

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

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In re:	:	Chapter 11
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EASTMAN KODAK COMPANY, <u>et al.</u>,¹	:	Case No. 12-10202 (ALG)
	:	
Debtors.	:	(Jointly Administered)
	:	
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	:	
OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF EASTMAN KODAK, COMPANY, <u>et al.</u>,	:	
	:	
Plaintiff,	:	
	:	Adv. Proc. No. 12-01947 (ALG)
v.	:	
	:	
WILMINGTON TRUST, N.A., in its capacities as Successor Indenture Trustee and Collateral Agent	:	
	:	
Defendant.	:	
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JOINT STIPULATION OF DISMISSAL WITH PREJUDICE

WHEREAS, on November 16, 2012, Plaintiff, the Official Committee of Unsecured Creditors (the "Creditors' Committee") appointed in the above-captioned jointly administered chapter 11 cases (the "Chapter 11 Cases") of Eastman Kodak Company and its affiliated debtors (collectively, the "Debtors"), commenced this adversary proceeding (the "Committee's Lien Challenge") on behalf of the Debtors' estates against Defendant, Wilmington

¹ The Debtors, 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.



Trust, N.A., solely in its capacities as successor trustee and collateral agent (the “Second Lien Indenture Trustee”);

WHEREAS, on August 23, 2013, the Court entered an order² in the Chapter 11 Cases confirming the First Amended Joint Chapter 11 Plan of Reorganization of Eastman Kodak Company and Its Debtor Affiliates (the “Plan”)³;

WHEREAS, section 5.3 of the Plan provides:

On the Effective Date, the transactions contemplated by the Plan, including the distributions to Holders of Claims in Class 3, Class 4 and Class 6, shall be in full and final settlement of the Committee’s Lien Challenge, and the Committee’s Lien Challenge shall be deemed dismissed with prejudice, and the Creditors’ Committee and the Second Lien Indenture Trustee shall file a joint notice of dismissal with the Bankruptcy Court. (Plan at 39, § 5.3.); and

WHEREAS, on September 3, 2013, the Debtors filed a notice in the Chapter 11 Cases indicating the occurrence of the Effective Date of the Plan⁴;

IT IS STIPULATED AND AGREED, that, in accordance with section 5.3 of the Plan and pursuant to Fed. R. Civ. P. 41(a)(1)(A)(ii), made applicable in this adversary proceeding by Fed. R. Bankr. P. 7041, the above-captioned adversary proceeding, including all claims asserted against the Second Lien Indenture Trustee, is hereby dismissed with prejudice.

² Findings of Fact, Conclusions of Law and Order Confirming the First Amended Joint Chapter 11 Plan of Reorganization of Eastman Kodak Company and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code, dated August 23, 2013 [Case No. 12-10202 (ALG), Docket No. 4966].

³ First Amended Joint Chapter 11 Plan of Reorganization of Eastman Kodak Company and Its Debtor Affiliates, dated August 21, 2013 [Case No. 12-10202 (ALG), Docket No. 4966, Ex. A]. Capitalized terms used but not defined herein have the meanings ascribed to them in the Plan.

⁴ Notice of Occurrence of Effective Date, dated September 3, 2013 [Case No. 12-10202 (ALG), Docket No. 5015]

Dated: September 3, 2013

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