Tripeny R Tony Form 4 February 09, 2011

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

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**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person Tripeny R Tony  (Last) (First) (Middle)		orting Person <u>*</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol CORNING INC /NY [GLW]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
		(Middle)	3. Date of Earliest Transaction	(Chori an approact)			
ONE RIVERFRONT PLAZA			(Month/Day/Year) 02/07/2011	Director 10% Owner _X_ Officer (give title Other (spec below)  VP Controller & PAO			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
CORNING, NY 14831			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. Nature of Ownership Indirect Form: Beneficial Ownership or Indirect (I) (Instr. 4)		
Common Stock	02/07/2011		Code V	Amount 3,658	(D)	Price \$ 22.69	17,676	D		
Common Stock	02/09/2011		M	7,500	A	\$ 11.21	25,176	D		
Common Stock	02/09/2011		M	9,250	A	\$ 12.79	34,426	D		
Common Stock	02/09/2011		M	6,500	A	\$ 12.7	40,926	D		
Common Stock	02/09/2011		M	4,463	A	\$ 16.17	45,389	D		

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Common Stock	02/09/2011	M	4,177	A	\$ 16.17	49,566	D
Common Stock	02/09/2011	M	1,140	A	\$ 16.17	50,706	D
Common Stock	02/09/2011	S	33,030	D	\$ 22.6888 (1)	17,676	D
Common Stock	02/09/2011	S	7,676	D	\$ 22.68	10,000	D

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

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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)	Securities		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)	\$ 11.21	02/09/2011		M		7,500	12/03/2004	12/02/2013	Common Stock	7,500
Stock Options (Right to Buy)	\$ 12.79	02/09/2011		M		9,250	12/01/2004	02/01/2014	Common Stock	9,250
Stock Options (Right to Buy)	\$ 12.7	02/09/2011		M		6,500	12/01/2005	11/30/2014	Common Stock	6,500
Stock Options (Right to Buy)	\$ 16.17	02/09/2011		M		4,463	06/02/2006	12/03/2012	Common Stock	4,463

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Stock Options (Right to Buy)	\$ 16.17	02/09/2011	M	4,177	06/02/2006	01/02/2013	Common Stock	4,177
Stock Options (Right to Buy)	\$ 16.17	02/09/2011	M	1,140	06/02/2006	02/02/2013	Common Stock	1,140

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Tripeny R Tony

ONE RIVERFRONT PLAZA VP Controller & PAO

CORNING, NY 14831

### **Signatures**

Denise A. Hauselt, Power of Attorney 02/09/2011

\*\*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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$22.68 to \$22.70, inclusive. The reporting person undertakes to provide to Corning Incorporated, any security holder of Corning Incorporated, or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth previously in this footnote.

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.

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