

| OMB APPROVAL                                 |           |
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

|   |   |   |
|---|---|---|
| 1. Name and Address of Reporting Person*<br><u>Engelberg Jeffrey D.</u><br><br>(Last) (First) (Middle)<br>C/O EASTMAN KODAK COMPANY<br>343 STATE STREET<br><br>(Street)<br>ROCHESTER NY 14650<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>EASTMAN KODAK CO [ KODK ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><br>Officer (give title below) Other (specify below) |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/20/2020                  |   |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                        | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><br>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   |                                      |  |                                |   |   |            |       | 159,792   | D  |   |
| Common Stock, par value \$.01   |                                      |  |                                |   |   |            |       | 960,000   | I  | See footnote <sup>(1)</sup>                           |

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   | Amount or Number of Shares |  |  |   |  |
| Stock Option (Right to Buy)                | \$3.03   | 05/20/2020                           |  | A                              |   | 21,081   |     | (2)  | 05/19/2027      | Common Stock, par value \$.01   | 21,081                     | \$0  | 21,081   | D   |  |
| Stock Option (Right to Buy)                | \$4.53   | 05/20/2020                           |  | A                              |   | 6,416  |     | (2)  | 05/19/2027      | Common Stock, par value \$.01   | 6,416                      | \$0  | 6,416  | D   |  |
| Stock Option (Right to Buy)                | \$6.03   | 05/20/2020                           |  | A                              |   | 6,416  |     | (2)  | 05/19/2027      | Common Stock, par value \$.01   | 6,416                      | \$0  | 6,416  | D   |  |
| Stock Option (Right to Buy)                | \$12   | 05/20/2020                           |  | A                              |   | 3,666  |     | (2)  | 05/19/2027      | Common Stock, par value \$.01   | 3,666                      | \$0  | 3,666  | D   |  |
| Restricted Stock Units                     | \$0 <sup>(3)</sup>                                     |                                      |  |                                |   |  |     | (3)  | (3)             | Common Stock, par value \$.01   | 46,729                     |  | 46,729   | D   |  |
| Series A Convertible Preferred Stock       | \$17.4   |                                      |  |                                |   |  |     | (4)  | (4)             | Common Stock, par value \$.01   | 574,710                    |  | 100,000  | I   | See footnote <sup>(1)</sup>                            |
| 5% Secured Convertible Notes               | \$3.175 <sup>(5)</sup>                                 |                                      |  |                                |   |  |     |  | 09/10/2019      | Common Stock, par value \$.01   | 1,574,892                  |  | \$5,000,000  | I   | See footnote <sup>(1)</sup>                            |

Explanation of Responses:

- These securities are owned directly by C2W Partners Master Fund Limited. Mr. Engelberg is the managing member of Additive Advisory and Capital, LLC, which receives management fees from C2W Partners Master Fund Limited. Mr. Engelberg disclaims beneficial ownership of the securities held by C2W Partners Master Fund Limited and states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purpose.
- This option was granted under the Company's 2013 Omnibus Incentive Plan, as amended and restated, in a transaction exempt under Rule 16b-3. Except as otherwise provided in the award notice, this option vests one-third on each of 6/30/2020, 9/30/2020, and 12/31/2020.
- Except as otherwise provided in the award notice, these restricted stock units, which convert into common stock on a one-for-one basis, vest on 1/8/2021, subject to continuous service as a member of the board of directors.
- The convertible preferred stock is convertible at any time, at the holder's election, and has no expiration date.
- These 5% Secured Convertible Notes (the "Notes") convert at a rate of 314.9785 shares of common stock per each \$1,000 of principal, subject to certain adjustment provisions contained in the terms of the Notes.
- The Notes do not have an expiration date.

Remarks:

/s/ Roger W. Byrd, Attorney-in-fact for Jeffrey D. Engelberg 05/22/2020

\*\* 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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