# CORNING INCORPORATED AND SUBSIDIARY COMPANIES CONSOLIDATED STATEMENTS OF INCOME

(Unaudited; in millions, except per share amounts)

		Three mo	nths ene 30,	nded		Six mon Jun	ths end	led
		2015		2014		2015		2014
Net sales Cost of sales	\$	2,343 1,368	\$	2,482 1,450	\$	4,608 2,704	\$	4,771 2,804
Gross margin		975		1,032		1,904		1,967
Operating expenses: Selling, general and administrative expenses Research, development and engineering		337		322		653		719
expenses Amortization of purchased intangibles Restructuring, impairment and other charges		191 16		208 8 34		380 28		406 16 51
Operating income		431		460		843		775
Equity in earnings of affiliated companies Interest income Interest expense		62 5 (33)		62 4 (30)		156 10 (63)		148 16 (60)
Transaction-related gain, net Foreign currency hedge gain (loss), net Other (expense) income, net		164 (23)		(137) (18)		206 (53)		74 (143) 12
Income before income taxes Provision for income taxes		606 (110)		341 (172)		1,099 (196)		822 (352)
Net income attributable to Corning Incorporated	\$	496	\$	169	\$	903	\$	470
Earnings per common share attributable to Corning Incorporated:	ф	0.20	Φ	0.11	Φ	0.60	ф	0.22
Basic Diluted	\$ \$	0.38	\$ \$	0.11	\$ \$	0.68	\$ \$	0.32
Dividends declared per common share (1)	\$	0.12	\$	0.10	\$	0.12	\$	0.20

<sup>(1)</sup> The first quarter 2015 dividend was declared on December 3, 2014.

# CORNING INCORPORATED AND SUBSIDIARY COMPANIES CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Unaudited; in millions)

	T	Three mon June		ded		Six mont June		ed
	2	2015		2014		2015		2014
Net income attributable to Corning Incorporated	\$	496	\$	169	\$	903	\$	470
	7		*	- 0,	,	, , ,	т	
Foreign currency translation adjustments and other		(40)		269		(296)		137
Net unrealized (losses) gains on investments				(9)		1		4
Unamortized gains (losses) and prior service credits (costs) for postretirement benefit plans		5		(6)		6		3
Net unrealized gains (losses) on designated hedges				11		5		(3)
Other comprehensive (loss) income, net of tax		(35)		255		(284)		141
Comprehensive income attributable to Corning Incorporated	\$	461	\$	424	\$	619	\$	611

# CORNING INCORPORATED AND SUBSIDIARY COMPANIES CONSOLIDATED BALANCE SHEETS

(Unaudited; in millions, except share and per share amounts)

	J	une 30, 2015	December 31 2014		
Assets					
Current assets:					
Cash and cash equivalents	\$	4,968	\$	5,309	
Short-term investments, at fair value		505		759	
Total cash, cash equivalents and short-term investments		5,473		6,068	
Trade accounts receivable, net of doubtful accounts and allowances		1,545		1,501	
Inventories, net of inventory reserves		1,385		1,322	
Deferred income taxes		291		248	
Other current assets		1,174		1,099	
Total current assets		9,868		10,238	
Investments		1,844		1,801	
Property, plant and equipment, net of accumulated depreciation		12,669		12,766	
Goodwill, net		1,343		1,150	
Other intangible assets, net		700		497	
Deferred income taxes		1,808		1,889	
Other assets		1,656		1,722	
Total Assets	\$	29,888	\$	30,063	
Liabilities and Equity					
Current liabilities:					
Current portion of long-term debt	\$	102	\$	36	
Accounts payable		930		997	
Other accrued liabilities		990		1,291	
Total current liabilities		2,022		2,324	
Long-term debt		3,910		3,227	
Postretirement benefits other than pensions		781		814	
Other liabilities		2,120		2,046	
Total liabilities		8,833		8,411	
Commitments and contingencies					
Shareholders' equity:					
Convertible preferred stock, Series A – Par value \$100 per share; Shares					
authorized 3,100; Shares issued: 2,300		2,300		2,300	
Common stock – Par value \$0.50 per share; Shares authorized 3.8 billion; Shares					
issued: 1,680 million and 1,672 million		840		836	
Additional paid-in capital – common stock		13,578		13,456	
Retained earnings		13,727		13,021	
Treasury stock, at cost; Shares held: 449 million and 398 million		(7,871)		(6,727)	
Accumulated other comprehensive loss		(1,591)		(1,307)	
Total Corning Incorporated shareholders' equity		20,983		21,579	
Noncontrolling interests		72		73	
Total equity		21,055		21,652	
Total Liabilities and Equity	\$	29,888	\$	30,063	

