

EASTMAN KODAK CO

Form 4/A

September 30, 2016

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

**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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
O'Grady John G.

(Last) (First) (Middle)

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)

09/03/2016

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

09/07/2016

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

GM, WW Sales, Vice President

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

\_\_\_\_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**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (D)                                                                  | Price                                                             |

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)**

| 1. Title of<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. Transaction<br>Code | 5. Number of<br>Derivative<br>Securities | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|

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| (Instr. 3)                           | Price of<br>Derivative<br>Security | (Month/Day/Year)          | (Instr. 8)       | Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title                                  | Amount<br>or<br>Number<br>of Shares |
|--------------------------------------|------------------------------------|---------------------------|------------------|------------------------------------------------------------------|------|---|-----|-----|---------------------|--------------------|----------------------------------------|-------------------------------------|
| Restricted<br>Stock<br>Units         | \$ 0 <sup>(1)</sup>                | 09/03/2016 <sup>(1)</sup> | A <sup>(1)</sup> | 11,233<br><sup>(1)</sup>                                         |      |   |     |     | <sup>(1)</sup>      | 09/03/2019         | Common<br>Stock, par<br>value          | 11,233<br><sup>(1)</sup>            |
| Stock<br>Option<br>(Right to<br>Buy) | \$ 15.58<br><sup>(2)</sup>         | 09/03/2016 <sup>(2)</sup> | A <sup>(2)</sup> | 29,712<br><sup>(2)</sup>                                         |      |   |     |     | <sup>(2)</sup>      | 09/02/2023         | Common<br>Stock, par<br>value<br>\$.01 | 29,712<br><sup>(2)</sup>            |

## Reporting Owners

| Reporting Owner Name / Address                                                      | Relationships |           |                              |       |
|-------------------------------------------------------------------------------------|---------------|-----------|------------------------------|-------|
|                                                                                     | Director      | 10% Owner | Officer                      | Other |
| O'Grady John G.<br>EASTMAN KODAK COMPANY<br>343 STATE STREET<br>ROCHESTER, NY 14650 |               |           | GM, WW Sales, Vice President |       |

## Signatures

/s/ Sharon E. Underberg, Attorney-in-fact for John O'Grady

09/30/2016

\_\_\_\_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) Due to an administrative error, Mr. O'Grady reported an incorrect number of restricted stock units (9,307) on his 9/3/16 Form 4. This amendment corrects the number of restricted stock units granted to him on 9/3/16.
- (2) Mr. O'Grady previously reported this option on his 9/3/16 Form 4; however, at that time, the number of shares underlying the option could not be determined. Mr. O'Grady is filing this amendment to report the number of shares underlying the option and to correct the related footnote. The number of shares reported in this amendment is based on \$175,000 (not \$145,000 as previously reported) divided by the Black-Scholes valuation of the option on the 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.