Mahe Eric-Yves
Form 4
April 30, 2019

FORM 4

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

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

(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)
04/28/2019

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 below) _____ Other (specify 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	04/28/2019		M		4,737	A	$ 0	36,612	D	
Common Stock, par value $.01	04/28/2019		M		5,303	A	$ 0	41,915	D	
Common Stock, par value $.01	04/28/2019		M		11,437	A	$ 0	53,352	D	

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

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

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 Amou Underlying Secur (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am Nu Sha
Restricted Stock Units	$ 0 (1)	04/28/2019		M			4,737	(1)	04/28/2019	Common Stock, par value $.01	4
Restricted Stock Units	$ 0 (2)	04/28/2019		M			5,303	(2)	04/28/2020	Common Stock, par value $.01	5
Restricted Stock Units	$ 0 (3)	04/28/2019		M			11,437	(3)	04/28/2021	Common Stock, par value $.01	1
Restricted Stock Units	$ 0 (4)							(4)	06/11/2021	Common Stock, par value $.01	19
Stock Option (Right to Buy)	$ 20.44							(5)	04/27/2022	Common Stock, par value $.01	1
Stock Option (Right to Buy)	$ 17.95							(6)	05/11/2022	Common Stock, par value $.01	7
Stock Option (Right to Buy)	$ 12.32							(7)	04/27/2023	Common Stock, par value $.01	3
Stock Option (Right to	$ 11							(8)	04/27/2024	Common Stock, par value	3

Buy)								$.01
Stock Option (Right to Buy)	$ 5.1				(9)	04/27/2025	Common Stock, par value $.01	5
Stock Option (Right to Buy)	$ 5.2				(10)	06/10/2025	Common Stock, par value $.01	3
Stock Option (Right to Buy)	$ 2.45	04/28/2019	A	54,348	(11)	04/27/2026	Common Stock, par value $.01	5
Stock Option (Right to Buy)	$ 3.95	04/28/2019	A	62,950	(11)	04/27/2026	Common Stock, par value $.01	6
Stock Option (Right to Buy)	$ 5.45	04/28/2019	A	70,565	(11)	04/27/2026	Common Stock, par value $.01	7
Stock Option (Right to Buy)	$ 12	04/28/2019	A	101,745	(11)	04/27/2026	Common Stock, par value $.01	10

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/ Roger W. Byrd, Attorney-in-fact for Eric-Yves Mahe	04/30/2019
**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 4/28/2016 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 4/28/2017 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 4/28/2018 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 6/11/2018 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.

(10) This option vests one-third on each of the first three anniversaries of the 6/11/2018 grant date.

(11) 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 or Mr. Mahe's employment agreement, vests one-third on each of the first three anniversaries of the 4/28/2019 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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