

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

In re:)	Chapter 11
)	
EASTMAN KODAK COMPANY, <i>et al.</i> , ²)	Case No. 12-10202 (ALG)
)	
Reorganized Debtors.)	(Jointly Administered)
)	

**ORDER CONTAINING A POST-CONFIRMATION
TIMETABLE AS REQUIRED BY LOCAL RULE 3021-1(A)**

It appearing that this Court has jurisdiction to consider this Order pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of these chapter 11 cases and this Order in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having determined that the timetable set forth in this Order is in the best interests of the Reorganized Debtors, their estates, their creditors and other parties in interest; and this Court having determined that proper and adequate notice of this Order has been provided in accordance with the Bankruptcy Rules, the Local Rules and the Case Management Procedures for these chapter 11 cases, and that, except as otherwise ordered herein, no other or further notice is necessary; and any objections (if any) having been withdrawn or overruled on the merits; and after due deliberation thereon; and good and sufficient cause appearing therefor;

² The Reorganized Debtors in these chapter 11 cases, along with the last four digits of each Reorganized 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 Reorganized Debtors' corporate headquarters is 343 State Street, Rochester, NY 14650.

IT IS HEREBY ORDERED THAT:

1. The following timetable for steps to achieve entry of final decrees in the Chapter 11 Cases (the “**Timetable**”) is approved:

- a) *Substantial Consummation of the Plan.* The Effective Date and substantial consummation of the Plan occurred on September 3, 2013.³
- b) *Distributions.* The Reorganized Debtors expect the Initial Distribution Date to occur on or before October 1, 2013. The Reorganized Debtors expect the first Subsequent Distribution Date to occur on or about January 1, 2014.
- c) *Resolution of Claims.* The Reorganized Debtors are resolving Disputed Claims as promptly as practicable, and the Reorganized Debtors expect to object to or resolve all Disputed Claims on or before March 3, 2014.
- d) *Resolution of Avoidance Actions.* In accordance with the Plan, on the Effective Date the Reorganized Debtors transferred the Kodak GUC Trust Avoidance Actions to the Kodak GUC Trust. Accordingly, the Reorganized Debtors are unable to provide a timetable for the resolution of the Kodak GUC Trust Avoidance Actions because the Kodak GUC Trustee holds the sole power and authority to prosecute and/or resolve such actions. The Reorganized Debtors do not expect to prosecute the Retained Avoidance Actions.
- e) *Resolution of Adversary Proceedings.* There are two adversary proceeding pending in connection with the Reorganized Debtors’ Chapter 11 Cases: (a) *Ricoh Co. LTD v. Eastman Kodak Co.*, Adv. Proc. No. 13-01332 (the “**Ricoh Proceeding**”) and (b) *Shutterfly Inc. v. Kodak Imaging Network, Inc. et al.*, Adv. Proc. No. 13-01310 (the “**Shutterfly Proceeding**” and together with the Ricoh Proceeding, the “**Adversary Proceedings**”). The future path of the Adversary Proceedings is uncertain, and accordingly the Reorganized Debtors are unable to provide a specific timetable for their resolution at this time.

2. The dates referred to in the Timetable are the Reorganized Debtors’ good faith estimate and are subject to change. In accordance with Local Rule 3021-1(b), the Reorganized Debtors will inform the Court of any revisions thereto.

³ Terms not otherwise defined herein shall have the meaning provided to such terms in the *First Amended Joint Chapter 11 Plan of Reorganization of Eastman Kodak Company and Its Debtor Affiliates*, as confirmed by the Court on August 23, 2013 (the “**Plan**”).

3. The Reorganized Debtors are the Distribution Agent in these Chapter 11 Cases. The Kodak GUC Trustee is responsible for distributions from the Kodak GUC Trust to its beneficiaries.

4. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

5. This Court shall retain jurisdiction to hear and decide any dispute related to or arising from this Order.

Dated: September __, 2013
New York, New York

Allan L. Gropper
United States Bankruptcy Judge