CORNING INC /NY

Form 4 April 02, 2008

FORM 4

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

OMB 3235-0287 Number:

Estimated average

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

Form 4 or Form 5 obligations may continue. See Instruction

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

burden hours per response... 0.5

1(b).

(Print or Type Responses)

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 Issuer (Check all appli	, , ,
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an appn	cuoic)
ONE RIVERFRONT PLAZA		ZA	(Month/Day/Year) 03/31/2008	X Director Officer (give title below) below	
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group	Filing(Check
CORNING, NY	Y 14831		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporti Form filed by More than O Person	~

(City)	(State)	(Zip) Tal	ble I - Non	-Derivative Securi	ities Acquir	ed, Disposed of, o	r Beneficially	Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if		4. Securities AcquorDisposed of (D)	` ′	5. Amount of Securities	6. Ownership	7. Nature of Indirect
(Instr. 3)		any (Manth/Day/Vaan)	Code	(Instr. 3, 4 and 5)		Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8) Code V	(A) or Amount (D)	Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock	03/31/2008		A	22.6607 A	\$ 23.7363	54,456.3427 (1)	D	

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)

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Security or Exercise (Instr. 3) Price of	Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code Acquired (A) or		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
	Security			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Phantom Stock	\$ 0 (2)	03/31/2008		A	634.36 (3)		<u>(4)</u>	<u>(4)</u>	Common Stock	634.3
Phantom Stock	\$ 0 (2)	03/31/2008		J(2)		4,355.36	<u>(4)</u>	<u>(4)</u>	Common Stock	4,355

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
RUDING H ONNO ONE RIVERFRONT PLAZA CORNING, NY 14831	X						

Signatures

Denise A. Hauselt, Power of Attorney

04/02/2008

**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).
- (2) Phantom stock units convert to the cash value of the company's common stock on a one-for-one basis.
- (3) Includes 28.50 units acquired pursuant to dividend reinvestment feature of Non-Employee Directors' Deferred Compensation Plan for which no additional price was paid.
- (1) Includes 22.6607 shares acquired on Company's March 31, 2008 quarterly dividend payment date under dividend reinvestment plan.
- (4) 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.

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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