

Morse David L
Form 3
May 02, 2012

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 | |
| Morse David L | | (Month/Day/Year) | CORNING INC /NY [GLW] | |
| (Last) | (First) | 05/01/2012 | | |
| 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, NY 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 |
| | | | Exec Vice President 2 of 2 | |

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) |
|---------------------------------|---|--|---|

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 Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

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| | | | | | | | |
|------------------------------|------------------------|--------------|--------------|--------|---------------|---|---------------------------|
| Restricted Stock Unit | Â <u>(2)</u> | Â <u>(2)</u> | Common Stock | 14,172 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Unit | Â <u>(3)</u> | Â <u>(3)</u> | Common Stock | 29,999 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Unit | Â <u>(4)</u> | Â <u>(4)</u> | Common Stock | 13,859 | \$ <u>(1)</u> | D | Â |
| Stock Options (Right to Buy) | 01/02/2010 | 01/01/2019 | Common Stock | 50 | \$ 10.05 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 01/03/2012 <u>(6)</u> | 01/02/2021 | Common Stock | 100 | \$ 19.19 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 01/03/2015 <u>(7)</u> | 01/02/2022 | Common Stock | 50 | \$ 13.04 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 01/04/2011 <u>(8)</u> | 01/03/2020 | Common Stock | 125 | \$ 19.56 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 12/02/2010 <u>(9)</u> | 12/01/2019 | Common Stock | 125 | \$ 17.82 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 12/03/2009 | 12/02/2018 | Common Stock | 50 | \$ 8.67 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 02/01/2011 <u>(10)</u> | 01/31/2020 | Common Stock | 125 | \$ 18.16 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 02/01/2012 <u>(11)</u> | 01/31/2021 | Common Stock | 100 | \$ 22.69 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 02/01/2015 <u>(7)</u> | 01/31/2022 | Common Stock | 50 | \$ 12.9 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 02/02/2010 | 02/01/2019 | Common Stock | 50 | \$ 10.25 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 03/01/2012 <u>(12)</u> | 02/28/2021 | Common Stock | 100 | \$ 22.03 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 03/01/2015 <u>(7)</u> | 02/28/2022 | Common Stock | 50 | \$ 12.97 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 04/24/2009 | 04/23/2018 | Common Stock | 500 | \$ 25.44 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 04/26/2008 | 04/25/2017 | Common Stock | 500 | \$ 24.91 | I | Held by Spouse <u>(5)</u> |
| Stock Options (Right to Buy) | 04/27/2007 | 04/26/2016 | Common Stock | 250 | \$ 28.2 | I | Held by Spouse <u>(5)</u> |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

Morse David L
ONE RIVERFRONT PLAZA Â Â Â Exec Vice President 2 of 2 Â
CORNING,Â NYÂ 14831

Signatures

Denise A. Hauselt, Power of Attorney 05/02/2012

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

The Restricted Stock Units vest 100% on February 14, 2014. Vested shares will be delivered to the reporting person within 60 (sixty) days after February 14, 2014. Events such as retirement, death, disability, and others specified in the agreement may result in vesting prior to February 14, 2014.

(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) The Restricted Stock Units vest 100% on February 15, 2013. Vested shares will be delivered to the reporting person within 60 (sixty) days after February 15, 2013. Events such as retirement, death, disability, and others specified in the agreement may result in vesting prior to February 15, 2013.

(4) The reporting person disclaims beneficial ownership of all securities held by spouse.

(5) The options vest in three equal annual installments beginning on January 3, 2012.

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

(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 December 2, 2010.

(9) The options vest in three equal installments beginning on February 1, 2011.

(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.

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