

**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)
	)	

**NOTICE OF DEADLINES REQUIRING FILING OF PROOFS OF CLAIM  
ON OR BEFORE JULY 17, 2012 (BAR DATE)**

**TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST  
ANY OF THE DEBTOR ENTITIES LISTED ON PAGE 1 AND 2 OF THIS NOTICE:**

PLEASE TAKE NOTICE THAT, on May 10, 2012, the United States Bankruptcy Court for the Southern District of New York (the “**Court**”), having jurisdiction over the chapter 11 cases of Eastman Kodak Company and its affiliated debtors listed below, as debtors in possession (collectively, the “**Debtors**”) entered an order (the “**Bar Date Order**”) establishing **July 17, 2012, at 5:00 p.m. (Prevailing Eastern Time)** (the “**Bar Date**”) as the last date and time for each person or entity (including, without limitation, individuals, partnerships, corporations, joint ventures, trusts and governmental units as defined in section 101(27) of the Bankruptcy Code) to file a proof of claim (“**Proof of Claim**”) based on prepetition claims against any of the Debtors.

The Debtors include the following entities:

<u>DEBTOR</u>	<u>CASE NUMBER</u>	<u>Taxpayer ID Number</u>
Eastman Kodak Company	12-10202	16-0417150
Creo Manufacturing America LLC	12-10203	20-0754412
Eastman Kodak International Capital Company, Inc.	12-10204	16-0952341
Far East Development Ltd.	12-10205	16-1152300

<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 Network, 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.



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<u>DEBTOR</u>	<u>CASE NUMBER</u>	<u>Taxpayer ID Number</u>
FPC Inc.	12-10206	95-3519183
Kodak (Near East), Inc.	12-10207	16-6027936
Kodak Americas, Ltd.	12-10208	66-0216256
Kodak Aviation Leasing LLC	12-10209	06-1585224
Kodak Imaging Network, Inc.	12-10210	94-3334107
Kodak Philippines, Ltd.	12-10211	16-0747862
Kodak Portuguesa Limited	12-10212	16-0839171
Kodak Realty, Inc.	12-10201	16-0912045
Laser-Pacific Media Corporation	12-10213	95-3824617
NPEC Inc.	12-10214	16-1375677
Pakon, Inc.	12-10215	35-1643462
Qualex Inc.	12-10216	16-1306019

The Bar Date and the procedures set forth below for the filing of Proofs of Claim apply to all claims against the Debtors that arose prior to **January 19, 2012**, the date on which the Debtors commenced their cases under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), except for those holders of the claims listed in Section 4 below that are specifically excluded from the Bar Date filing requirement.

**If you have any questions relating to this Notice, please feel free to contact Kurtzman Carson Consultants LLC at 1-888-249-2721 or Kodakinfo@kccllc.com.**

YOU SHOULD CONSULT AN ATTORNEY IF YOU HAVE ANY QUESTIONS, INCLUDING WHETHER YOU SHOULD FILE A PROOF OF CLAIM. NEITHER THE ATTORNEYS FOR THE DEBTORS NOR THEIR COURT APPOINTED NOTICING AND CLAIMS AGENT, KURTZMAN CARSON CONSULTANTS LLC, ARE AUTHORIZED TO PROVIDE YOU WITH ANY LEGAL ADVICE.

## **1. WHO MUST FILE A PROOF OF CLAIM**

You **MUST** file a **Proof of Claim** to vote on a chapter 11 plan filed by the Debtors or to share in any of the Debtors’ estates if you have a claim that arose prior to **January 19, 2012** (the “**Petition Date**”) and it is not one of the other types of claims described in Section 4 below. Claims based on acts or omissions of the Debtors that occurred before the **Petition Date** must be filed by the Bar Date, even if such claims are not now fixed, liquidated or certain or did not mature or become fixed, liquidated or certain before the **Petition Date**.

Pursuant to section 101(5) of the Bankruptcy Code and as used in this Notice, the word “claim” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

## **2. WHAT TO FILE**

The Debtors are enclosing a proof of claim form for use in these cases (the “**Proof of Claim Form**”); if your claim is scheduled by the Debtors, the Proof of Claim Form also sets forth the amount of your claim as scheduled by the Debtors, the specific Debtor against which the claim is scheduled and whether the claim is scheduled as disputed, contingent or unliquidated. You will receive a different Proof of Claim Form for each claim scheduled in your name by the Debtors. You may utilize the Proof of Claim Form(s) provided by the Debtors to file your claim. Additional Proof of Claim Forms may be obtained at [www.kccllc.net/kodak](http://www.kccllc.net/kodak).

