

CORNING INC /NY
Form 4
January 30, 2015

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 *
FLAWS JAMES B

(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)
01/28/2015

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)

VICE CHAIRMAN & CFO

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	(A) or (D)	Price
Common Stock	01/28/2015		M		77,000	A	\$ 21.08 352,074
Common Stock	01/28/2015		M		38,500	A	\$ 19.68 390,574
Common Stock	01/28/2015		M		66,000	A	\$ 21.89 456,574
Common Stock	01/28/2015		M		33,000	A	\$ 18.85 489,574
Common Stock	01/28/2015		M		33,000	A	\$ 20.86 522,574

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Common Stock	01/28/2015	M	30,666	A	\$ 17.82	553,240	D
Common Stock	01/28/2015	M	30,667	A	\$ 19.56	583,907	D
Common Stock	01/28/2015	M	30,667	A	\$ 18.16	614,574	D
Common Stock	01/28/2015	S	339,500	D	\$ 24.6349 (1)	275,074	D

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

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 control number.

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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 Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 21.08	01/28/2015		M	77,000	12/07/2006	12/06/2015	Common Stock	77,000
Stock Options (Right to Buy)	\$ 19.68	01/28/2015		M	38,500	01/02/2008	01/01/2016	Common Stock	38,500
Stock Options (Right to Buy)	\$ 21.89	01/28/2015		M	66,000	12/06/2007	12/05/2016	Common Stock	66,000
Stock Options (Right to Buy)	\$ 18.85	01/28/2015		M	33,000	01/02/2009	01/01/2017	Common Stock	33,000
	\$ 20.86	01/28/2015		M	33,000	02/01/2010	01/31/2017		33,000

