

GREGG KIRK P
Form 4
May 11, 2005

FORM 4

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

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).

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 *
GREGG KIRK P

2. Issuer Name and Ticker or Trading Symbol
CORNING INC /NY [GLW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

ONE RIVERFRONT PLAZA

05/10/2005

Exec. VP & Chief Admin. Officer

(Street)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

CORNING, NY 14831

(City) (State) (Zip)

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 Price (D)		
Common Stock	05/10/2005		M		60,000 A \$ 3.8	339,196.23	D
Common Stock	05/10/2005		M		10,662 A \$ 9.38	349,858.23	D
Common Stock	05/10/2005		F		22,110 D \$ 14.835	327,748.23	D
Common Stock	05/10/2005		F		19,928 D \$ 14.835	307,820.23	D
Common Stock	05/10/2005		S		24,703 D \$ 14.7	283,117.23	D

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Common Stock 05/10/2005 S 15,297 D \$ 14.7 267,820.23 D

Common Stock 8,519.44 I TRUSTEE U/EMPLOYEE BENEFIT PLAN

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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 3.8	05/10/2005		M	60,000	01/03/2004 01/02/2013	Common Stock	60,000	
Stock Options (Right to buy)	\$ 9.38	05/10/2005		M	10,662	02/01/2000 10/05/2008	Common Stock	10,662	
Stock Options (Right to buy)	\$ 14.84	05/10/2005		A	6,741	05/10/2006 10/05/2008	Common Stock	6,741	
Stock Options (Right to buy)	\$ 14.84	05/10/2005		A	15,369	05/10/2006 01/02/2013	Common Stock	15,369	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GREGG KIRK P
ONE RIVERFRONT PLAZA
CORNING, NY 14831

Exec. VP & Chief Admin. Officer

Signatures

Denise A. Hauselt, Power of
Attorney

05/11/2005

__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).

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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