All Proof of Claim Forms must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. It must be written in English and be denominated in United States currency. You should attach to your completed Proof of Claim any documents on which the claim is based (if voluminous, attach a summary) or an explanation as to why the documents are not available. Any person who wishes to receive proof of receipt of their Proof of Claim from KCC must include with their Proof of Claim a copy of their Proof of Claim and a self-addressed, stamped envelope.

Any holder of a claim against more than one debtor must file a separate claim with respect to each such Debtor and all holders of claims must identify on their Proof of Claim the specific Debtor against which their claim is asserted and the case number of that Debtor’s bankruptcy case. A list of the names of the Debtors and their case numbers is set forth above.

## **3. WHEN AND WHERE TO FILE**

All Proofs of Claim must be filed so as to be actually received on or before **July 17, 2012** at the following address by first-class mail, hand delivery or overnight courier:

Eastman Kodak Claims Processing Center  
c/o Kurtzman Carson Consultants LLC  
2335 Alaska Avenue  
El Segundo, CA 90245

or by hand delivery at:

Clerk of the United States Bankruptcy Court  
One Bowling Green, Room 534  
New York, New York 10004-1408

Proofs of Claim will be deemed timely filed only if **actually received** by Kurtzman Carson Consultants LLC or the Court on or before the Bar Date. Proofs of Claim may **not** be delivered by facsimile, telecopy, or electronic mail transmission.

#### **4. WHO NEED NOT FILE A PROOF OF CLAIM**

You do not need to file a Proof of Claim on or prior to the Bar Date if you are:

- (a) A person or entity that has already filed a Proof of Claim against any of the Debtors with the Clerk of the Bankruptcy Court for the Southern District of New York or Kurtzman Carson Consultants LLC, the Debtors' noticing and claims agent, utilizing a claim form that substantially conforms to the Proof of Claim Form;
- (b) A person or entity whose claim is listed on the Schedules (as defined below) if (i) the claim is not scheduled as "disputed," "contingent," or "unliquidated," and (ii) you do not dispute the amount or nature of the claim set forth in the Schedules; and (iii) you do not dispute that the claim is an obligation of the specific Debtor against which the claim is listed on the Schedules;
- (c) A holder of a claim that has been allowed by an order of the Court entered on or before the Bar Date;
- (d) Any person or entity whose claim has been paid in full by any of the Debtors with respect to such claim, unless such entity is specifically required to file a Proof of Claim pursuant to other provisions of the Bar Date Order;
- (e) A holder of a claim against any of the Debtors for which a separate deadline has previously been fixed by this Court (whereupon you will be required to file a Proof of Claim by that separate deadline);
- (f) Any Debtor in these cases having a claim against another Debtor or any of the non-debtor subsidiaries of the Debtors having a claim against any of the Debtors;
- (g) A holder of a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an administrative claim;

- (h) A person or entity that holds an interest in any of the Debtors, which interest is based exclusively upon the ownership of common stock, membership interests, partnership interests, or warrants or rights to purchase, sell or subscribe to such a security or interest; provided, however, that interest holders that wish to assert claims (as opposed to ownership interests) against any of the Debtors that arise out of or relate to the ownership or purchase of an interest, including claims arising out of or relating to the sale, issuance, or distribution of the interest, must file Proofs of Claim on or before the Bar Date, unless another exception identified herein applies;
- (i) A holder of a claim for principal, interest and other fees and expenses on or under the DIP Credit Agreement;<sup>2</sup>
- (j) Any director who sits on the board of directors of any of the Debtors as of April 27, 2012 and any employee of the Debtors designated as an “officer” for purposes of section 16 of the Securities Exchange Act of 1934 as of April 27, 2012, in each case, holding a contingent and unliquidated claim for contingent and unliquidated indemnification, contribution or reimbursement; and
- (k) Any person or entity holding a claim for principal, interest or applicable fees and/or charges on the following notes issued by the Debtors as of the Petition Date: (i) the 7.0% Convertible Senior Notes due April 1, 2017; (ii) the 7.25% Senior Unsecured Notes due 2013; (iii) the 9.2% Senior Notes due June 1, 2021; (iv) the 9.95% Senior Notes due July 1, 2018; (v) the 9.75% Senior Secured Notes due March 1, 2018; and (vi) the 10.625% Senior Secured Notes due March 15, 2019; provided, however, that the indenture trustee with respect to each indenture is authorized to file one master Proof of Claim by the Bar Date with respect to all of the claims owed under that indenture; and
- (l) Any parties asserting obligations under or in connection with the Pre-Petition First Lien Agreement<sup>3</sup>; provided, however, that the Administrative Agent thereunder shall file one master Proof of Claim by the Bar Date with respect to all of the obligations owed under or in connection with the Pre-Petition First Lien Credit Agreement.

