Bullwinkle David E Form 4 August 21, 2017

FORM 4

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF OMB 3235-0287 Number:

if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

SECURITIES

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Bullwinkle David E

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

EASTMAN KODAK CO [KODK]

(Check all applicable)

(Last)

(City)

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

10% Owner X_ Officer (give title Other (specify

EASTMAN KODAK COMPANY, 343 STATE STREET

(Street)

(State)

below) CFO and Senior Vice President

4. If Amendment, Date Original

08/17/2017

6. Individual or Joint/Group Filing(Check Applicable Line)

Director

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

ROCHESTER, NY 14650

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

(Zip)

3. 4. Securities Acquired 5. Amount of Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

Securities Beneficially (D) or Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(A) Code V Amount (D)

Transaction(s) (Instr. 3 and 4)

Common Stock, par

value \$.01

08/17/2017

P 1,100 A

17,430

Price

D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secu (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 (1)					<u>(1)</u>	09/03/2017	Common Stock, par value \$01	644	
Restricted Stock Units	\$ 0 (2)					(2)	12/15/2017	Common Stock, par value \$01	647	
Restricted Stock Units	\$ 0 (3)					(3)	09/03/2018	Common Stock, par value \$01	2,220	
Restricted Stock Units	\$ 0 (4)					<u>(4)</u>	07/01/2019	Common Stock, par value \$.01	12,316	
Stock Option (Right to Buy)	\$ 23.78					<u>(5)</u>	09/02/2021	Common Stock, par value \$.01	5,805 (5)	
Stock Option (Right to Buy)	\$ 20.25					<u>(6)</u>	12/14/2021	Common Stock, par value \$.01	5,349 (6)	
Stock Option (Right to Buy)	\$ 13.76					<u>(7)</u>	09/02/2022	Common Stock, par value \$.01	7,965 (7)	
Stock Option (Right to Buy)	\$ 16.24					<u>(8)</u>	06/30/2023	Common Stock, par value \$.01	45,942 (8)	

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners 2

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Director 10% Owner Officer Other

Bullwinkle David E EASTMAN KODAK COMPANY 343 STATE STREET ROCHESTER, NY 14650

CFO and Senior Vice President

Signatures

/s/ Sharon E. Underberg, Attorney-in-fact for David E. Bullwinkle

08/21/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) These restricted stock units, which convert into common stock on a one-for-one basis, vest one-third on each of the first three anniversaries of the 9/3/2014 grant date.
- (2) These restricted stock units, which convert into common stock on a one-for-one basis, vest one-third on each of the first three anniversaries of the 12/15/2014 grant date.
- (3) These restricted stock units, which convert into common stock on a one-for-one basis, vest one-third on each of the first three anniversaries of the 9/3/2015 grant date.
- (4) These restricted stock units, which convert into common stock on a one-for-one basis, vest one-third on each of the first three anniversaries of the 7/1/2016 grant date.
- (5) This option vests one-third on each of the first three anniversaries of the 9/3/2014 grant date.
- (6) This option vests one-third on each of the first three anniversaries of the 12/15/2014 grant date.
- (7) This option vests one-third on each of the first three anniversaries of the 9/3/2015 grant date.
- (8) This option vests one-third on each of the first three anniversaries of the 7/1/2016 grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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