Edgar Filing: BROWN ROBERT B - Form 4

| DROWN | ROBERT B | | | | | | | | | | |
|--|--|-------------------------------|---------------------------------|---|---|---|--|--|--|--|----------|
| Form 4 | | | | | | | | | | | |
| February 2 | | | | | | | | | | | |
| FOR | VI 4 _{UNITED} | STATES | | | | | NGE C | OMMISSION | | APPROVAL | 07 |
| Check | this hoy | | W | ashingt | on, D.C. | 20549 | | | Number: | 3235-02 | |
| | Check this box if no longer | | | | | | Expires: | January 20 | 31, 105 | | |
| | subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF | | | | | | Estimated average burden hours per | | | | |
| | Section 16. SECURITIES Form 4 or | | | | | | response | • | 0.5 | | |
| Form 5 obligat | iona Pileu pu | | | | | | • | e Act of 1934, | | | |
| may co | | | | • | • | | | 1935 or Sectio | n | | |
| | truction | 30(h) | of the | Investm | ent Comp | any Ac | t of 194 | 0 | | | |
| 1(b). | | | | | | | | | | | |
| (Print or Type | e Responses) | | | | | | | | | | |
| | Address of Reporting | g Person <u>*</u> | 2. Issu | ier Name | and Ticker | or Tradi | ng | 5. Relationship of | Reporting P | erson(s) to | |
| BROWN | ROBERT B | | Symbol | | | TT XX 71 | | Issuer | | | |
| | | | | | JC /NY [C | - | | (Check all applicable) | | | |
| (Last) | (First) | (Middle) | | of Earlies /Day/Yea | st Transactio | n | | Director | 1 | 0% Owner | |
| | | | 11/14/ | - | 1) | | | Officer (give title Other (specify | | | |
| | | | | | | | | below) EXECUTIV | below) E VICE PRI | ESIDENT | |
| | | | | | | | | | | | |
| | (Street) | | 4. If An | nendment | , Date Origi | nal | | 6. Individual or Jo | oint/Group Fi | iling(Check | |
| | (Street) | | | nendment lonth/Day/ | - | nal | | 6. Individual or Jo Applicable Line) | | | |
| CODNIN | | | | | - | nal | | | One Reporting | Person | |
| CORNING | G, NY 14831 | | | | - | nal | | Applicable Line) _X_ Form filed by | One Reporting | Person | |
| CORNING (City) | | (Zip) | Filed(M | [onth/Day/ | Year) | | ities Acq | Applicable Line) _X_ Form filed by 0 Form filed by M | One Reporting Aore than One | Person Reporting | |
| (City) 1.Title of | G, NY 14831 (State) 2. Transaction Date | 2A. Deeme | Filed(M Ta | tonth/Day/ ble I - No 3. | Year) on-Derivativ 4. Securi | v e Secur ties Acq | uired (A) | Applicable Line) _X_ Form filed by 0 Form filed by 0 Person uired, Disposed o 5. Amount of | One Reporting More than One f, or Benefic 6. | Person Reporting ially Owned 7. Nature of | Indirect |
| (City) | G, NY 14831 (State) | - | Filed(M Ta | tonth/Day/ ble I - No 3. | Year) on-Derivativ | v e Secur ties Acq sed of (E | uired (A) | Applicable Line) _X_ Form filed by 0 Form filed by N Person aired, Disposed o | One Reporting Aore than One f, or Benefic | Person Reporting | Indirect |
| (City) 1.Title of Security | G, NY 14831 (State) 2. Transaction Date | 2A. Deeme Execution | Filed(M Ta ed Date, if | lonth/Day/ ble I - No 3. Transac Code | Year) on-Derivati 4. Securi tiotor Dispo (Instr. 3, | v e Secur ties Acq sed of (E | uired (A) | Applicable Line) _X_ Form filed by 0 Person uired, Disposed o 5. Amount of Securities Beneficially Owned | One Reporting Aore than One f, or Benefic 6. Ownership Form: Direct (D) | Person Reporting ially Owned 7. Nature of Beneficial Ownership | Indirect |
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| (City) 1.Title of Security (Instr. 3) Common | G, NY 14831 (State) 2. Transaction Date | 2A. Deeme Execution any | Filed(M Ta ed Date, if | lonth/Day/ ble I - No 3. Transac Code (Instr. 8 | Year) Derivativ 4. Securi tiotor Dispos (Instr. 3,) | ve Secur ties Acq sed of (E 4 and 5) (A) or t (D) | uired (A))) Price | Applicable Line) _X_ Form filed by 0 Person irred, Disposed o 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | One Reporting Aore than One f, or Benefic 6. Ownership Form: Direct (D) or Indirect (I) | Person Reporting ially Owned 7. Nature of Beneficial Ownership (Instr. 4) TRUSTEE W/EMPLO | 2 |
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| (City) 1.Title of Security (Instr. 3) Common Stock Common | G, NY 14831 (State) 2. Transaction Date (Month/Day/Year) 11/14/2005 11/14/2005 | 2A. Deeme Execution any | Filed(M Ta ed Date, if | lonth/Day/ ble I - No 3. Transac Code (Instr. 8 Code I <u>(1)</u> M | Year) on-Derivati y 4. Securi tionor Dispo (Instr. 3,) ✓ Amour 22,281. 19,500 | ve Secur ties Acq sed of (E 4 and 5) (A) or t (D) 1 D A | Price \$ 20.05 \$ 9.38 | Applicable Line) _X_ Form filed by 0 Person nired, Disposed o 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 0 85,000 | Dne Reporting Aore than One f, or Benefic 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) I D | Person Reporting ially Owned 7. Nature of Beneficial Ownership (Instr. 4) TRUSTEE W/EMPLO BENEFIT | 2 |
| (City) 1.Title of Security (Instr. 3) Common Stock Common Stock | G, NY 14831 (State) 2. Transaction Date (Month/Day/Year) 11/14/2005 | 2A. Deeme Execution any | Filed(M Ta ed Date, if | ble I - No 3. Transac Code (Instr. 8 Code | Year) on-Derivati y 4. Securi tionor Dispo- (Instr. 3,) V Amour 22,281. | ve Secur ties Acq sed of (E 4 and 5) (A) or t (D) 1 D | Price \$ 20.05 \$ 9.38 | Applicable Line) _X_ Form filed by 0 Person irred, Disposed o 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | One Reporting Aore than One f, or Benefic 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) I | Person Reporting ially Owned 7. Nature of Beneficial Ownership (Instr. 4) TRUSTEE W/EMPLO BENEFIT | 2 |
| (City) 1.Title of Security (Instr. 3) Common Stock Common Stock Common | G, NY 14831 (State) 2. Transaction Date (Month/Day/Year) 11/14/2005 11/14/2005 | 2A. Deeme Execution any | Filed(M Ta ed Date, if | lonth/Day/ ble I - No 3. Transac Code (Instr. 8 Code I <u>(1)</u> M | Year) on-Derivati y 4. Securi tionor Dispo (Instr. 3,) ✓ Amour 22,281. 19,500 | ve Secur ties Acq sed of (E 4 and 5) (A) or t (D) 1 D A | Price \$ 20.05 \$ 9.38 \$ 9.95 | Applicable Line) _X_ Form filed by 0 Person nired, Disposed o 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 0 85,000 | Dne Reporting Aore than One f, or Benefic 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) I D | Person Reporting ially Owned 7. Nature of Beneficial Ownership (Instr. 4) TRUSTEE W/EMPLO BENEFIT | 2 |

