

Edgar Filing: EASTMAN KODAK CO - Form 8-K/A

EASTMAN KODAK CO
Form 8-K/A
July 06, 2007

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K/A

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): June 27, 2007

Eastman Kodak Company
(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|--------------------------------------|
| New Jersey | 1-87 | 16-0417150 |
| ----- | | |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

343 State Street,
Rochester, New York 14650
(Address of Principal Executive Office) (Zip Code)

Registrant's telephone number, including area code (585) 724-4000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Securities Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Amendment No. 1

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On June 27, 2007, Eastman Kodak Company ("Kodak") furnished a Current Report on Form 8-K under Item 7.01 to report, for informational purposes, the results of operations reflecting the realignment of Kodak's segment structure and presenting the Health Group as a discontinued operation. The information by segment provided in that Form 8-K for the year ended December 31, 2005 did not accurately reflect the reallocation of certain operating and administrative costs resulting from the change in segment structure. Accordingly, this Amendment No. 1 on Form 8-K/A is being furnished to correct the segment information for the year ended December 31, 2005 (see page 10). This Form 8-K/A supersedes the Form 8-K furnished on June 27, 2007 and replaces it in its entirety. All other information provided in this amendment remains unchanged from the information previously furnished.

ITEM 7.01 Regulation FD Disclosure.

Eastman Kodak Company (the Company) realigned its operations effective January 1, 2007, and changed its corporate segment reporting structure beginning with the first quarter of 2007, as disclosed in the Company's first quarter 2007 Form 10-Q.

In addition, on April 30, 2007, the Company completed the sale of its Health Group to an affiliate of Onex Corporation, as reported in the Company's Form 8-K filed on May 4, 2007.

Accounting Principles Generally Accepted in the United States of America require that when a company changes its reportable segments or when a component of an entity, such as the Health Group, has been reported as a discontinued operation, financial statements for prior periods must be reported on a comparable basis using the new segment reporting structure or presenting the financial results of the component in discontinued operations.

As a result of these requirements, the prior period comparable information for the first quarter of 2006 included in the Company's first quarter 2007 Form 10-Q was reported: (1) using the new reportable segment structure, and (2) presenting the Health Group as a discontinued operation. The purpose of this Form 8-K/A is to present, for informational purposes, the results of operations for the second, third, and fourth quarters of 2006, and full year 2006 and 2005, reflective of the changes referred to above.

The results of operations presented in this Form 8-K/A for the three and six months ended June 30, 2006, the three and nine months ended September 30, 2006, and the three months (on a condensed basis) ended December 31, 2006 will be reported in the Company's Form 10-Q for the second quarter of 2007, the Form 10-Q for the third quarter of 2007, and the 2007 Form 10-K, respectively, when these Forms are filed with the Securities and Exchange Commission. The results of operations presented in this Form 8-K/A for the full years ended December 31, 2006 and 2005 will be reported in the 2007 Form 10-K, when it is filed with the Securities and Exchange Commission.

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Eastman Kodak Company
Consolidated Operating Results (Unaudited)
(in millions, except per share data)

| | For the | For the |
|--|--------------------|------------------|
| | Three Months Ended | Six Months Ended |

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| | June 30, 2006 | | June 30, 2006 | |
|---|---------------------|-----------|---------------------|-----------|
| | As Originally Filed | Revised | As Originally Filed | Revised |
| Net sales | \$3,360 | \$2,688 | \$6,249 | \$4,980 |
| Cost of goods sold | 2,551 | 2,113 | 4,762 | 3,936 |
| Gross profit | 809 | 575 | 1,487 | 1,044 |
| Selling, general and administrative expenses | 620 | 518 | 1,229 | 1,025 |
| Research and development costs | 187 | 152 | 370 | 300 |
| Restructuring costs and other | 169 | 156 | 314 | 294 |
| Loss from continuing operations before interest, other income (charges), net and income taxes | (167) | (251) | (426) | (575) |
| Interest expense | 66 | 43 | 128 | 84 |
| Other income (charges), net | 2 | - | 28 | 27 |
| Loss from continuing operations before income taxes | (231) | (294) | (526) | (632) |
| Provision for income taxes | 51 | 61 | 54 | 69 |
| Loss from continuing operations | (282) | (355) | (580) | (701) |
| Earnings from discontinued operations, net of income taxes | - | 73 | - | 121 |
| Net loss | \$ (282) | \$ (282) | \$ (580) | \$ (580) |
| Basic and diluted net (loss) earnings per share: | | | | |
| Continuing operations | \$ (.98) | \$ (1.24) | \$ (2.02) | \$ (2.44) |
| Discontinued operations | - | .26 | - | .42 |
| Total | \$ (.98) | \$ (.98) | \$ (2.02) | \$ (2.02) |

