**GUND GORDON** Form 4 April 30, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

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obligations

may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

**GUND GORDON** 

(Middle) (Last) (First)

(Street)

ONE RIVERFRONT PLAZA

CORNING, NY 14831

2. Issuer Name and Ticker or Trading Symbol

CORNING INC /NY [GLW]

3. Date of Earliest Transaction

(Month/Day/Year) 04/26/2013

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner \_X\_ Other (specify Officer (give title below)

below) Retired Director

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year)

3. Code

TransactionAcquired (A) or Disposed of (D) (Instr. 8)

Code V Amount (D) Price

(Instr. 3, 4 and 5)

(A)

4. Securities

5. Amount of Securities Beneficially Owned Following Reported

(Instr. 3 and 4)

(I) Transaction(s)

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of Derivative TransactionSecurities Acquired (A) or Code Disposed of (D)

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Ar Underlying Se (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	8) (	Instr. 3, 4, a	nd 5)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Restricted Stock Unit	(1)	04/26/2013		A		1,335.21		<u>(2)</u>	(2)	Common Stock
Phantom Stock	\$ 0 (3)	04/26/2013		M			141,359.24	<u>(4)</u>	<u>(4)</u>	Common Stock

### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

GUND GORDON ONE RIVERFRONT PLAZA CORNING, NY 14831

Retired Director

## **Signatures**

Linda E. Jolly, Power of Attorney

04/30/2013

\*\*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 represents a contingent right to receive one share of Corning Incorporated Common Stock.
- Conversion of Restricted Stock Units to Corning Incorporated Common Stock and distribution of stock under the Non-Employee (2) Directors' Deferred Compensation Plan is deferred until a specific date as elected by the participant or termination of services as a Director of Corning.
- (3) Phantom stock units convert to the cash value of the company's common stock on a one-for-one basis.
- (4) Distribution of phantom stock units in cash under the Non-Employee Directors' Deferred Compensation Plan upon Mr. Gund's retirement as a Director of Corning.

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.

Reporting Owners 2