**This notice is being sent to many persons and entities that have had some relationship with or have done business with the Debtors but may not have an unpaid claim against the Debtors. THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES**

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<sup>2</sup> As defined in the Final Order (I) Authorizing Debtors (A) to Obtain Post-Petition 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 and (II) Granting Adequate Protection to Pre-Petition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363 and 364 [Docket No. 375] (the “**DIP Order**”).

<sup>3</sup> As defined in the DIP Order.

**NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE A CLAIM.**

**5. EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

If you have a claim arising from the rejection of an executory contract or unexpired lease, you must file a Proof of Claim based on such rejection by the later of (i) the Bar Date, or (ii) the date which is **30 days** following the entry of the order approving such rejection or you will be forever barred from doing so. Notwithstanding the foregoing, if you are a party to an executory contract or unexpired lease and you wish to assert a claim on account of unpaid amounts accrued and outstanding as of the Petition Date pursuant to that executory contract or unexpired lease (other than a rejection damages claim), you must file a Proof of Claim for such amounts on or before the Bar Date unless an exception identified above applies.

**6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATE**

ANY HOLDER OF A CLAIM THAT IS NOT EXCEPTED FROM THE REQUIREMENTS OF THIS ORDER, AS SET FORTH IN SECTION 4 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM WILL BE BARRED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS AND THEIR CHAPTER 11 ESTATES, FROM VOTING ON ANY PLAN OF REORGANIZATION FILED IN THESE CASES, AND FROM PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH CLAIM.

**7. THE DEBTORS' SCHEDULES AND ACCESS THERETO**

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors' Schedules of Assets and Liabilities and/or Schedules of Executory Contracts and Unexpired Leases (collectively, the "**Schedules**").

To determine if and how you are listed in the Schedules, please refer to the descriptions set forth on the enclosed Proof of Claim Forms regarding the nature, amount and status of your claim(s). If you received postpetition payments from the Debtors (as authorized by the Court) on account of your claim the enclosed Proof of Claim Form will reflect the net amount of your claims. If the Debtors believe that you hold claims against more than one Debtor, you will receive multiple Proof of Claim Forms, each of which will reflect the nature and amount of your claim against one Debtor, as listed in the Schedules.

If you rely on the Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules, however, you may rely on the enclosed form, which lists your claim as scheduled, identified the Debtor against which it is scheduled, and specifies whether the claim is disputed, contingent or unliquidated.

As set forth above, if you agree with the nature, amount and status of your claim as listed in the Debtors' Schedules, and if you do not dispute that your claim is only against the specified Debtor, and if your claim is not described as "disputed", "contingent", or "unliquidated," you need not file a Proof of Claim. Otherwise, or if you decide to file a Proof of

Claim, you must do so before the Bar Date in accordance with the procedures set forth in this notice.

Copies of the Schedules may be examined by interested parties on the Court's electronic docket for the Debtors' chapter 11 cases, which is posted on the Internet at [www.kccllc.net/kodak](http://www.kccllc.net/kodak) and [www.nysb.uscourts.gov](http://www.nysb.uscourts.gov) (a PACER login and password are required and can be obtained through the PACER Service Center at [www.pacer.psc.uscourts.gov](http://www.pacer.psc.uscourts.gov)). Copies of the Schedules may also be examined by interested parties between the hours of 9:00 am. and 4:30 p.m. (Eastern Time) at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 511, New York, New York 10004-1408. Copies of the Debtors' Schedules may also be obtained by written request to the Debtors' claims agent at the address and telephone number set forth below:

Kurtzman Carson Consultants LLC  
2335 Alaska Avenue  
El Segundo, CA 90245  
Telephone: 1-888-249-2721  
E-mail: [kodakinfo@kccllc.com](mailto:kodakinfo@kccllc.com)

**A holder of a possible claim against the Debtors should consult an attorney regarding any matters not covered in this notice, such as whether the holder should file a Proof of Claim. Neither the attorneys for the Debtors nor their Court-appointed noticing and claims agent, Kurtzman Carson Consultants LLC, are authorized to provide you with any legal advice.**

Dated: May 10, 2012  
New York, New York

BY ORDER OF THE COURT

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