

CORNING INC /NY  
Form 8-K  
February 04, 2015

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

February 3, 2015

Corning Incorporated

(Exact name of registrant as specified in its charter)

New York

1-3247

16-0393470

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

One Riverfront Plaza, Corning, New York

14831

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

607-974-9000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

The Corning Incorporated press release dated February 3, 2015 regarding the election of Dr. Daniel P. Huttenlocher to the Board of Directors is furnished as Exhibit 99 and is incorporated into this Item 5.02 by reference. Corning's Nominating and Corporate Governance Committee had recommended and nominated Dr. Huttenlocher as a director candidate. The Corning Board at its February 3, 2015 meeting concluded that he had no related party transactions with the Company under Item 404(a) of Regulation S-K, he qualified as independent, and appointed him to the Audit Committee and the Finance Committee.

Additionally, Corning's Board re-elected Richard T. Clark, 68, as Lead Independent Director, effective February 4, 2015. Mr. Clark is the former Chairman, Chief Executive Officer and President of Merck & Co., Inc. and has served on Corning's Board since 2011.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Corning Incorporated

*February 4, 2015*

By: */s/ Linda E. Jolly*

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*Name: Linda E. Jolly*

*Title: Vice President and Corporate Secretary*

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Exhibit Index

| <b>Exhibit No.</b> | <b>Description</b> |
|--------------------|--------------------|
| 99                 | Press Release      |