EASTMAN KODAK CO Form 4/A

April 11, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person * **BURGESS MARK S**

2. Issuer Name and Ticker or Trading Symbol

EASTMAN KODAK CO [KODK]

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 01/01/2016

Filed(Month/Day/Year)

X Director 10% Owner

(Check all applicable)

below)

Officer (give title Other (specify

COMPANY, 343 STATE STREET (Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

01/05/2016

Form filed by More than One Reporting

(A)

ROCHESTER, NY 14650

C/O EASTMAN KODAK

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) any

Execution Date, if

(Month/Day/Year)

4. Securities Acquired 3. Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially (D) or Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

or (D) Code V Amount

Transaction(s) (Instr. 3 and 4) Price

Common Stock, par

value \$.01

01/01/2016(1)

10,074 $\mathbf{M}^{(1)}$ (1)

12,682 (1) Α

D

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

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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. Transactio Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,	Expiration Date U (Month/Day/Year) (I		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Restricted Stock Units	\$ 0 <u>(1)</u>	01/01/2016(1)		M <u>(1)</u>	10,074 (1)	01/01/2016	01/01/2016	Common Stock, par value \$.01	10,074 (1)

Reporting Owners

Reporting Owner Name / Address	Relationships					
• 5	Director	10% Owner	Officer	Other		
BURGESS MARK S C/O EASTMAN KODAK COMPANY 343 STATE STREET ROCHESTER, NY 14650	X					

Signatures

/s/ Sharon E. Underberg, Attorney-in-fact for Mark S. 04/11/2016 Burgess **Signature of Reporting Person

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).

Due to an administrative error, it was reported that Mr. Burgess deferred the receipt of 5,037 shares of common stock and received instead 5,037 shares of phantom stock upon the 1/1/16 vesting of these 10,074 restricted stock units (which convert into common stock on **(1)** a one-for-one basis). Accordingly, this amendment is being filed to accurately reflect the number of shares that Mr. Burgess acquired upon vesting (10,074 shares) and the number of shares held following vesting.

Date

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.

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