#### CONTINENZA JAMES V

Form 4

January 10, 2018

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or

Check this box

obligations may continue. See Instruction

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

1(b).

(Last)

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(Print or Type Responses)

1. Name and Address of Reporting Person \* CONTINENZA JAMES V

2. Issuer Name and Ticker or Trading Symbol

EASTMAN KODAK CO [KODK]

5. Relationship of Reporting Person(s) to

Issuer

below)

(Middle)

3. Date of Earliest Transaction

X\_ Director

Officer (give title

(Check all applicable)

10% Owner Other (specify

C/O EASTMAN KODAK COMPANY, 343 STATE STREET

(First)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

(Month/Day/Year)

01/08/2018

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

ROCHESTER, NY 14650

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 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 SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if any

5. Number of TransactionDerivative Code Securities Acquired 6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amo Underlying Secu (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	(A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Restricted Stock Units	\$ 0 (1)	01/08/2018		A	80,646		<u>(1)</u>	<u>(1)</u>	Common Stock, par value \$.01	80
Restricted Stock Units	\$ 0 (2)	01/09/2018		D		16,340 (2)	01/09/2018	01/09/2018	Common Stock, par value \$.01	16
Phantom Stock	\$ 0 <u>(3)</u>	01/09/2018		A	16,340		<u>(3)</u>	<u>(3)</u>	Common Stock, par value \$.01	16

### **Reporting Owners**

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

### **Signatures**

/s/ Sharon E. Underberg, Attorney-in-fact for James V.
Continenza

01/10/2018

\*\*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).
- These restricted stock units, which convert into common stock on a one-for-one basis, were granted under the Company's 2013 Omnibus (1) Incentive Plan in a transaction exempt under Rule 16b-3 and, except as otherwise provided in the award notice, vest on 1/8/2019, subject to continuous service as a member of the board of directors.
- These restricted stock units convert into common stock on a one-for-one basis. Upon vesting on 1/9/2018, Mr. Continenza deferred the receipt of 16,340 shares of common stock and received instead 16,340 shares of phantom stock pursuant to the terms of the Eastman Kodak Company Deferred Compensation Plan for Directors (the "Plan"). As a result, Mr. Continenza is reporting the disposition of 16,340 shares of common stock in exchange for an equal number of shares of phantom stock under the Plan.
- Each share of phantom stock represents a right to receive one share of common stock and becomes payable at the election of Mr. (3) Continenza in the year following the year of his separation from service as a director in either a single lump sum payment or in a maximum of ten annual installments.

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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