

Taber Terry R  
Form 4  
December 07, 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

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Number: 3235-0287  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Taber Terry R

(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)

12/04/2018

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<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<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock, par<br>value \$.01   |                                         |                                                             | Code V                               | Amount (D)                                                                 | Price                                                                                                              | 36,415                                                               | 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  
required to respond unless the form  
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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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                                        |                                |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|----------------------------------------|--------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                            | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title                                  | Amount o<br>Number o<br>Shares |
| Restricted<br>Stock<br>Units                        | \$ 0 <u>(1)</u>                                                       |                                         |                                                             |                                         |                                                                                                              |                                                                |     | <u>(1)</u>                                                          | 09/03/2019         | Common<br>Stock, par<br>value<br>\$.01 | 4,655                          |
| Restricted<br>Stock<br>Units                        | \$ 0 <u>(2)</u>                                                       | 12/04/2018                              |                                                             | A                                       |                                                                                                              | 23,077                                                         |     | <u>(2)</u>                                                          | 09/03/2021         | Common<br>Stock, par<br>value<br>\$.01 | 23,077                         |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 23.78                                                              |                                         |                                                             |                                         |                                                                                                              |                                                                |     | <u>(3)</u>                                                          | 09/02/2021         | Common<br>Stock, par<br>value<br>\$.01 | 27,567                         |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 13.76                                                              |                                         |                                                             |                                         |                                                                                                              |                                                                |     | <u>(4)</u>                                                          | 09/02/2022         | Common<br>Stock, par<br>value<br>\$.01 | 37,827                         |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 15.58                                                              |                                         |                                                             |                                         |                                                                                                              |                                                                |     | <u>(5)</u>                                                          | 09/02/2023         | Common<br>Stock, par<br>value<br>\$.01 | 36,927                         |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 12.5                                                               |                                         |                                                             |                                         |                                                                                                              |                                                                |     | <u>(6)</u>                                                          | 09/13/2024         | Common<br>Stock, par<br>value<br>\$.01 | 182,742                        |
| Stock<br>Option<br>(Right to<br>Buy)                | \$ 3.9                                                                | 12/04/2018                              |                                                             | A                                       |                                                                                                              | 36,586                                                         |     | <u>(7)</u>                                                          | 12/03/2025         | Common<br>Stock, par<br>value<br>\$.01 | 36,586                         |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                       |       |
|------------------------------------------------------------|---------------|-----------|-----------------------|-------|
|                                                            | Director      | 10% Owner | Officer               | Other |
| Taber Terry R<br>EASTMAN KODAK COMPANY<br>343 STATE STREET |               |           | Senior Vice President |       |

ROCHESTER, NY 14650

## Signatures

/s/ Sharon E. Underberg, Attorney-in-fact for Terry R.  
Taber

12/07/2018

\_\_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 9/3/2016 grant date.  
  
These restricted stock units, which convert into common stock on a one-for-one basis, were granted under the Company's 2013 Omnibus Incentive Plan, as amended, in a transaction exempt under Rule 16b-3 and, except as otherwise provided in the award notice, vest one-third on 9/3/2019 and one-third on each of the first two anniversaries of such date.
- (2) This option vests one-third on each of the first three anniversaries of the 9/3/2014 grant date.
- (3) This option vests one-third on each of the first three anniversaries of the 9/3/2015 grant date.
- (5) This option vests one-third on each of the first three anniversaries of the 9/3/2016 grant date.
- (6) This option vests one-third on each of the first three anniversaries of the 9/14/2017 grant date.  
  
This option was granted under the Company's 2013 Omnibus Incentive Plan, as amended, in a transaction exempt under Rule 16b-3 and, except as otherwise provided in the award notice, vests one-third on 9/3/2019 and one-third on each of the first two anniversaries of such 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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