

EASTMAN KODAK CO
Form 4
August 16, 2016

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
Parrett William G

(Last) (First) (Middle)

C/O EASTMAN KODAK
COMPANY, 343 STATE STREET

(Street)

ROCHESTER, NY 14650

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/13/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 or Price			
Common Stock, par value \$.01	02/13/2015		A		59 ⁽¹⁾	A	\$ 0 19,806	D
Common Stock, par value \$.01	02/13/2015		F		19 ⁽²⁾	D	\$ 18.19 19,787	D
Common Stock, par value \$.01	08/12/2016		S		19,747	D	\$ 15.96 40	D
Common Stock, par	08/12/2016		S		40	D	\$ 0 16.21	D

value \$.01

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Restricted Stock Units	\$ 0 ⁽³⁾					<u>(3)</u> <u>(3)</u>	Common Stock, par value \$.01	2,321
Restricted Stock Units	\$ 0 ⁽⁴⁾					<u>(4)</u> <u>(4)</u>	Common Stock, par value \$.01	14,327
125% Warrants to purchase Common Stock, par value \$.01	\$ 14.93	02/13/2015		A	<u>20</u> ⁽⁵⁾	09/03/2013 09/03/2018	Common Stock, par value \$.01	20
125% Warrants to purchase Common Stock, par value \$.01	\$ 14.93	02/13/2015		F	<u>7</u> ⁽⁶⁾	09/03/2013 09/03/2018	Common Stock, par value \$.01	7
135% Warrants	\$ 16.12	02/13/2015		A	<u>20</u> ⁽⁵⁾	09/03/2013 09/03/2018	Common Stock, par	20

to purchase Common Stock, par value \$.01									value \$.01
135% Warrants to purchase Common Stock, par value \$.01	\$ 16.12	02/13/2015		F	<u>7</u> (6)	09/03/2013	09/03/2018		Common Stock, par value \$.01

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Parrett William G C/O EASTMAN KODAK COMPANY 343 STATE STREET ROCHESTER, NY 14650		X		

Signatures

/s/ Sharon E. Underberg, Attorney-in-fact for William G. Parrett 08/16/2016

__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) Distribution on account of unsecured claims pursuant to the Kodak Chapter 11 Plan.
- (2) Shares withheld to cover tax withholding obligations from the distribution of shares described in footnote 1.
- (3) These restricted stock units, which convert into common stock on a one-for-one basis, were previously reported by Mr. Parrett and, except as otherwise provided in the award agreement, vest on 1/1/17, subject to continuous service as a member of the board of directors.
- (4) These restricted stock units, which convert into common stock on a one-for-one basis, were previously reported by Mr. Parrett and, except as otherwise provided in the award notice, vest on 1/1/17, subject to continuous service as a member of the board of directors.
- (5) Distribution on account of unsecured claims pursuant to the Kodak Chapter 11 Plan.
- (6) Warrants withheld to cover tax withholding obligations from the distribution of warrants described in footnote 5.

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.