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Eastman Kodak Company
 Consolidated Operating Results (Unaudited) (continued)
 (in millions, except per share data)

| | For the Three Months Ended September 30, 2006 | For the Nine Months Ended September 30, 2006 |
|--|---|--|
| | As | As |

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| | Originally Filed | Revised | Originally Filed | Revised |
|--|---------------------|----------|---------------------|-----------|
| | ----- | ----- | ----- | ----- |
| Net sales | \$3,204 | \$2,595 | \$9,453 | \$7,575 |
| Cost of goods sold | 2,330 | 1,944 | 7,092 | 5,880 |
| | ----- | ----- | ----- | ----- |
| Gross profit | 874 | 651 | 2,361 | 1,695 |
| Selling, general and administrative expenses | 565 | 464 | 1,794 | 1,489 |
| Research and development costs | 170 | 138 | 540 | 438 |
| Restructuring costs and other | 137 | 108 | 451 | 402 |
| | ----- | ----- | ----- | ----- |
| Earnings (loss) from continuing operations before interest, other income (charges), net and income taxes | 2 | (59) | (424) | (634) |
| Interest expense | 74 | 51 | 202 | 135 |
| Other income (charges), net | 54 | 57 | 82 | 84 |
| | ----- | ----- | ----- | ----- |
| Loss from continuing operations before income taxes | (18) | (53) | (544) | (685) |
| Provision for income taxes | 19 | 30 | 73 | 99 |
| | ----- | ----- | ----- | ----- |
| Loss from continuing operations | (37) | (83) | (617) | (784) |
| Earnings from discontinued operations, net of income taxes | - | 46 | - | 167 |
| | ----- | ----- | ----- | ----- |
| Net loss | \$ (37) | \$ (37) | \$ (617) | \$ (617) |
| | ===== | ===== | ===== | ===== |
| Basic and diluted net (loss) earnings per share: | | | | |
| Continuing operations | \$ (.13) | \$ (.29) | \$ (2.15) | \$ (2.73) |
| Discontinued operations | - | .16 | - | .58 |
| | ----- | ----- | ----- | ----- |
| Total | \$ (.13) | \$ (.13) | \$ (2.15) | \$ (2.15) |
| | ===== | ===== | ===== | ===== |

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Eastman Kodak Company
Consolidated Operating Results (continued)
(in millions, except per share data)

| | For the Three Months Ended December 31, 2006 | | For the Twelve Months Ended December 31, 2006 | |
|--|--|------------------------|---|------------------------|
| | ----- | | ----- | |
| | As Originally Filed (Unaudited) | Revised (Unaudited) | As Originally Filed (Unaudited) | Revised (Unaudited) |
| | ----- | ----- | ----- | ----- |

