EDGAR Online

CORNING INC /NY

Reported by

WEEKS WENDELL P

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/05/12 for the Period Ending 01/03/12

Address	ONE RIVERFRONT PLAZA CORNING, NY 14831
Telephone	6079749000
CIK	0000024741
Symbol	GLW
SIC Code	3357 - Drawing and Insulating of Nonferrous Wire
Industry	Electronic Instr. & Controls
Sector	Technology
Fiscal Year	12/31

Powered By EDGAR Online
http://www.edgar-online.com
© Copyright 2012, EDGAR Online, Inc. All Rights Reserved.
Distribution and use of this document restricted under EDGAR Online, Inc. Terms of Use.

FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

OMB APPROVAL
OMB Number: 3235-0287
Expires: November 30, 2011
Estimated average burden hours per response... 0.5

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
WEEKS WENDELL P (Last) (First) (Middle)	**CORNING INC /NY [GLW]**	__ **X** __ Director _____ 10% Owner
ONE RIVERFRONT PLAZA (Street)	3. Date of Earliest Transaction (MM/DD/YYYY) **1/3/2012**	__ **X** __ Officer (give title below) _____ Other (specify below) **Chairman, CEO & President**
CORNING, NY 14831 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (Right to Buy)	**$13.04**	**1/3/2012**		**A**		**111835**		**1/3/2015** (1)	**1/2/2022**	**Common Stock**	**111835**	**$ 0**	**111835**	**D**	
Restricted Stock Unit	(2)	**1/3/2012**		**A**		**134202**		(3)	(3)	**Common Stock**	**134202**	**$ 0**	**134202**	**D**	

Explanation of Responses:

(1) The options will vest 100% at the end of three years from grant date.

(2) Each restricted stock unit represents a contingent right to receive one share of Corning Incorporated Common Stock

(3) The Restricted Stock Units vest 100% on February 16, 2015. Vested shares will be delivered to the reporting person within sixty (60) days after February 16, 2015. Events such as retirement, death, disability, and others specified in the agreement may result in vesting prior to February 16, 2015.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEEKS WENDELL P **ONE RIVERFRONT PLAZA** **CORNING, NY 14831**	**X**		**Chairman, CEO & President**	

Signatures

Denise A. Hauselt, Power of Attorney **1/5/2012**

** Signature of Reporting Person Date

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

***** 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.