# CORNING INCORPORATED AND SUBSIDIARY COMPANIES CONSOLIDATED STATEMENTS OF CASH FLOWS

(Unaudited; in millions)

		Three mo	nths end	led	Six mon Jun	ths end	led
	- /	2015		2014	2015	,	2014
Cash Flows from Operating Activities:							
Net income	\$	496	\$	169	\$ 903	\$	470
Adjustments to reconcile net income to net cash provided by							
operating activities:							
Depreciation		283		294	562		583
Amortization of purchased intangibles		16		8	28		16
Restructuring, impairment and other charges		1.5		34	25		51
Stock compensation charges		15		13	25		28
Equity in earnings of affiliated companies		(62) 47		(62) 31	(156) 95		(148)
Dividends received from affiliated companies Deferred tax expense provision		36		81	93 31		1,641 103
Restructuring payments		(10)		(6)	(23)		(17)
Employee benefit payments in excess of expense		(2)		(11)	(8)		(28)
(Gains) losses on foreign currency hedges related to		(2)		(11)	(6)		(20)
translated earnings		(162)		141	(191)		139
Unrealized translation (gains) losses on transactions		(62)		(44)	236		(60)
Changes in certain working capital items:		(02)		(11)	230		(00)
Trade accounts receivable		(60)		(32)	(25)		(11)
Inventories		(53)		16	(54)		13
Other current assets		(87)			(100)		28
Accounts payable and other current liabilities		123		29	(191)		(384)
Other, net		29		82	16		56
Net cash provided by operating activities		547		743	1,148		2,480
Coll Elling Com Lond's Addition							
Cash Flows from Investing Activities:		(209)		(222)	(641)		(179)
Capital expenditures		(308)		(232)	(641)		(478) 66
Acquisitions of business, net of cash (paid) received Investment in unconsolidated entities		(22)			(531) (33)		(109)
Proceeds from loan repayments from unconsolidated entities		(33)		6	(33)		(109)
Short-term investments – acquisitions		(286)		(358)	(570)		(803)
Short-term investments – liquidations		543		236	825		574
Realized gains on foreign currency hedges related to translated		343		230	023		374
earnings		172		63	321		152
Other, net				3	J-1		4
Net cash provided by (used in) investing activities		90		(282)	 (623)		(583)
				(===)	 (===)		(000)
Cash Flows from Financing Activities:							
Net repayments of short-term borrowings and current portion of				(2.4)			(42)
long-term debt		(1)		(34)	(1)		(42)
Principal payments under capital lease obligations Proceeds from issuance of short-term debt		(1)		(1)	(1)		(1)
Proceeds from issuance of long-term debt  Proceeds from issuance of long-term debt		2 745		17	2 745		17
(Repayments on) proceeds from issuance of commercial paper		743		(2)	743		416
Proceeds from issuance of preferred stock (1)				(2)			400
Payments from settlement of interest rate swap agreements		(1)			(10)		400
Proceeds from the exercise of stock options		9		34	98		84
Repurchases of common stock for treasury		(616)		(175)	(1,093)		(2,076)
Dividends paid		(173)		(151)	(350)		(287)
Net cash used in financing activities		(35)		(312)	 (609)		(1,489)
Effect of exchange rates on cash		62		1	 (257)		6
Net increase (decrease) in cash and cash equivalents		664		150	 (341)		414
Cash and cash equivalents at beginning of period		4,304		4,968	5,309		4,704
Cash and cash equivalents at end of period	\$	4,968	\$	5,118	\$ 4,968	\$	5,118

