

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2012-04-30** | Period of Report: **2012-04-27**  
SEC Accession No. [0001127602-12-014919](#)

(HTML Version on [secdatabase.com](http://secdatabase.com))

REPORTING OWNER

**SMITHBURG WILLIAM D**

CIK: **1190304**  
Type: **4** | Act: **34** | File No.: **001-03247** | Film No.: **12795211**

Mailing Address  
*50 LA SALLE STREET  
CHICAGO IL 60675*

ISSUER

**CORNING INC /NY**

CIK: **24741** | IRS No.: **160393470** | State of Incorp.: **NY** | Fiscal Year End: **1231**  
SIC: **3357** Drawing & insulating of nonferrous wire

Mailing Address  
*ONE RIVERFRONT PLAZA  
CORNING NY 14831*

Business Address  
*ONE RIVERFRONT PLAZA  
CORNING NY 14831  
6079749000*

# FORM 4

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

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

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	02/28/2011
Estimated average burden hours per response	0.5

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>SMITHBURG WILLIAM D</b>			2. Issuer Name and Ticker or Trading Symbol <b>CORNING INC /NY [GLW]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) <b>Former Director</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>04/27/2012</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
ONE RIVERFRONT PLAZA			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) <b>CORNING, NY 14831</b>								
(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 (D)			

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Phantom Stock	\$ 0 (1)	04/27/2012		A		1,545.54		(2)	(2)	Common Stock	1,545.54	\$ 0 (1)	162,581.03	D	
Phantom Stock	\$ 0 (1)	04/27/2012		M		162,581.03		(2)	(2)	Common Stock	162,581.03	(1)	0	D	

**Explanation of Responses:**

- Phantom stock units convert to the cash value of the company's common stock on a one-for-one basis.
- Distribution of phantom stock units in cash under the Non-Employee Directors' Deferred Compensation Plan upon Mr. Smithburg's retirement as a Director of Corning.

**Signatures**

Denise A. Hauselt, Power of Attorney

\*\* Signature of Reporting Person

04/30/2012

Date

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

\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.