

EASTMAN KODAK CO

Form 3

January 15, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Â Underberg Sharon E.

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

01/06/2015

3. Issuer Name and Ticker or Trading Symbol  
EASTMAN KODAK CO [KODK]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other (specify below)

General Counsel, SVP, Sec.

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ Form filed by One Reporting Person☐ Form filed by More than One Reporting PersonEASTMAN KODAK  
COMPANY,Â 343 STATE  
STREET

(Street)

ROCHESTER,Â NYÂ 14650

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities Beneficially Owned  
(Instr. 4)3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

Common Stock, par value \$.01

94

D

Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and Expiration Date  
(Month/Day/Year)3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

# Edgar Filing: EASTMAN KODAK CO - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	Â (1)	Â (1)	Common Stock, par value \$.01	9,877	\$ 0 (1)	D	Â
Stock Option (Right to Buy)	Â (2)	12/14/2021	Common Stock, par value \$.01	27,286	\$ 7.33	D	Â
125% Warrants to purchase Common Stock, par value \$.01	09/03/2013	09/03/2018	Common Stock, par value \$.01	284	\$ 14.93	D	Â
135% Warrants to purchase Common Stock, par value \$.01	09/03/2013	09/03/2018	Common Stock, par value \$.01	284	\$ 16.12	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Underberg Sharon E. EASTMAN KODAK COMPANY 343 STATE STREET ROCHESTER, NY 14650	Â	Â	Â General Counsel, SVP, Sec.	Â

## Signatures

/s/ Sharon E.  
Underberg

01/15/2015

Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Except as otherwise provided in the award notice, these restricted stock units, which convert on a one-to-one basis, vest one-third on each of the first three anniversaries of the 12/15/2014 grant date, subject to Ms. Underberg's continuous employment with the Company.
- (2) Except as otherwise provided in the award notice, this stock option vests one-third on each of the first three anniversaries of the 12/15/2014 grant date, subject to Ms. Underberg's continuous employment with the Company.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.  
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