<sup>(1)</sup> In the first quarter of 2014, Corning issued 1,900 shares of Preferred Stock to Samsung Display Co., Ltd. in connection with the acquisition of their equity interests in Samsung Corning Precision Materials Co., Ltd. Corning also issued to Samsung Display an additional 400 shares of Preferred Stock at closing, for an issue price of \$400 million in cash.

## CORNING INCORPORATED AND SUBSIDIARY COMPANIES (Unaudited)

#### GAAP Earnings per Common Share

The following table sets forth the computation of GAAP basic and diluted earnings per common share (in

millions, except per share amounts):

		Three mo	onths en e 30,	ded		Six mor	nths endered	ded
		2015		2014	2	2015		2014
Net income attributable to Corning Incorporated	\$	496	\$	169	\$	903	\$	470
Less: Series A convertible preferred stock dividend		24		24		49		45
Net income available to common stockholders – basic		472		145		854		425
Add: Series A convertible preferred stock dividend		24				49		
Net income available to common stockholders - diluted	\$	496	\$	145	\$	903	\$	425
Weighted-average common shares outstanding - basic Effect of dilutive securities:		1,246		1,302		1,257		1,331
Stock options and other dilutive securities		10		13		11		12
Series A convertible preferred stock		115				115		
Weighted-average common shares outstanding - diluted		1,371		1,315		1,383		1,343
Basic earnings per common share  Diluted earnings per common share	\$ <b>\$</b>	0.38 <b>0.36</b>	\$ <b>\$</b>	0.11 <b>0.11</b>	\$ <b>\$</b>	0.68 <b>0.65</b>	\$ <b>\$</b>	0.32 <b>0.32</b>

#### Core Earnings per Common Share

The following table sets forth the computation of core basic and core diluted earnings per common share (in millions, except per share amounts):

Three months ended Six months ended June 30, June 30, 2015 2014 2015 2014 Core net income attributable to Corning Incorporated 522 487 1.006 910 Less: Series A convertible preferred stock dividend 24 24 49 45 Core net income available to common stockholders -498 463 957 865 basic Add: Series A convertible preferred stock dividend 24 24 49 45 Core net income available to common stockholders diluted \$ 522 \$ 487 \$ 1,006 \$ 910 1.302 Weighted-average common shares outstanding - basic 1.246 1.257 1.331 Effect of dilutive securities: Stock options and other dilutive securities 10 13 11 12 Series A convertible preferred stock 115 115 115 106 Weighted-average common shares outstanding diluted 1,430 1,383 1,449 1,371 \$ 0.40 \$ 0.36 \$ 0.76 \$ 0.65 Core basic earnings per common share \$ Core diluted earnings per common share \$ 0.38 \$ \$ 0.73 0.34 0.63

#### CORE PERFORMANCE MEASURES

In managing the Company and assessing our financial performance, we supplement certain measures provided by our consolidated financial statements with measures adjusted to exclude certain items, to arrive at core performance measures. We believe reporting core performance measures provides investors greater transparency to the information used by our management team to make financial and operational decisions. Corning has adopted the use of constant currency reporting for the Japanese yen and Korean won, and uses an internally derived management rate which is closely aligned to our foreign currency hedges. In the first quarter of 2015, we changed the yen-to-dollar management rate from \mathbb{Y93} to \mathbb{Y99} to closely align with the yen-denominated hedges entered into for the years 2015 through 2017. Prior periods presented have been recast based on the new rate.

