal the Fee Letter Relating to Debtors' Motion to Obtain Postpetition Financing [Docket No. 293]

Objections\Responses: None to date.

Status: This matter will be going forward.

- 26. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364, and (III) Scheduling Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c) [Docket No. 16]

Related Documents:

- a) Interim Order (I) Authorizing Debtors (A) to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364, and (III) Scheduling Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c) [Docket No. 54]
- b) Notice of Filing of Proposed Final Order (I) Authorizing Debtors (A) to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364 [Docket No. 198]
- c) Notice of Filing of Amended Exhibit E [Docket No. 308]

Objections\Responses:

- d) Omnibus Objection of Ad Hoc Committee of Second Lien Noteholders to Debtors' First Day Relief and Statement Regarding the Debtors' DIP Financing Motion [Docket No. 39]
- e) Limited Objection of Apple Inc. to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors (A) to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364 [Docket No. 40]
- f) Limited Objection of Samsung Electronics Co. Ltd. to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors (A) to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364 [Docket No. 253]
- g) Limited Joinder of Fujifilm Corporation to Limited Objection of Samsung Electronics Co. Ltd. to Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors (A) to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364 [Docket No. 302]
- h) Joinder of Imax Corporation to the Limited Objection of Samsung Electronics Co. Ltd. to Debtors' Motion for Entry of Final Order (I) Authorizing the Debtors (A) to Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e) and (B) to Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (II) Granting Adequate Protection to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364 [Docket No. 253] [Docket No. 323]

Status: This matter will be going forward.

- 27. Debtors' Motion for an Order Approving Expedited Procedures for the Sale, Transfer, Donation and/or Abandonment of De Minimis Assets [Docket No. 173]

Objections\Responses:

- a) Limited Objection of the University of Rochester to Debtors' Motion for an Order Approving Expedited Procedures for the Sale, Transfer, Donation and/or Abandonment of De Minimis Assets [Docket No. 250]
- b) Limited Objection and Reservation of Rights of Fujifilm Corporation to Debtors' Motion for an Order Approving Expedited Procedures for the Sale, Transfer, Donation and/or Abandonment of De Minimis Assets [Docket No. 307]

Status: This matter will be going forward.

Dated: February 13, 2012  
New York, New York

/s/ Andrew G. Dietderich  
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Proposed Counsel to the Debtors  
and Debtors in Possession

**EXHIBIT A**

**CourtCall Instructions**

## TELEPHONIC COURT APPEARANCES

Telephonic appearances at court hearings are permitted in certain circumstances. Prior approval must be obtained from the judge. **Each judge has adopted procedures for telephonic appearances.**

**Under no circumstances may any participant record or broadcast the proceedings conducted in the U.S. Bankruptcy Court for the Southern District of New York.**

A written request must be made to the chambers of the judge assigned to the case:

Judge Bernstein	(212) 668-2304
Judge Chapman	(212) 668-2301
Judge Gerber	(212) 668-5660
Judge Glenn	(212) 668-2784
Chief Judge Gonzalez	(212) 668-2894
Judge Gropper	(212) 668-5629
Judge Lifland	(212) 668-5663
Judge Peck	(212) 668-5632
Judge Drain (White Plains)	(914) 390-4155
Judge Morris (Poughkeepsie)	(845) 452-4200 ext. 4509

The authorized teleconference call company CourtCall, LLC is posted on our website. CourtCall, LLC has been awarded a Master License Agreement effective March 20, 2006 by the Administrative Office of the U.S. Courts. However, approval must be received from the chambers of the judge assigned to the case prior to making your reservations. CourtCall, LLC charges a fee for the service and it is the responsibility of counsel to be aware of teleconference call company's services, procedures and fees.

When making reservations for a teleconference hearing with a judge, the following information must be provided:

- a. Case Name and Number
- b. Name of Judge
- c. Hearing date and time
- d. Parties, address, phone number of participant/attorney
- e. Parties whom participant represents
- f. Particular pleading submitted by the participant, and matter on which participant wishes to be heard; or whether the participant intends to monitor the proceeding in "listen-only" mode.

The hearing may initially be in a listening mode until your case is called. Once your call is connected to the courtroom, the judge will call the case, request appearances and direct the manner in which the hearing will proceed.

To ensure the quality of the record, the use of car phones, cellular phones, digital speaker phones, or any phones in public places is prohibited.

Each time you speak, you must identify yourself for the record. If an individual schedules a telephonic appearance and then fails to respond to the calendar call, the court may pass the matter or may treat the failure to respond as a failure to appear. Individuals making use of the conference call service are cautioned that they do so at their own risk.

### **FEES**

The fee for telephonic appearance is fixed by the selected conference call service. The requesting party is responsible for negotiating the fees with the company. CourtCall, LLC will bill the counsel who contracts the service, not the court. The court is not responsible for any fees connected with a teleconference hearing.

## **TELEPHONIC COURT APPEARANCE PROVIDER**

**CourtCall, LLC**  
6383 Arizona Circle  
Los Angeles, CA 90045

### **Court Conference Contacts**

Telephone Number: (866) 582-6878  
Fax Number: (866) 533-2946

### **General Assistance**

Telephone Numbers: (310) 342-0888  
(888) 882-6878  
Fax Numbers: (310) 743-1850  
(888) 883-2946