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| | | | | |
|--|---------|----------|-----------|-----------|
| Net sales | \$3,821 | \$3,148 | \$13,274 | \$10,723 |
| Cost of goods sold | 2,814 | 2,398 | 9,906 | 8,278 |
| | ----- | ----- | ----- | ----- |
| Gross profit | 1,007 | 750 | 3,368 | 2,445 |
| Selling, general and administrative expenses | 595 | 479 | 2,389 | 1,968 |
| Research and development costs | 170 | 140 | 710 | 578 |
| Restructuring costs and other | 20 | 14 | 471 | 416 |
| | ----- | ----- | ----- | ----- |
| Earnings (loss) from continuing operations before interest, other income (charges), net and income taxes | 222 | 117 | (202) | (517) |
| Interest expense | 60 | 37 | 262 | 172 |
| Other income (charges), net | 36 | 34 | 118 | 118 |
| | ----- | ----- | ----- | ----- |
| Earnings (loss) from continuing operations before income taxes | 198 | 114 | (346) | (571) |
| Provision for income taxes | 181 | 127 | 254 | 226 |
| | ----- | ----- | ----- | ----- |
| Earnings (loss) from continuing operations | 17 | (13) | (600) | (797) |
| (Loss) earnings from discontinued operations, net of income taxes | (1) | 29 | (1) | 196 |
| | ----- | ----- | ----- | ----- |
| Net earnings (loss) | \$ 16 | \$ 16 | \$ (601) | \$ (601) |
| | ===== | ===== | ===== | ===== |
| Basic and diluted net earnings (loss) per share: | | | | |
| Continuing operations | \$.06 | \$ (.05) | \$ (2.09) | \$ (2.77) |
| Discontinued operations | - | .11 | - | .68 |
| | ----- | ----- | ----- | ----- |
| Total | \$.06 | \$.06 | \$ (2.09) | \$ (2.09) |
| | ===== | ===== | ===== | ===== |

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Eastman Kodak Company
Consolidated Operating Results (continued)
(in millions, except per share data)

| | | | |
|--------------------|--|----------|---|
| | | | For the Twelve Months Ended December 31, 2005 |
| | | | ----- |
| | | | As |
| | | | Originally Revised |
| | | | Filed (Unaudited) |
| | | | ----- |
| Net sales | | \$14,268 | \$11,560 |
| Cost of goods sold | | 10,650 | 8,992 |
| | | ----- | ----- |

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| | | |
|--|------------|------------|
| Gross profit | 3,618 | 2,568 |
| Selling, general and administrative expenses | 2,668 | 2,258 |
| Research and development costs | 892 | 739 |
| Restructuring costs and other | 690 | 665 |
| | ----- | ----- |
| Loss from continuing operations before interest, other income (charges), net and income taxes | (632) | (1,094) |
| Interest expense | 211 | 139 |
| Other income (charges), net | 44 | 37 |
| | ----- | ----- |
| Loss from continuing operations before income taxes | (799) | (1,196) |
| Provision for income taxes | 555 | 455 |
| | ----- | ----- |
| Loss from continuing operations | (1,354) | (1,651) |
| Earnings from discontinued operations, net of income taxes | 150 | 445 |
| Loss from cumulative effect of accounting change, net of income taxes | (57) | (55) |
| | ----- | ----- |
| Net loss | \$ (1,261) | \$ (1,261) |
| | ===== | ===== |
| Basic and diluted net (loss) | | |
| earnings per share: | | |
| Continuing operations | \$ (4.70) | \$ (5.73) |
| Discontinued operations | .52 | 1.54 |
| Cumulative effect of accounting change | (.20) | (.19) |
| | ----- | ----- |
| Total | \$ (4.38) | \$ (4.38) |
| | ===== | ===== |

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Eastman Kodak Company
Segment Results (Unaudited)
(in millions)

| | For the Three Months Ended June 30, 2006 | | For the Six Months Ended June 30, 2006 | |
|---------------------------------------|--|---------|--|---------|
| | ----- | | ----- | |
| | As Originally Filed | Revised | As Originally Filed | Revised |
| | ----- | ----- | ----- | ----- |
| Net sales: | | | | |
| Consumer Digital | | | | |
| Imaging Group (CDG) | \$ 628 | \$1,105 | \$1,126 | \$2,007 |
| Film Products Group* (FPG) | 1,153 | 660 | 2,069 | 1,160 |
| Graphic Communications Group (GCG) | 908 | 908 | 1,778 | 1,778 |
| Health Group (HG) | 655 | - | 1,240 | - |
| All Other | 16 | 15 | 36 | 35 |
| | ----- | ----- | ----- | ----- |
| Consolidated total | \$3,360 | \$2,688 | \$6,249 | \$4,980 |
| | ===== | ===== | ===== | ===== |

