

CORNING INC /NY
Form 4
January 06, 2016

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GREGG KIRK P

(Last) (First) (Middle)

ONE RIVERFRONT PLAZA

(Street)

CORNING, NY 14831

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CORNING INC /NY [GLW]

3. Date of Earliest Transaction
(Month/Day/Year)
01/04/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Retired Exec. VP & CAO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 or Price | | |
| Common Stock | 01/04/2016 | | M | | 35,773 A \$ 0 ⁽¹⁾ | 182,202 | D |
| Common Stock | 01/04/2016 | | M | | 22,878 A \$ 0 ⁽¹⁾ | 205,080 | D |
| Common Stock | 01/04/2016 | | M | | 22,046 A \$ 0 ⁽¹⁾ | 227,126 | D |
| Common Stock | 01/04/2016 | | F | | 32,497 D \$ 17.91 | 194,629 | D |

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Unit | <u>(1)</u> | 01/04/2016 | | M | 35,773 | <u>(2)</u> <u>(2)</u> | Common Stock | 35,773 |
| Restricted Stock Unit | <u>(1)</u> | 01/04/2016 | | M | 22,878 | <u>(3)</u> <u>(3)</u> | Common Stock | 22,878 |
| Restricted Stock Unit | <u>(1)</u> | 01/04/2016 | | M | 22,046 | <u>(4)</u> <u>(4)</u> | Common Stock | 22,046 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|------------------------|
| | Director | 10% Owner | Officer | Other |
| GREGG KIRK P ONE RIVERFRONT PLAZA CORNING, NY 14831 | | | | Retired Exec. VP & CAO |

Signatures

Linda E. Jolly, Power of Attorney
Date: 01/06/2016
**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) Each restricted stock unit represents a contingent right to receive one share of Corning Incorporated Common Stock.
- (2) Earned Restricted Stock Units awarded March 28, 2013 remained restricted until January 4, 2016, when they vested and converted into GLW common stock per terms of the March 2013 Agreement approved by Compensation Committee.
- (3) Earned Restricted Stock Units awarded March 31, 2014 remained restricted until January 4, 2016, when they vested and converted into GLW common stock per terms of the March 2014 Agreement approved by Compensation Committee.

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- (4) Earned Restricted Stock Units awarded March 31, 2015 remained restricted until January 4, 2016, when they vested and converted into GLW common stock per terms of the March 2015 Agreement approved by Compensation Committee.

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.