

CORNING NATURAL GAS CORP  
Form SC 13D/A  
December 21, 2011

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934

(Amendment No. 4)

Corning Natural Gas Corporation
(Name of Issuer)
Common Stock, \$5.00 par value per share
(Title of Class of Securities)
219381100
(CUSIP Number)
Deborah J. McLean Nixon Peabody LLP Clinton Square Suite 1300 Rochester, New York 14604 Telephone: 585-263-1307
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)
November 4, 2011
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of subsection 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. [ ]

Note:

Edgar Filing: CORNING NATURAL GAS CORP - Form SC 13D/A

Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See section 240.13d-7 for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No.

219381100 Page 2

SCHEDULE 13D		
1	NAME OF REPORTING PERSONS Michael I. German	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*  (a)  (b)	
3	SEC USE ONLY	
4	SOURCE OF FUNDS  PF	
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)	
6	CITIZENSHIP OR PLACE OF ORGANIZATION United States of America	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 397,207 shares
	8	SHARED VOTING POWER 7,660 shares
	9	SOLE DISPOSITIVE POWER

		397,207 shares
	10	SHARED DISPOSITIVE POWER 7,660 shares
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 404,867 shares*	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 22.197%*	
14	TYPE OF REPORTING PERSON IN	

\* Consists of 374,867 shares and currently exercisable stock options to purchase 30,000 shares of the common stock, based on 1,823,966 shares of common stock outstanding as of November 4, 2011, plus the shares issuable upon exercise of the options.

CUSIP No. 219381100 SCHEDULE 13D Page 3

#### Item 1. Security and Issuer.

This Amendment No. 4 to Schedule 13D relates to shares of the common stock of Corning Natural Gas Corporation ("Corning Gas"), a New York corporation with offices at 330 West William Street, Corning, New York 14830.

#### Item 2. Identity and Background.

This Amendment No. 4 to Schedule 13D is filed by Michael I. German, President and Chief Executive Officer of Corning Gas, who has a business address of 330 West William Street, Corning, New York 14830.

#### Item 4. Purpose of Transaction

Item 4 of the Schedule 13D is hereby supplemented as follows:

From time to time, Mr. German, directly and indirectly, has acquired shares of Corning Gas common stock through the exercise of compensatory stock options and through rights to acquire such stock issued to shareholders generally. As of November 4, 2011, Mr. German exercised compensatory stock options to purchase 35,000 shares of Corning Gas common stock at a price of \$10.00 per share. Mr. German also participates in the Corning Gas Dividend Reinvestment Program and acquired 627 shares of Corning Gas common stock with the proceeds of the dividend payable on October 15, 2011. Mr. German previously owned 29,029 shares jointly with two other individuals. Those 29,029 shares have now been divided among the three previous owners such that Mr. German now owns 10,052 shares individually.

#### Item 5. Interest in Securities of the Issuer

Edgar Filing: CORNING NATURAL GAS CORP - Form SC 13D/A

(a) Mr. German beneficially owns 404,867 shares of the common stock of Corning Gas (including currently exercisable options to purchase 30,000 shares) constituting 22.197% of the outstanding shares based on 1,823,966 shares of common stock outstanding as of November 4, 2011, plus the shares issuable upon exercise of the options. Of those, 7,660 shares are owned by Mr. German's son, as to which he disclaims beneficial ownership.

(b) Mr. German has the sole power to vote and to dispose of 397,207 shares (including 30,000 options) owned by him individually. Mr. German disclaims shared power to vote and to dispose of 7,660 shares owned by his son.

(c) As of November 4, 2011, Mr. German exercised compensatory stock options to purchase 35,000 shares of Corning Gas common stock at a price of \$10.00 per share. Mr. German also participates in the Corning Gas Dividend Reinvestment Program and acquired 627 shares of Corning Gas common stock with the proceeds of the dividend payable on October 15, 2011. Mr. German previously owned 29,029 shares jointly with two other individuals. Those 29,029 shares have now been divided among the three previous owners such that Mr. German now owns 10,052 shares individually.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: December 13, 2011 /s/ Michael I. German

Michael I. German