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SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549

This Report is sequentially paged 1 through 24. Exhibit Index is on p. 20.

FORM 10-Q

PLAINTIFF'S EXHIBIT
06973.00

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

For the Quarterly Period Ended September 30, 1992 | Commission File No. 1-3660

Owens-Corning Fiberglas Corporation

PROCESSED BY
24/22 p
NOV 17 1992
DISCLOSURE INCORPORATED

Fiberglas Tower, Toledo, Ohio 43659

L3A

Telephone No. (419)248-8000

A Delaware Corporation

I.R.S. Employer Identification No. 34-4323452

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes ✓ No ______

Shares of common stock, par value $.10 per share, outstanding at October 31, 1992

42,047,158

PLAINTIFF'S EXHIBIT
WV-002329

PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF INCOME

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	1992	1991	1992	1991
	(In millions of dollars, except share data)			
NET SALES	$ 786	$ 749	$ 2,144	$ 2,096
COST OF SALES	613	580	1,685	1,659
Gross margin	173	169	459	437
OTHER EXPENSES				
Marketing and administrative expenses	79	68	225	212
Science and technology expenses	17	14	47	41
Provision for asbestos litigation claims	-	6	-	18
Other	6	15	15	37
Total other expenses	102	103	287	308
INCOME FROM OPERATIONS	71	66	172	129
Cost of borrowed funds	(27)	(31)	(86)	(102)
INCOME BEFORE PROVISION FOR INCOME TAXES	44	35	86	27
Provision for income taxes (Note 5)	11	11	27	17
INCOME BEFORE EQUITY IN NET INCOME (LOSS) OF AFFILIATES	33	24	59	10
Equity in net income (loss) of affiliates	(1)	2	1	4
INCOME BEFORE EXTRAORDINARY ITEMS AND CUMULATIVE EFFECT OF ACCOUNTING CHANGE	32	26	60	14
Extraordinary items (Notes 3 and 5)	-	-	(1)	-
Cumulative effect of accounting change for other post retirement benefits net of income taxes of $117 million	-	-	-	(227)
NET INCOME (LOSS)	$ 32	$ 26	$ 59	$ (213)

The accompanying notes are an integral part of this statement.

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF INCOME
(Continued)

	For the Three Months Ended September 30, 1992	For the Three Months Ended September 30, 1991	For the Nine Months Ended September 30, 1992	For the Nine Months Ended September 30, 1991
	(In millions of dollars, except share data)			
NET INCOME PER COMMON SHARE				
Primary:				
Income before extraordinary items and cumulative effect of accounting change	$ .75	$ .62	$ 1.38	$ .36
Extraordinary items (Notes 3 and 5)	-	-	(.02)	-
Cumulative effect of accounting change for other postretirement benefits	-	-	-	(5.56)
Net income (loss) per share	$ .75	$ .62	$ 1.36	$ (5.20)
Assuming full dilution:				
Income before extraordinary items and cumulative effect of accounting change	$ .71	$ .59	$ 1.37	$ .36
Extraordinary items (Notes 3 and 5)	-	-	(.02)	-
Cumulative effect of accounting change for other postretirement benefits	-	-	-	(5.56)
Net income (loss) per share	$ .71	$ .59	$ 1.35	$ (5.20)
Weighted average number of common shares outstanding and common equivalent shares during the period (in thousands):				
Primary:	43,107	42,599	42,981	40,783
Assuming full dilution:	48,919	48,428	48,806	40,783

The accompanying notes are an integral part of this statement.

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEET

ASSETS	September 30, 1992	December 31, 1991
	(In millions of dollars)	
CURRENT		
Cash and cash equivalents	$ 4	$ 3
Receivables	451	308
Inventories (Note 6)	222	219
Deferred income taxes	91	76
Other current assets	16	13
Total current	784	619
OTHER		
Goodwill	86	96
Investments in affiliates	47	45
Deferred income taxes	420	416
Other noncurrent assets	56	60
Total other	609	617
PLANT AND EQUIPMENT, at cost		
Land	48	51
Buildings and leasehold improvements	554	555
Machinery and equipment	1,885	1,880
Construction in progress	46	41
	2,533	2,527
Less—Accumulated depreciation (Note 2)	(1,697)	(1,657)
Net plant and equipment	836	870
TOTAL ASSETS	$ 2,229	$ 2,106

The accompanying notes are an integral part of this statement.