Earnings (loss) from continuing operations before interest,
other income (charges), net and income taxes:

Consumer Digital

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| | | | | |
|--|----------|----------|----------|----------|
| Imaging Group (CDG) | \$ (79) | \$ (133) | \$ (173) | \$ (300) |
| Film Products Group* (FPG) | 113 | 119 | 142 | 170 |
| Graphic Communications Group (GCG) | 22 | 16 | 53 | 40 |
| Health Group (HG) | 78 | - | 124 | - |
| All Other | (51) | (25) | (94) | (41) |
| | ----- | ----- | ----- | ----- |
| Total of segments | 83 | (23) | 52 | (131) |
| Restructuring costs and other | (246) | (224) | (474) | (440) |
| Legal settlement | (4) | (4) | (4) | (4) |
| Interest expense | (66) | (43) | (128) | (84) |
| Other income (charges), net | 2 | - | 28 | 27 |
| | ----- | ----- | ----- | ----- |
| Consolidated loss from continuing operations before income taxes | \$ (231) | \$ (294) | \$ (526) | \$ (632) |
| | ===== | ===== | ===== | ===== |

* formerly Film and Photofinishing Systems Group

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Eastman Kodak Company
Segment Results (Unaudited) (continued)
(in millions)

| | For the Three Months Ended September 30, 2006 | | For the Nine Months Ended September 30, 2006 | |
|------------------------------------|---|---------|--|---------|
| | As | | As | |
| | Originally Filed | Revised | Originally Filed | Revised |
| | ----- | ----- | ----- | ----- |
| Net sales: | | | | |
| Consumer Digital | | | | |
| Imaging Group (CDG) | \$ 640 | \$1,109 | \$1,766 | \$3,116 |
| Film Products Group* (FPG) | 1,074 | 593 | 3,143 | 1,753 |
| Graphic Communications Group (GCG) | 880 | 880 | 2,658 | 2,658 |
| Health Group (HG) | 597 | - | 1,837 | - |
| All Other | 13 | 13 | 49 | 48 |
| | ----- | ----- | ----- | ----- |
| Consolidated total | \$3,204 | \$2,595 | \$9,453 | \$7,575 |
| | ===== | ===== | ===== | ===== |

Earnings (loss) from continuing operations before interest,
other income (charges), net and income taxes:

| | | | | |
|------------------------------------|-------|--------|----------|----------|
| Consumer Digital | | | | |
| Imaging Group (CDG) | \$ 24 | \$ (3) | \$ (149) | \$ (303) |
| Film Products Group* (FPG) | 139 | 115 | 281 | 285 |
| Graphic Communications Group (GCG) | 31 | 26 | 84 | 66 |
| Health Group (HG) | 68 | - | 192 | - |
| All Other | (48) | (16) | (142) | (57) |
| | ----- | ----- | ----- | ----- |
| Total of segments | 214 | 122 | 266 | (9) |
| Restructuring costs and other | (212) | (181) | (686) | (621) |

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| | | | | |
|--|---------|---------|----------|----------|
| Legal settlement | - | - | (4) | (4) |
| Interest expense | (74) | (51) | (202) | (135) |
| Other income (charges), net | 54 | 57 | 82 | 84 |
| | ----- | ----- | ----- | ----- |
| Consolidated loss from continuing operations before income taxes | \$ (18) | \$ (53) | \$ (544) | \$ (685) |
| | ===== | ===== | ===== | ===== |