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

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 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 (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. Transactio Code (Instr. 8) | orDeriv Secu Acqu Disp | umber of vative rities uired (A) or osed of (D) r. 3, 4, and 5) | 6. Date Exercis Expiration Dat (Month/Day/Y | e | 7. Title and A Underlying S (Instr. 3 and | Securitie |
|---|---|---|---|--|---------------------------------|--|---|--------------------|---|--------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amour Numbe Shares |
| Phantom Stock | \$ 0 <u>(2)</u> | 11/14/2005 | | I <u>(3)</u> | | 13,122.59 | (4) | (4) | Common Stock | 13,12 |
| Stock Options | \$ 9.38 | 11/14/2005 | | М | | 19,500 | 02/01/2000 | 10/05/2008 | Common Stock | 19, |
| Stock Options | \$ 9.95 | 11/14/2005 | | М | | 30,000 | 12/05/2002 | 12/04/2011 | Common Stock | 30, |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|--------------------------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| BROWN ROBERT B ONE RIVERFRONT PLAZA CORNING, NY 14831 | | | EXECUTIVE VICE PRESIDENT | | | |
| Signatures | | | | | | |
| Denise A. Hauselt, Power of | | 11/15/20 | 05 | | | |

| Denise A. Hauselt, Power of | 11/15/2005 |
|-----------------------------|------------|
| Attorney | 11/15/2005 |

**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) Intra-plan transfer of funds from Corning common stock fund of 401(k) Investment Plan to another fund within the Plan.
- (2) 1 for 1 conversion of phantom stock units
- (3) Intra-plan transfer of funds from phantom stock units in Supplemental Investment Plan into another fund within the Plan.
- (4) The reported Phantom Stock Units are acquired on a monthly basis pursuant to the terms of Corning's Supplemental Investment Plan and will be settled for cash at fair market value on or after the reporting person's retirement or other termination of service.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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