RUDING HONNO Form 4

October 02, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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(b).

| 1. Name and Address of Reporting Person ** RUDING H ONNO | | | 2. Issuer Name and Ticker or Trading Symbol CORNING INC /NY [GLW] | 5. Relationship of Reporting Person(s) t Issuer (Check all applicable) | | | |
|--|-----------|----------|--|--|--|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | (Check an approacte) | | | |
| ONE RIVEI | RFRONT PI | LAZA | (Month/Day/Year) 09/30/2008 | X Director 10% Owner Officer (give title Other (special below) | | | |
| | (Street) | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Chec | | | |
| CORNING, NY 14831 | | | Filed(Month/Day/Year) | 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 A | Acquired, Disposed of, or Beneficially Own | | | |

| (City) | (State) | (Zip) Tal | ble I - Non | -Derivative | Secur | ities Acquir | ed, Disposed of, o | r Beneficially | Owned |
|--------------------------------------|--------------------------------------|---|---|----------------|------------------|---------------|--|---|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. 4. Securities Acquired (A) of TransactiorDisposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) | | | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code V | Amount | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) | (I) (Instr. 4) | |
| Common Stock | 09/30/2008 | | A | 35.0453 (4) | A | \$ 15.4135 | 54,514.4981 | D | |

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

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

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| 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. Transact Code (Instr. 8) | Secur Secur Acqu Dispo | 5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | |) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|--------------------------------------|---|--------------------------------------|---------------------------------|---|-----|---------------------|--------------------|---|----------------------------------|
| | | | | Code V | V (1 | A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Phantom Stock | \$ 0 (1) | 09/30/2008 | | A | · · · · · · | 30.74 3) | | (2) | (2) | Common Stock | 1,030.74 (3) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|----------------------------------|---------------|-----------|---------|-------|--|--|--|--|
| reporting 6 wher runne / runness | Director | 10% Owner | Officer | Other | | | | |
| RUDING H ONNO | | | | | | | | |
| ONE RIVERFRONT PLAZA | X | | | | | | | |
| CORNING, NY 14831 | | | | | | | | |

Signatures

Denise A. Hauselt, Power of Attorney 10/02/2008

**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) Phantom stock units convert to the cash value of the company's common stock on a one-for-one basis.
- (2) Distribution of phantom stock units in cash under the Non-Employee Directors' Deferred Compensation Plan is deferred until a specific date as elected by the participant or termination of service as a Director of Corning.
- (3) Includes 47.68 units acquired pursuant to dividend reinvestment feature of Non-Employee Directors' Deferred Compensation Plan for which no additional price was paid.
- (4) Shares acquired on Company's September 30, 2008 dividend payment date under dividend reinvestment plan.

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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