Net sales, equity in earnings of affiliated companies, and net income are adjusted to exclude the impacts of changes in the Japanese yen and the Korean won, gains and losses on our foreign currency hedges related to translated earnings, acquisition-related costs, discrete tax items, restructuring and restructuring-related charges, certain litigation-related expenses, pension mark-to-market adjustments, and other items which do not reflect on-going operating results of the Company or our equity affiliates. Management discussion and analysis on our reportable segments has also been adjusted for these items, as appropriate. These measures are not prepared in accordance with GAAP. We believe investors should consider these non-GAAP measures in evaluating our results as they are more indicative of our core operating performance and how management evaluates our operational results and trends. These measures are not, and should not be viewed as a substitute for GAAP reporting measures. For a reconciliation of non-GAAP performance measures and a further discussion of the measures, please see "Reconciliation of Non-GAAP Measures" below.

Items which we exclude from GAAP measures to arrive at core performance measures are as follows:

#### (1) Constant-currency adjustments:

Constant-yen: Because a significant portion of Display Technologies segment revenues and manufacturing costs are denominated in Japanese yen, management believes it is important to understand the impact on core earnings of translating yen into dollars. Presenting results on a constant-yen basis mitigates the translation impact of the Japanese yen, and allows management to evaluate performance period over period, analyze underlying trends in our businesses, and establish operational goals and forecasts. As of January 1, 2015, we used an internally derived management rate of  $\S99$ , which is closely aligned to our current yen portfolio of foreign currency hedges, and have recast all periods presented based on this rate in order to effectively remove the impact of changes in the Japanese yen.

Constant-won: Following the acquisition of Samsung Corning Precision Materials and because a significant portion of Corning Precision Materials' costs are denominated in Korean won, management believes it is important to understand the impact on core earnings from translating won into dollars. Presenting results on a constant-won basis mitigates the translation impact of the Korean won, and allows management to evaluate performance period over period, analyze underlying trends in our businesses, and establish operational goals and forecasts without the variability caused by the fluctuations caused by changes in the rate of this currency. We use an internally derived management rate of 1,100, which is consistent with historical prior period averages of the won.

- (2) Foreign currency hedges related to translated earnings: We have excluded the impact of the gains and losses of our foreign currency hedges related to translated earnings for each period presented.
- (3) Acquisition-related costs: These expenses include intangible amortization, inventory valuation adjustments and external acquisition-related deal costs.

- (4) Discrete tax items and other tax-related adjustments: This represents the removal of discrete adjustments attributable to changes in tax law and changes in judgment about the realizability of certain deferred tax assets, as well as other non-operational tax-related adjustments. This item also includes the income tax effects of adjusting from GAAP earnings to core earnings.
- (5) Litigation, regulatory and other legal matters: Includes amounts related to the Pittsburgh Corning Corporation (PCC) asbestos litigation, adjustments to our estimated liability for environmental-related items and other legal matters.
- (6) Restructuring, impairment and other charges: This amount includes restructuring, impairment and other charges, as well as other expenses and disposal costs not classified as restructuring expense.
- (7) Liquidation of subsidiary: The partial impact of non-restructuring related items due to the decision to liquidate a consolidated subsidiary that is not significant.
- (8) Equity in earnings of affiliated companies: These adjustments relate to items which do not reflect expected on-going operating results of our affiliated companies, such as restructuring, impairment and other charges and settlements under "take-or-pay" contracts.
- (9) Impacts from the acquisition of Samsung Corning Precision Materials: Pre-acquisition gains and losses on previously held equity investment and other gains and losses related to the acquisition, including post-combination expenses, fair value adjustments to the indemnity asset related to contingent consideration and the impact of the withholding tax on a dividend from Samsung Corning Precision Materials.
- (10) Post-combination expenses: Post-combination expenses incurred as a result of an acquisition in the first quarter of 2015.
- (11) Pension mark-to-market: Mark-to-market pension gains and losses, which arise from changes in actuarial assumptions and the difference between actual and expected returns on plan assets and discount rates.

