CORNING INC /NY

Form 4 May 06, 2005

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

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)

(Last)

1. Name and Address of Reporting Person * SCHNEIDER PAMELA C

(Middle)

(First)

ONE RIVERFRONT PLAZA

(Street)

CORNING, NY 14831

2. Issuer Name and Ticker or Trading Symbol

CORNING INC /NY [GLW]

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

4. If Amendment, Date Original

05/05/2005

Filed(Month/Day/Year)

Person

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

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burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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

Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Direct (D) Ownership (Instr. 8) Owned Following or Indirect (Instr. 4) Reported (I) (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price Common 147,045.47 05/05/2005 M 9,681 A D Stock 10.33 Common 05/05/2005 M 27,778 A \$ 4.06 174,823.47 D Stock Common 05/05/2005 \$3.8 M 27,778 A 202,601.47 D Stock Common 05/05/2005 S 8,237 194,364.47 Stock Common 05/05/2005 S 2,200 D 192,164.47 D Stock

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| Common Stock | 05/05/2005 | S | 46,000 | D | \$ 13.85 | 146,164.47 | D | |
|-----------------|------------|---|--------|---|-------------|------------|---|---|
| Common Stock | 05/05/2005 | S | 8,800 | D | \$ 13.84 | 137,364.47 | D | |
| Common Stock | | | | | | 1,266 (1) | I | Held by Spouse |
| Common Stock | | | | | | 7,294.35 | I | Held by Spouse - Employee Benefit Plan |
| Common Stock | | | | | | 655.53 | 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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SEC 1474 (9-02)

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. Transactic Code (Instr. 8) | 5. Number of orDerivative 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 Securities (Instr. 3 and 4) | |
|---|---|---|---|--|---|--------|--|--------------------|---|-------------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options (Right to buy) | \$ 3.8 | 05/05/2005 | | M | | 27,778 | 01/03/2004 | 01/02/2013 | Common Stock | 27,778 |
| Stock Options (Right to buy) | \$ 4.06 | 05/05/2005 | | M | | 27,778 | 12/04/2003 | 12/03/2012 | Common Stock | 27,778 |
| Stock Options (Right to buy) | \$ 10.33 | 05/05/2005 | | M | | 9,681 | 10/24/2004 | 10/05/2008 | Common Stock | 9,681 |

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SCHNEIDER PAMELA C ONE RIVERFRONT PLAZA CORNING, NY 14831

Senior Vice President

Signatures

Denise A. Hauselt, Power of Attorney

05/06/2005

**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).
- (1) The reporting person disclaims beneficial ownership of all securities held by spouse.

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.

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