Ferrero Lisa
Form 4
December 04, 2018

FORM 4

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

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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Ferrero Lisa

(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)
11/30/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Senior Vice President & CAO

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. 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	11/30/2018		M		14,361	A	$ 0 (1)	36,294	D	
Common Stock	11/30/2018		M		11,111	A	$ 0 (1)	47,405	D	
Common Stock	11/30/2018		M		11,022	A	$ 0 (1)	58,427	D	
Common Stock	11/30/2018		F		17,873	D	$ 32.22	40,554	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)		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)		8. D Sec (In
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	(1)	11/30/2018		M			14,361	(2)	(2)	Common Stock	14,361	
Restricted Stock Unit	(1)	11/30/2018		M			11,111	(3)	(3)	Common Stock	11,111	
Restricted Stock Unit	(1)	11/30/2018		M			11,022	(4)	(4)	Common Stock	11,022	
Restricted Stock Unit	(1)	11/30/2018		D			1,002 (5)	(6)	(7)	Common Stock	1,002	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ferrero Lisa ONE RIVERFRONT PLAZA CORNING, NY 14831			Senior Vice President & CAO	

Signatures

Linda E. Jolly, Power of Attorney	12/04/2018
**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).

(1) Each restricted stock unit represented a contingent right to receive one share of Corning Incorporated Common Stock.

(2) Earned Restricted Stock Units awarded March 31, 2016 remained restricted until November 30, 2018, when they vested and converted into GLW common stock per terms of March 2016 Agreement approved by Compensation Committee.

(3) Earned Restricted Stock Units awarded March 31, 2017 remained restricted until November 30, 2018, when they vested and converted into GLW common stock per terms of March 2017 Agreement approved by Compensation Committee.

(4) Earned Restricted Stock Units awarded April 2, 2018 remained restricted until November 30, 2018, when they vested and converted into GLW common stock per terms of April 2018 Agreement approved by Compensation Committee.

(5) Represents the forfeiture of Restricted Stock Units awarded April 2, 2018, per terms of the April 2018 Agreement approved by Compensation Committee.

(6) Restricted Stock Units awarded April 2, 2018 were forfeited on November 30, 2018 per terms of April 2018 Agreement approved by Compensation Committee.

(7) Not applicable.

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