

CORNING INC /NY
Form 3
May 09, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Pambianchi Christine M | | (Month/Day/Year) | CORNING INC /NY [GLW] | |
| (Last) | (First) | (Middle) | 05/01/2014 | |
| ONE RIVERFRONT PLAZA | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| CORNING,Â NYÂ 14831 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Senior VP, Human Resources | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 50,000 | D | Â |
| Common Stock | 2,722.8293 | I | Trustee u/Employee Benefit Plan |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|------------------------------|----------------------------|-----------------|--------------|----------------------------|---------------|---------------------------------------|---|
| Phantom Stock | Â <u>(1)</u> | Â <u>(1)</u> | Common Stock | 290,5892 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Unit | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 17,255 | \$ <u>(3)</u> | D | Â |
| Restricted Stock Unit | Â <u>(4)</u> | Â <u>(4)</u> | Common Stock | 16,879 | \$ <u>(3)</u> | D | Â |
| Restricted Stock Unit | Â <u>(5)</u> | Â <u>(5)</u> | Common Stock | 12,008 | \$ <u>(3)</u> | D | Â |
| Stock Options (Right to Buy) | 12/07/2006 | 12/06/2015 | Common Stock | 16,000 | \$ 21.08 | D | Â |
| Stock Options (Right to Buy) | 12/06/2007 | 12/05/2016 | Common Stock | 13,500 | \$ 21.89 | D | Â |
| Stock Options (Right to Buy) | 01/02/2008 | 01/01/2016 | Common Stock | 8,000 | \$ 19.68 | D | Â |
| Stock Options (Right to Buy) | 12/05/2008 | 12/04/2017 | Common Stock | 16,500 | \$ 24.92 | D | Â |
| Stock Options (Right to Buy) | 01/02/2009 | 01/01/2017 | Common Stock | 6,750 | \$ 18.85 | D | Â |
| Stock Options (Right to Buy) | 02/01/2009 | 01/31/2016 | Common Stock | 8,000 | \$ 24.72 | D | Â |
| Stock Options (Right to Buy) | 01/02/2010 | 01/01/2018 | Common Stock | 8,250 | \$ 23.37 | D | Â |
| Stock Options (Right to Buy) | 02/01/2010 | 01/31/2017 | Common Stock | 6,750 | \$ 20.86 | D | Â |
| Stock Options (Right to Buy) | 12/02/2010 ⁽⁶⁾ | 12/01/2019 | Common Stock | 8,333 | \$ 17.82 | D | Â |
| Stock Options (Right to Buy) | 01/04/2011 ⁽⁷⁾ | 01/03/2020 | Common Stock | 8,333 | \$ 19.56 | D | Â |
| Stock Options (Right to Buy) | 02/01/2011 | 01/31/2018 | Common Stock | 8,250 | \$ 24.61 | D | Â |
| Stock Options (Right to Buy) | 02/01/2011 ⁽⁸⁾ | 01/31/2020 | Common Stock | 8,334 | \$ 18.16 | D | Â |
| Stock Options (Right to Buy) | 01/03/2012 ⁽⁹⁾ | 01/02/2021 | Common Stock | 7,720 | \$ 19.19 | D | Â |
| Stock Options (Right to Buy) | 02/01/2012 ⁽¹⁰⁾ | 01/31/2021 | Common Stock | 6,529 | \$ 22.69 | D | Â |
| Stock Options (Right to Buy) | 03/01/2012 ⁽¹¹⁾ | 02/28/2021 | Common Stock | 6,725 | \$ 22.03 | D | Â |

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| | | | | | | | |
|------------------------------|------------|------------|--------------|--------|----------|---|---|
| Stock Options (Right to Buy) | 01/03/2015 | 01/02/2022 | Common Stock | 14,379 | \$ 13.04 | D | Â |
| Stock Options (Right to Buy) | 02/01/2015 | 01/31/2022 | Common Stock | 14,535 | \$ 12.9 | D | Â |
| Stock Options (Right to Buy) | 03/01/2015 | 02/28/2022 | Common Stock | 14,456 | \$ 12.97 | D | Â |
| Stock Options (Right to Buy) | 03/28/2016 | 03/27/2023 | Common Stock | 16,075 | \$ 13.33 | D | Â |
| Stock Options (Right to Buy) | 04/30/2016 | 04/29/2023 | Common Stock | 14,778 | \$ 14.5 | D | Â |
| Stock Options (Right to Buy) | 05/31/2016 | 05/30/2023 | Common Stock | 13,942 | \$ 15.37 | D | Â |
| Stock Options (Right to Buy) | 03/31/2017 | 03/30/2024 | Common Stock | 6,004 | \$ 20.82 | D | Â |
| Stock Options (Right to Buy) | 04/30/2017 | 04/29/2024 | Common Stock | 5,978 | \$ 20.91 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Pambianchi Christine M ONE RIVERFRONT PLAZA CORNING, NY 14831 | Â | Â | Â Senior VP, Human Resources | Â |

Signatures

Linda E. Jolly, Power of Attorney 05/09/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The reported Phantom Stock Units acquired pursuant to the terms of Corning's Supplemental Investment Plan and will be settled for cash at fair market value on or after the reporting person's retirement or other termination of service.
 - (2) 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.
 - (3) Each restricted stock unit represents a contingent right to receive one share of Corning Incorporated Common Stock.
 - (4) The Restricted Stock Units vest 100% on April 18, 2016. Vested shares will be delivered to the reporting person within thirty (30) days after April 18, 2016. Events such as retirement, death, disability, and others specified in the agreement may result in vesting prior to April 18, 2016.
 - (5) The Restricted Stock Units vest 100% on April 17, 2017. Vested shares will be delivered to the reporting person within thirty (30) days after April 17, 2017. Events such as retirement, death, disability, and others specified in the agreement may result in vesting prior to April 17, 2017.

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- (6) The options vest in three equal annual installments beginning on December 2, 2010.
- (7) The options vest in three equal annual installments beginning on January 4, 2011.
- (8) The options vest in three equal annual installments beginning on February 1, 2011.
- (9) The options vest in three equal annual installments beginning on January 3, 2012.
- (10) The options vest in three equal annual installments beginning on February 1, 2012.
- (11) The options vest in three equal annual installments beginning on March 1, 2012.

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.