### Three Months Ended June 30, 2015

(Unaudited; amounts in millions, except percentages and per share amounts)

			Th	nree m	onths en	ded Ju	ne 30, 20	015	
				In	come				
				b	efore			Effective	
	Net	Eq	uity	in	come	N	Vet	tax	Per
	sales	ear	nings	t	axes	inc	ome	rate	share
As reported	\$ 2,343	\$	62	\$	606	\$	496	18.2%	0.36
Constant-yen (1)	174		2		141		104		0.08
Constant-won (1)					1				
Foreign currency hedges related to translated earnings									
(2)					(162)	(	(101)		(0.07)
Acquisition-related costs (3)					12		7		0.01
Litigation, regulatory and other legal matters (5)					2		1		
Restructuring, impairment and									
other charges (6)					3		2		
Equity in earnings of affiliated									
companies (8)			7		7		7		0.01
Impacts from the acquisition of Samsung Corning									
Precision Materials (9)					(11)		(9)		(0.01)
Post-combination									
expenses (10)					16		10		0.01
Pension mark-to-market (11)					8		5		
Core performance measures	\$ 2,517	\$	71	\$	623	\$	522	16.2%	0.38

#### Three Months Ended June 30, 2014

(Unaudited; amounts in millions, except percentages and per share amounts)

		Th	ree m	onths en	ded Ju	ine 30, 2	014	
			In	come				
			b	efore			Effective	
	Net	quity	in	come	_ '	Net	tax	Per
	sales	nings		axes		come	rate	share
As reported	\$ 2,482	\$ <b>62</b>	\$	341	\$	169	50.4%	0.11
Constant-yen (1) *	30			26		19		0.01
Constant-won (1)				17		12		0.01
Foreign currency hedges related to translated								
earnings (2)				141		82		0.06
Acquisition-related costs (3)				10		7		
Discrete tax items and other								
tax-related adjustments (4)						164		0.11
Litigation, regulatory and								
other legal matters (5)				4		2		
Restructuring, impairment and								
other charges (6)				39		29		0.02
Equity in earnings of affiliated								
companies (8)		(5)		(5)		(5)		
Impacts from the acquisition								
of Samsung Corning								
Precision Materials (9)				10		8		0.01
Core performance measures	\$ 2,512	\$ 57	\$	583	\$	487	16.5%	0.34

<sup>\*</sup> In the first quarter of 2015, we changed the yen-to-dollar management rate from ¥93 to ¥99 to closely align with the yen-denominated hedges entered into for the years 2015 through 2017. Prior periods presented have been recast based on the new rate.

#### Three Months Ended June 30, 2015 and 2014

(Unaudited; amounts in millions, except percentages)

	T	hree months en	ded June 30, 20	015		Thre	e months ended	June 30, 2014	
•	Net sales	Gross margin	Gross margin	Selling, general and admin. expenses	Net sales	Gross margin	Gross margin %	Selling, general and admin. expenses	Research development and engineering expenses
As reported	\$2,343	\$ 975	42%	\$337	\$2,482	\$1,032	42%	\$322	\$208
Constant-									
yen (1)*	174	140			30	26		1	
Constant-won						13		(2)	(2)
Acquisition- related costs (3)				4					
Restructuring, impairment and other									
charges (6) Impacts from the acquisition of Samsung Corning		3				18		16	
Precision Materials (9) Post-combination		2		12		14			
expenses (10)				(16)					
Pension mark-to- market (11)				(8)					
Core performance measures	\$2,517	\$1,120	45%	\$329	\$2,512	\$1,103	44%	\$337	\$206

<sup>\*</sup> In the first quarter of 2015, we changed the yen-to-dollar management rate from ¥93 to ¥99 to closely align with the yen-denominated hedges entered into for the years 2015 through 2017. Prior periods presented have been recast based on the new rate.