* formerly Film and Photofinishing Systems Group

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Eastman Kodak Company
Segment Results (continued)
(in millions)

| | For the Three Months Ended December 31, 2006 | | For the Twelve Months Ended December 31, 2006 | |
|----------------------------|--|-------------|---|-------------|
| | ----- | | ----- | |
| | As | | As | |
| | Originally | Revised | Originally | Revised |
| | Filed | (Unaudited) | Filed | (Unaudited) |
| | ----- | ----- | ----- | ----- |
| Net sales: | | | | |
| Consumer Digital | | | | |
| Imaging Group (CDG) | \$1,154 | \$1,595 | \$2,920 | \$4,711 |
| Film Products Group* (FPG) | 1,013 | 559 | 4,156 | 2,312 |
| Graphic Communications | | | | |
| Group (GCG) | 974 | 974 | 3,632 | 3,632 |
| Health Group (HG) | 660 | - | 2,497 | - |
| All Other | 20 | 20 | 69 | 68 |
| | ----- | ----- | ----- | ----- |
| Consolidated total | \$3,821 | \$3,148 | \$13,274 | \$10,723 |
| | ===== | ===== | ===== | ===== |

Earnings (loss) from continuing operations before interest,
other income (charges), net and income taxes:

| | | | | |
|---|--------|--------|----------|----------|
| Consumer Digital | | | | |
| Imaging Group (CDG) | \$ 150 | \$ 63 | \$ 1 | \$ (240) |
| Film Products Group* (FPG) | 77 | 83 | 358 | 368 |
| Graphic Communications | | | | |
| Group (GCG) | 57 | 51 | 141 | 117 |
| Health Group (HG) | 86 | - | 278 | - |
| All Other | (72) | (9) | (214) | (66) |
| | ----- | ----- | ----- | ----- |
| Total of segments | 298 | 188 | 564 | 179 |
| Restructuring costs and other | (82) | (77) | (768) | (698) |
| Legal settlement | 6 | 6 | 2 | 2 |
| Interest expense | (60) | (37) | (262) | (172) |
| Other income (charges), net | 36 | 34 | 118 | 118 |
| | ----- | ----- | ----- | ----- |
| Consolidated earnings (loss) from continuing operations before income taxes | \$ 198 | \$ 114 | \$ (346) | \$ (571) |
| | ===== | ===== | ===== | ===== |

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* formerly Film and Photofinishing Systems Group

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Eastman Kodak Company
Segment Results (continued)
(in millions)

| | For the Twelve Months Ended December 31, 2005 | |
|---------------------------------------|---|------------------------|
| | ----- | |
| | As | |
| | Originally Filed | Revised (Unaudited) |
| | ----- | ----- |
| Net sales: | | |
| Consumer Digital | | |
| Imaging Group (CDG) | \$3,215 | \$5,646 |
| Film Products Group* (FPG) | 5,325 | 2,841 |
| Graphic Communications Group (GCG) | 2,990 | 2,990 |
| Health Group (HG) | 2,655 | - |
| All Other | 83 | 83 |
| | ----- | ----- |
| Consolidated total | \$14,268 | \$11,560 |
| | ===== | ===== |

Earnings (loss) from continuing operations before interest,
other income (charges), net and income taxes:

| | | |
|--|----------|------------|
| Consumer Digital | | |
| Imaging Group (CDG) | \$ (131) | \$ (374) |
| Film Products Group* (FPG) | 540 | 573 |
| Graphic Communications Group (GCG) | (41) | (53) |
| Health Group (HG) | 370 | - |
| All Other | (231) | (127) |
| | ----- | ----- |
| Total of segments | 507 | 19 |
| Restructuring costs and other | (1,118) | (1,092) |
| Legal settlement | (21) | (21) |
| Interest expense | (211) | (139) |
| Other income (charges), net | 44 | 37 |
| | ----- | ----- |
| Consolidated loss from continuing operations before income taxes | \$ (799) | \$ (1,196) |
| | ===== | ===== |

* formerly Film and Photofinishing Systems Group

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934,

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the registrant has duly caused this report to be signed on its behalf
by the undersigned hereunto duly authorized.

EASTMAN KODAK COMPANY

By: /s/ Diane E. Wilfong

Diane E. Wilfong
Controller

Date: July 6, 2007