

CORNING INC /NY  
Form 8-K  
May 04, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 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) April 30, 2015**

**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.)**

**One Riverfront Plaza, Corning, New York**  
**(Address of principal executive offices)**

**14831**  
**(Zip Code)**

**(607) 974-9000**

**(Registrant's telephone number, including area code)**

**N/A**

**(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 5.07. Submission of Matters to a Vote of Security Holders.**

(a) Corning Incorporated (the Company) held its annual meeting of shareholders on April 30, 2015.

(b) The shareholders elected all of the Company's nominees for director; ratified the appointment of PricewaterhouseCoopers LLP as the Company's independent auditor for 2015; and approved our named executives compensation. The shareholders did not approve the Holy Land Principles, Inc. shareholder proposal.

**1. Election of Directors:**

| Name                    | Shares For  | Shares Against | Abstain   | Broker<br>Non-Votes |
|-------------------------|-------------|----------------|-----------|---------------------|
| Donald W. Blair         | 925,539,155 | 6,426,191      | 3,187,113 | 177,807,601         |
| Stephanie A. Burns      | 736,805,615 | 195,233,771    | 3,112,647 | 177,807,601         |
| John A. Canning, Jr.    | 918,959,421 | 12,948,525     | 3,244,513 | 177,807,601         |
| Richard T. Clark        | 881,080,119 | 50,847,471     | 3,224,443 | 177,807,601         |
| Robert F. Cummings, Jr. | 589,038,934 | 342,856,797    | 3,256,726 | 177,807,601         |
| James B. Flaws          | 831,960,578 | 100,083,854    | 3,107,791 | 177,807,601         |
| Deborah A. Henretta     | 921,466,119 | 10,561,076     | 3,125,264 | 177,807,601         |
| Daniel P. Huttenlocher  | 919,541,242 | 12,374,350     | 3,236,866 | 177,807,601         |
| Kurt M. Landgraf        | 924,022,836 | 7,920,072      | 3,209,550 | 177,807,601         |
| Kevin J. Martin         | 919,352,138 | 12,560,581     | 3,239,740 | 177,807,601         |
| Deborah D. Rieman       | 913,543,670 | 18,432,740     | 3,175,994 | 177,807,601         |
| Hansel E. Tookes II     | 907,380,305 | 24,524,406     | 3,247,747 | 177,807,601         |
| Wendell P. Weeks        | 893,163,083 | 35,663,817     | 6,324,358 | 177,807,601         |
| Mark S. Wrighton        | 921,838,885 | 10,153,144     | 3,160,429 | 177,807,601         |

|  | Shares For    | Shares Against | Abstain   |
|--|---------------|----------------|-----------|
| <b>2. Ratification of PricewaterhouseCoopers LLP as our Independent Registered Public Accounting Firm for 2015</b> | 1,092,074,442 | 17,436,670     | 3,448,948 |

|  | Shares For  | Shares Against | Abstain   | Broker<br>Non-Votes |
|--|-------------|----------------|-----------|---------------------|
| <b>3. Advisory Approval of our Named Executive Officers Compensation</b> | 892,516,187 | 35,929,508     | 6,706,764 | 177,807,601         |

|   | Shares For | Shares Against | Abstain    | Broker<br>Non-Votes |
|---|------------|----------------|------------|---------------------|
| <b>4. Shareholder Proposal - Holy Land Principles, Inc.</b> | 25,094,212 | 869,612,490    | 40,445,867 | 177,807,601         |

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.

Date: May 4, 2015

CORNING INCORPORATED

By: /s/ Linda E. Jolly  
Vice President and

Corporate Secretary