## **Display Technologies Segment**

#### Three Months Ended June 30, 2015 and 2014

(Unaudited; amounts in millions, except percentages)

	Three months ended June 30, 2015				Т	hree mo June 3		% Increase/decrease		
		Net ales		Net come		Net ales	Net come	Net sales	Net income	
As reported	\$	789	\$	303	\$	987	\$ 282	(20)%	7%	
Constant-yen (1) *		174		105		30	19			
Constant-won (1)							11			
Foreign currency hedges										
related to translated										
earnings (2)				(108)			(53)			
Acquisition-related costs (3)							2			
Discrete tax items and other tax-related adjustments (4)							4			
Restructuring, impairment										
and other charges (6)							27			
Impacts from the acquisition										
of Samsung Corning										
Precision Materials (9)				(10)			8			
Core performance measures	\$	963	\$	290	\$	1,017	\$ 300	(5)%	(3)%	

<sup>\*</sup> In the first quarter of 2015, we changed the yen-to-dollar management rate from ¥93 to ¥99 to closely align with the yen-denominated hedges entered into for the years 2015 through 2017. Prior periods presented have been recast based on the new rate.

### Optical Communications Segment Three Months Ended June 30, 2015 and 2014

(Unaudited; amounts in millions, except percentages)

	T	hree mo June 3			1	Three mo June 3	% Increas	% Increase/decrease			
	Net sales		Net income		Net sales		Net income		Net sales	Net income	
As reported – GAAP	\$	800	\$	77	\$	686	\$	61	17%	26%	
Acquisition-related costs (3)				4				2			
Post combination expenses (10)				10							
Core performance	\$	800	\$	91	\$	686	\$	63	17%	44%	

# **Environmental Technologies Segment Three Months Ended June 30, 2015 and 2014**

(Unaudited; amounts in millions, except percentages)

	Three months ended June 30, 2015			T	hree mo June 3			% Increase/decrease		
		let iles		let ome		Net ales	_	Net come	Net sales	Net income
As reported and Core performance measures	\$	260	\$	46	\$	285	\$	47	(9)%	(2)%

### FINANCIAL MEASURE

## Specialty Materials Segment Three Months Ended June 30, 2015 and 2014

(Unaudited; amounts in millions, except percentages)

	Т	hree moi June 3		T	hree mo	nths en 0, 2014		% Increase/decrease		
		Net ales	Net come		Net ales	_	Net come	Net sales	Net income	
As reported	\$	272	\$ 44	\$	298	\$	39	(9)%	13%	
Constant-yen (1) * Foreign currency			(2)							
hedges related to										
translated earnings (2)							3			
Restructuring,										
impairment and other charges (6)			2				3			
Core performance										
measures	\$	272	\$ 44	\$	298	\$	45	(9)%	(2)%	

<sup>\*</sup> In the first quarter of 2015, we changed the yen-to-dollar management rate from ¥93 to ¥99 to closely align with the yen-denominated hedges entered into for the years 2015 through 2017. Prior periods presented have been recast based on the new rate.

## Life Sciences Segment

### Three Months Ended June 30, 2015 and 2014

(Unaudited; amounts in millions, except percentages)

	T	Three months ended June 30, 2015				hree mo June 3	nths en 0, 2014	% Increase/decrease		
As reported Acquisition-related costs (3)	Net sales		Net income		Net sales		Net income		Net sales	Net income
	\$	211	\$	<b>18</b> 3	\$	223	\$	<b>18</b>	(5)%	
Core performance measures	\$	211	\$	21	\$	223	\$	22	(5)%	(5)%

## **Dow Corning Corporation**

## Three Months Ended June 30, 2015 and 2014

(Unaudited; amounts in millions, except percentages)

	en Jur	months ded ne 30, 015	Three months ended June 30, 2014		% Increase/ decrease
As reported	\$	57	\$	54	
Equity in earnings of affiliated companies (8)		6		(5)	
Core performance measures	\$	63	\$	49	29%

### Three Months Ended June 30, 2015 and 2014

(Unaudited; amounts in millions)

	Thre e Ju	Three months ended June 30, 2014		
Cash flows from operating activities	\$	547	\$	743
Cash flows from investing activities		90		(282)
Plus: Short-term investments – acquisitions		286		358
Less: Short-term investments – liquidations		(543)		(236)
Free cash flow	\$	380	\$	583