

EASTMAN KODAK CO
 Form 3
 May 03, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * ^ Payne Christopher Joseph (Last) (First) (Middle) C/O EASTMAN KODAK COMPANY, ^ 343 STATE STREET (Street) ROCHESTER, ^ NY ^ 14650 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/01/2017	3. Issuer Name and Ticker or Trading Symbol EASTMAN KODAK CO [KODK]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Vice President	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$.01	16	D	^

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	Â (1)	11/15/2019	Common Stock, par value \$.01	5,757	\$ 0 (1)	D	Â
Stock Option (Right to Buy)	Â (2)	11/14/2023	Common Stock, par value \$.01	14,345	\$ 15.2	D	Â
125% Warrants to purchase Common Stock, par value \$.01	09/03/2013	09/03/2018	Common Stock, par value \$.01	5 (3)	\$ 14.93	D	Â
135% Warrants to purchase Common Stock, par value \$.01	09/03/2013	09/03/2018	Common Stock, par value \$.01	5 (3)	\$ 16.12	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Payne Christopher Joseph C/O EASTMAN KODAK COMPANY 343 STATE STREET ROCHESTER, NY 14650	Â	Â	Â Vice President	Â

Signatures

/s/ Sharon E. Underberg, Attorney-in-fact for Christopher J. Payne 05/03/2017

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 11/15/2016 grant date.
- (2) This option vests one-third on each of the first three anniversaries of the 11/15/2016 grant date.

- Each of these Warrants entitles the holder to purchase one share of common stock; however for each Warrant exercised, the holder will
- (3) receive a net share amount equal to the number of shares issuable upon the exercise multiplied by the closing sale price of the common stock on the exercise date minus the exercise price, divided by the closing sale price, together with cash for any fractional shares.

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.