

Mahe Eric-Yves
Form 4
May 15, 2018

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Mahe Eric-Yves

(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)

05/12/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Senior 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 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	05/12/2018		M		930	A	\$ 0 31,875
						D	

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

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information contained in this form are not
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SEC 1474
(9-02)

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

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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. Filing Date (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 <u>(1)</u>	05/12/2018		M	930	<u>(1)</u>	05/12/2018	Common Stock, par value \$.01	930	
Restricted Stock Units	\$ 0 <u>(2)</u>					<u>(2)</u>	04/28/2019	Common Stock, par value \$.01	4,737	
Restricted Stock Units	\$ 0 <u>(3)</u>					<u>(3)</u>	04/28/2020	Common Stock, par value \$.01	10,607	
Restricted Stock Units	\$ 0 <u>(4)</u>					<u>(4)</u>	04/28/2021	Common Stock, par value \$.01	34,314	
Stock Option (Right to Buy)	\$ 20.44					<u>(5)</u>	04/27/2022	Common Stock, par value \$.01	17,508	
Stock Option (Right to Buy)	\$ 17.95					<u>(6)</u>	05/11/2022	Common Stock, par value \$.01	7,003	
Stock Option (Right to Buy)	\$ 12.32					<u>(7)</u>	04/27/2023	Common Stock, par value \$.01	33,461	
Stock Option (Right to Buy)	\$ 11					<u>(8)</u>	04/27/2024	Common Stock, par value \$.01	39,683	
Stock Option	\$ 5.1					<u>(9)</u>	04/27/2025	Common Stock, par	53,847	

(Right to
Buy)

value
\$.01

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Mahe Eric-Yves EASTMAN KODAK COMPANY 343 STATE STREET ROCHESTER, NY 14650	Senior Vice President

Signatures

/s/ Sharon E. Underberg, Attorney-in-fact for Eric-Yves
Mahe

05/15/2018

__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).
- (1) 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 5/12/2015 grant date.
- (2) 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 4/28/2016 grant date.
- (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 4/28/2017 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 4/28/2018 grant date.
- (5) This option vests one-third on each of the first three anniversaries of the 4/28/2015 grant date.
- (6) This option vests one-third on each of the first three anniversaries of the 5/12/2015 grant date.
- (7) This option vests one-third on each of the first three anniversaries of the 4/28/2016 grant date.
- (8) This option vests one-third on each of the first three anniversaries of the 4/28/2017 grant date.
- (9) This option vests one-third on each of the first three anniversaries of the 4/28/2018 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.

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