**Owens Corning** Form 4 February 14, 2017

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

5. Relationship of Reporting Person(s) to

3235-0287

January 31, Expires: 2005

**OMB APPROVAL** 

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

Check this box

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 See Instruction

2. Issuer Name and Ticker or Trading

1(b).

Value

(Print or Type Responses)

1. Name and Address of Reporting Person \*

McMonagle James J			Symbol Owens Corning [OC]				Issuer			
(Last)	(First)		3. Date of Earliest Transaction				(Check all applicable)			
ONE OWENS CORNING PARKWAY			07/29/2014							
(Street)			Filed(Month/Day/Year) Ap				. Individual or Joint/Group Filing(Check applicable Line)  X_Form filed by One Reporting Person			
TOLEDO,	OH 43659		Pe				Form filed by More than One Reporting Person			
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code ear) (Instr. 8)	orDisposed of (Instr. 3, 4	of (D) and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
\$.01 Par Value Common	07/29/2014		Code V	88.668 (1)	(D)	Price \$ 35.37	50,880.899	D		
\$.01 Par Value Common	07/29/2014		P	26.858 (1)	A	\$ 35.22	50,907.757	D		
\$.01 Par Value Common	11/04/2014		P	127.986 (1)	A	\$ 32.07	51,035.743	D		
\$.01 Par	01/20/2015		P	109.169	A	\$ 37.78	51,144.912	D		

(1) (2)

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Common							
\$.01 Par Value Common	04/02/2015	P	104.269 (1)	A	\$ 42.21	51,249.181	D
\$.01 Par Value Common	08/04/2015	P	79.82 <u>(1)</u>	A	\$ 44.71	51,329.001	D
\$.01 Par Value Common	11/03/2015	P	78.258 (1)	A	\$ 45.78	51,407.259	D
\$.01 Par Value Common	01/19/2016	P	82.354 (1)	A	\$ 42.8	51,489.613	D
\$.01 Par Value Common	04/04/2016	P	78.384 (1) (3)	A	\$ 47.63	51,567.997	D
\$.01 Par Value Common	08/02/2016	P	50.483 (1)	A	\$ 54.13	51,618.48	D
\$.01 Par Value Common	11/02/2016	P	21.068 (1) (4)	A	\$ 48.8019	51,639.065 (5)	D
\$.01 Par Value Common	02/10/2017	A	577 <u>(6)</u>	A	\$ 0	52,216.065	D

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)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	<b>.</b>	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amount or	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Number of Shares

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

McMonagle James J
ONE OWENS CORNING PARKWAY X
TOLEDO, OH 43659

# **Signatures**

Raj B. Dave, Attorney-in-Fact 02/14/2017

\*\*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) Consists of shares purchased through broker-administered dividend reinvestments previously unreported due to inadequate notice from the brokers.
- The Reporting Person's purchase of these shares was matchable under Section 16(b) of the Securities Exchange Act of 1934, as amended ("Section 16(b)"), to the extent of 109.169 shares, with the Reporting Person's sale of 109.169 shares at a price of \$40.20 per share on May 21, 2015. The Reporting Person has paid the Issuer by check \$264.19, representing the full amount of the profit deemed realized in connection with the short-swing transaction.
- The Reporting Person's purchase of these shares was matchable under Section 16(b) to the extent of 78.384 shares, with the Reporting (3) Person's sale of 78.384 shares at a price of \$53.90 per share on August 8, 2016. The Reporting Person has paid the Issuer by check \$491.47, representing the full amount of the profit deemed realized in connection with the short-swing transaction.
- The Reporting Person's purchase of these shares was matchable under Section 16(b) to the extent of 21.068 shares, with the Reporting (4) Person's sale of 21.068 shares at a price of \$53.90 per share on August 8, 2016. The Reporting Person has paid the Issuer by check \$107.41, representing the full amount of the profit deemed realized in connection with the short-swing transaction.
- (5) The total amount does not include 0.483 fractional shares that were cashed out during a previous transaction.
- (6) Deferred share portion of fourth quarter 2016 quarterly Director retainer/fees.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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