**Owens Corning** Form 4 February 04, 2015

#### FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or

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

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

of

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response...

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

1(b).

\$.01 Par Value

Common (ESPP) (2) \$.01 Par Value

Common

11/28/2014

02/02/2015

(Print or Type Responses)

(Print or Type I	Kesponses)						
1. Name and A Schmidt Ke	Address of Reporting ally J.	Symb		5. Relationship of Reporting Person(s) to Issuer			
			ns Corning [OC]	(Check all applicable)			
ONE OWE	NS CORNING	(Mon	te of Earliest Transaction th/Day/Year) 2/2015	Director 10% OwnerX_ Officer (give title Other (specify below)			
			Amendment, Date Original Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
TOLEDO,	ОН 43659			Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities A	equired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code (Instr. 3, 4 and 5)	Ownership Indirect Beneficially Form: Direct Beneficial Owned (D) or Ownership Following Indirect (I) (Instr. 4) Transaction(s) (Instr. 3 and 4)			
\$.01 Par Value Common (ESPP) (1)	05/30/2014		A V 451 A \$ 32.99	12 395 D			

V 180

647 (3) D

12,575

11,928

D

D

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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.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<ol> <li>Title of</li> </ol>	2.	3. Transaction Date	3A. Deemed	4.	5.		6. Date Exerc	cisable and	7. Tit	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amount of		Derivative	
Security	or Exercise		any	Code	of		(Month/Day/	Year)	Unde	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr.	8) Deri	vative			Secur	rities	(Instr. 5)
	Derivative				Secu	ırities			(Instr	. 3 and 4)	
	Security				Acqı	uired					
	·				(A) (	or					
					` ′	osed					
					of (I						
					(Inst	· /					
					4, an	- 1					
					,	/					
										Amount	
							Date	Expiration		or	
								•	Title	Number	
							LACICISAUIC			of	
				Code	V (A)	(D)				Shares	

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Schmidt Kelly J. ONE OWENS CORNING PARKWAY TOLEDO, OH 43659

Vice President, Controller

### **Signatures**

Raj B. Dave by POA filed on 02/04/2014

02/04/2015

\*\*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).
- The reporting person is voluntarily reporting the acquisition of shares of the issuer's common stock pursuant to the Owens Corning (1) Employee Stock Purchase Plan ("ESPP"), for the ESPP purchase period December 1, 2013 through May 30, 2014. This transaction is a
- (1) Employee Stock Purchase Plan ("ESPP"), for the ESPP purchase period December 1, 2013 through May 30, 2014. This transaction is also exempt under Rule 16b-3(c).
- The reporting person is voluntarily reporting the acquisition of shares of the issuer's common stock pursuant to the Owens Corning (2) Employee Stock Purchase Plan ("ESPP"), for the ESPP purchase period June 2, 2014 through November 28, 2014. This transaction is also exempt under Rule 16b-3(c).
- (3) Shares automatically withheld upon vesting of restricted stock to satisfy tax withholding obligations.

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

Reporting Owners 2

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