

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	
hours per response:	0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<p>1. Name and Address of Reporting Person*</p> <p>KARFUNKEL GEORGE</p> <p>(Last) (First) (Middle)</p> <p>C/O EASTMAN KODAK COMPANY</p> <p>343 STATE STREET</p> <p>(Street)</p> <p>ROCHESTER NY 14650</p> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p>EASTMAN KODAK CO [KODK]</p> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p>08/16/2014</p> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director 10% Owner</p> <p>Officer (give title below) Other (specify below)</p> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>
---	---	---

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	08/16/2014		A		9,451 ⁽¹⁾	A	\$0 ⁽¹⁾	1,342,111	D		
Common Stock, par value \$.01	02/25/2015		A		8,911 ⁽¹⁾	A	\$0 ⁽¹⁾	1,351,022	D		
Common Stock, par value \$.01	01/01/2017		M		2,321	A	\$0 ⁽²⁾	1,353,343	D		

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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$0 ⁽²⁾	01/01/2017		M			2,321 ⁽²⁾	01/01/2017	01/01/2017	Common Stock, par value \$.01	2,321	\$0	0	D	
Restricted Stock Units	\$0 ⁽³⁾							(3)	(3)	Common Stock, par value \$.01	14,327		14,327	D	
125% Warrants to purchase Common Stock, par value \$.01	\$14.93	08/20/2014		A		3,284 ⁽¹⁾		09/03/2013	09/03/2018	Common Stock, par value \$.01	3,284	\$0	28,341 ⁽⁴⁾	D	
135% Warrants to purchase Common Stock, par value \$.01	\$16.12	08/20/2014		A		3,284 ⁽¹⁾		09/03/2013	09/03/2018	Common Stock, par value \$.01	3,284	\$0	28,341 ⁽⁴⁾	D	
125% Warrants to purchase Common Stock, par value \$.01	\$14.93	02/25/2015		A		3,110 ⁽¹⁾		09/03/2013	09/03/2018	Common Stock, par value \$.01	3,110	\$0	31,451 ⁽⁴⁾	D	
135% Warrants to purchase Common Stock, par value \$.01	\$16.12	02/25/2015		A		3,110 ⁽¹⁾		09/03/2013	09/03/2018	Common Stock, par value \$.01	3,110	\$0	31,451 ⁽⁴⁾	D	

Explanation of Responses:

- Distribution on account of certain unsecured claims pursuant to the Kodak Chapter 11 Plan.
- These restricted stock units convert into common stock on a one-for-one basis.
- 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 and, except as otherwise provided in the award notice, vest on 1/8/2017 (due to an administrative error, previously reported as 1/1/2017), subject to continuous service as a member of the board of directors.
- Each of these Warrants entitles the holder to purchase one share of common stock; however for each Warrant exercised, the holder will 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.

Remarks:

/s/ Sharon E. Underberg,
Attorney-in-fact for George
Karfunkel

01/04/2017

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.