

CORNING INC /NY
Form 8-K
November 09, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of Earliest Event Reported): November 8, 2012

Corning Incorporated

(Exact name of registrant as specified in its charter)

New York
(State or other jurisdiction

of incorporation)

1-3247
(Commission

File Number)

16-0393470
(I.R.S. Employer

Identification No.)

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One Riverfront Plaza, Corning, New York

(Address of principal executive offices)

Registrant's telephone number, including area code: 607-974-9000

14831

(Zip Code)

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

On November 8, 2012, Corning Incorporated (the Company) issued a press release announcing the actual total consideration and tender consideration for its previously announced tender offer for up to \$75 million of its outstanding debentures (the Tender Offer). On November 9, 2012, the Company issued a press release announcing the results of the Tender Offer as of the early tender date of 5:00 p.m., New York City time, on November 8, 2012. Such press releases are filed as exhibits 99.1 and 99.2 to this Form 8-K.

The information contained in this report shall not constitute a tender offer to purchase or a solicitation of acceptance of a tender offer.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release dated November 8, 2012, issued by the Company to announce the actual consideration for the Tender Offer.

99.2 Press Release dated November 9, 2012, issued by the Company to announce the results of the Tender Offer as of the early tender date.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

November 9, 2012

Corning Incorporated

By: /s/ DENISE A. HAUSELT

Name: DENISE A. HAUSELT

*Title: Vice President, Secretary and Assistant General
Counsel*