

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Overman Steven</u>  (Last) (First) (Middle) EASTMAN KODAK COMPANY 343 STATE STREET  (Street) ROCHESTER NY 14650  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EASTMAN KODAK CO [ KODK ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) 10/01/2018	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$.01	10/01/2018		M		3,774	A	\$0 <sup>(1)</sup>	23,884	D	
Common Stock, par value \$.01	10/01/2018		F		1,774 <sup>(2)</sup>	D	\$2.85	22,110	D	
Common Stock, par value \$.01	10/01/2018		M		3,888	A	\$0 <sup>(3)</sup>	25,998	D	
Common Stock, par value \$.01	10/01/2018		F		1,828 <sup>(2)</sup>	D	\$2.85	24,170	D	
Common Stock, par value \$.01	10/01/2018		M		7,936	A	\$0 <sup>(4)</sup>	32,106	D	
Common Stock, par value \$.01	10/01/2018		F		3,730 <sup>(2)</sup>	D	\$2.85	28,376	D	

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

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	\$0 <sup>(1)</sup>	10/01/2018		M			3,774	(1)	10/01/2018	Common Stock, par value \$.01	3,774	\$0	0	D	
Restricted Stock Units	\$0 <sup>(3)</sup>	10/01/2018		M			3,888	(3)	10/01/2019	Common Stock, par value \$.01	3,888	\$0	3,891	D	
Restricted Stock Units	\$0 <sup>(4)</sup>	10/01/2018		M			7,936	(4)	10/01/2020	Common Stock, par value \$.01	7,936	\$0	15,874	D	
Restricted Stock Units	\$0 <sup>(5)</sup>	10/01/2018		A		61,404		(5)	10/01/2021	Common Stock, par value \$.01	61,404	\$0	61,404	D	
Stock Option (Right to Buy)	\$15.46							(6)	09/30/2022	Common Stock, par value \$.01	27,090		27,090	D	
Stock Option (Right to Buy)	\$15							(7)	09/30/2023	Common Stock, par value \$.01	30,069		30,069	D	
Stock Option (Right to Buy)	\$7.35							(8)	09/30/2024	Common Stock, par value \$.01	58,923		58,923	D	
Stock Option (Right to Buy)	\$2.85	10/01/2018		A		97,223		(9)	09/30/2025	Common Stock, par value \$.01	97,223	\$0	97,223	D	

Explanation of Responses:

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 10/1/2015 grant date.
2. Shares withheld to cover withholding obligations upon vesting of restricted stock units.
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 10/1/2016 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 10/1/2017 grant date.
5. These restricted stock units, which convert into common stock on a one-for-one basis, were granted under the Company's 2013 Omnibus Incentive Plan in a transaction exempt under Rule 16b-3 and vest one-third on each of the first three anniversaries of the 10/1/2018 grant date.
6. This option vests one-third on each of the first three anniversaries of the 10/1/2015 grant date.
7. This option vests one-third on each of the first three anniversaries of the 10/1/2016 grant date.
8. This option vests one-third on each of the first three anniversaries of the 10/1/2017 grant date.
9. This option was granted under the Company's 2013 Omnibus Incentive Plan in a transaction exempt under Rule 16b-3 and vests one-third on each of the first three anniversaries of the grant date.

**Remarks:**

/s/ Sharon E. Underberg,  
Attorney-in-fact for Steven      10/03/2018  
Overman

\*\* Signature of Reporting Person      Date

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

\* 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).

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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