

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>Bullwinkle David E</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 X Officer (give title below) Other (specify below) <u>CFO and Senior Vice President</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/03/2017</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	09/03/2017		M		644	A	\$0 <sup>(1)</sup>	18,074	D	
Common Stock, par value \$.01	09/03/2017		F		239 <sup>(2)</sup>	D	\$7.8	17,835	D	
Common Stock, par value \$.01	09/03/2017		M		1,109	A	\$0 <sup>(4)</sup>	18,944	D	
Common Stock, par value \$.01	09/03/2017		F		410 <sup>(2)</sup>	D	\$7.8	18,534	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>	09/03/2017		M			644	(1)	09/03/2017	Common Stock, par value \$.01	644	\$0	0	D	
Restricted Stock Units	\$0 <sup>(3)</sup>							(3)	12/15/2017	Common Stock, par value \$.01	647		647	D	
Restricted Stock Units	\$0 <sup>(4)</sup>	09/03/2017		M			1,109	(4)	09/03/2018	Common Stock, par value \$.01	1,109	\$0	1,111	D	
Restricted Stock Units	\$0 <sup>(5)</sup>							(5)	07/01/2019	Common Stock, par value \$.01	12,316		12,316	D	
Stock Option (Right to Buy)	\$23.78							(6)	09/02/2021	Common Stock, par value \$.01	5,805 <sup>(6)</sup>		5,805 <sup>(6)</sup>	D	
Stock Option (Right to Buy)	\$20.25							(7)	12/14/2021	Common Stock, par value \$.01	5,349 <sup>(7)</sup>		5,349 <sup>(7)</sup>	D	
Stock Option (Right to Buy)	\$13.76							(8)	09/02/2022	Common Stock, par value \$.01	7,965 <sup>(8)</sup>		7,965 <sup>(8)</sup>	D	
Stock Option (Right to Buy)	\$16.24							(9)	06/30/2023	Common Stock, par value \$.01	45,942 <sup>(9)</sup>		45,942 <sup>(9)</sup>	D	

**Explanation of Responses:**

- 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.
- Shares withheld to cover tax withholding obligations on the 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 12/15/2014 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 9/3/2015 grant date.
5. 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.
6. This option vests one-third on each of the first three anniversaries of the 9/3/2014 grant date.
7. This option vests one-third on each of the first three anniversaries of the 12/15/2014 grant date.
8. This option vests one-third on each of the first three anniversaries of the 9/3/2015 grant date.
9. This option vests one-third on each of the first three anniversaries of the 7/1/2016 grant date.

**Remarks:**

[/s/ Sharon E. Underberg,](#)  
[Attorney-in-fact for David E. Bullwinkle](#)      [09/06/2017](#)

\*\* 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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