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEET
(Continued)

LIABILITIES AND STOCKHOLDERS' EQUITY	September 30, 1992	December 31, 1991
	(In millions of dollars)	
CURRENT		
Accounts payable and accrued liabilities	$ 419	$ 409
Accrued income taxes	10	15
Short-term debt	31	6
Long-term debt - current portion	52	18
Total current	512	448
LONG-TERM DEBT (Note 3)	1,121	1,148
OTHER		
Reserve for asbestos litigation claims	940	950
Other postretirement benefits liability	352	343
Reserve for rebuilding furnaces	120	113
Pension plan liability	59	54
Other	141	126
Total other	1,612	1,586
COMMITMENTS AND CONTINGENCIES (Note 8)		
STOCKHOLDERS' EQUITY		
Preferred stock, no par value; authorized 8,000,000 shares, non outstanding		
Common stock, par value $.10 per share; authorized 100,000,000 shares; issued 42,041,357 shares at September 30, 1992, 41,651,754 shares at December 31, 1991	294	285
Deficit	(1,316)	(1,375)
Foreign currency translation adjustments	15	24
Other	(9)	(10)
Total stockholders' equity	(1,016)	(1,076)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 2,229	$ 2,106

The accompanying notes are an integral part of this statement.

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS

	For the Three Months Ended September 30, 1992	For the Three Months Ended September 30, 1991	For the Nine Months Ended September 30, 1992	For the Nine Months Ended September 30, 1991
	(In millions of dollars)			
NET CASH FLOW FROM OPERATIONS				
Net income (loss)	$ 32	$ 26	$ 59	$ (213)
Reconciliation of net cash provided by operating activities:				
Noncash items:				
Cumulative effect of accounting change for other postretirement benefits	-	-	-	227
Provision for asbestos litigation claims	-	6	-	18
Provision for depreciation and amortization	31	33	91	97
Provision for rebuilding furnaces	7	6	21	21
Provision (credit) for deferred income taxes	(7)	(24)	(19)	(30)
Extraordinary items	-	-	1	-
Other	2	4	7	17
Uninsured asbestos claims and insurance deductibles	(1)	-	(6)	1
(Increase) decrease in receivables	3	2	(142)	(50)
(Increase) decrease in inventories	13	16	-	32
Increase (decrease) in accounts payable and accrued liabilities	33	15	16	15
Increase (decrease) in accrued income taxes	(7)	19	(5)	8
Other	5	(14)	10	(4)
Net cash flow from operations	111	89	33	139
NET CASH FLOW FROM INVESTING				
Additions to plant and equipment	(26)	(17)	(71)	(58)
Expenditures for rebuilding furnaces	(4)	(4)	(13)	(16)
Other	4	(3)	7	(4)
Net cash flow from investing	(26)	(24)	(77)	(78)

The accompanying notes are an integral part of this statement.

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS
(Continued)

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	1992	1991	1992	1991
	(In millions of dollars)			
NET CASH FLOW FROM FINANCING				
Net additions (reductions) in long-term credit facilities	$ (68)	$ (128)	$ (32)	$ (301)
Other additions to long-term debt (Note 3)	-	104	337	436
Other reductions to long-term debt (Note 3)	(3)	(43)	(289)	(69)
Net increase (decrease) in short-term debt	(15)	(4)	24	(134)
Other	-	4	5	4
Net cash flow from financing	(86)	(67)	45	(64)
Net increase (decrease) in cash and cash equivalents	(1)	(2)	1	(3)
Cash and cash equivalents at beginning of period	5	6	3	7
Cash and cash equivalents at end of period	$ 4	$ 4	$ 4	$ 4

The accompanying notes are an integral part of this statement.

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

(1) GENERAL

The financial statements included in this Report are condensed and unaudited, pursuant to certain Rules and Regulations of the Securities and Exchange Commission, but include, in the opinion of the Company, adjustments necessary for a fair statement of the results for the periods indicated, which, however, are not necessarily indicative of results which may be expected for the full year.

In connection with the condensed financial statements and notes included in this Report, reference is made to the financial statements and notes thereto contained in the Company's 1991 Annual Report on Form 10-K, as filed with the Securities and Exchange Commission.

(2) CHANGE IN ACCOUNTING METHOD

Effective January 1, 1992, the Company adopted the straight-line method of depreciation for all additions to plant and equipment on or after that date. Plant and equipment placed in service prior to fiscal 1992 is depreciated primarily using the double-declining balance method for the first half of an asset's estimated useful life and then the straight-line method is used. The Company believes that the change in depreciation method is preferable and is more consistent with the method used by the majority of companies in similar lines of business. This change in depreciation method has not had a material effect on the 1992 financial statements.

(3) LONG-TERM DEBT

In May 1992 the Company issued $300 million of debentures in two parts. The first part consisted of $150 million of debentures due June 1, 2002, with an effective interest rate of 8.897%. Interest is accrued at the rate of 8.875% of the face amount. The second part consisted of $150 million of debentures due June 1, 2012, with an effective interest rate of 9.418%. Interest is accrued at the rate of 9.375% of the face amount. Interest is paid semi-annually for both issues. The net proceeds were used to retire the remaining balance of the senior subordinated debentures and other indebtedness.

During the second quarter 1992 the Company called, prior to maturity, its senior subordinated debentures having a face value of $240 million which resulted in a noncash extraordinary loss due to the remaining issuance costs of approximately $2 million, or $.05 per share, net of related income taxes.

During the third quarter 1992 the Company called, prior to maturity, its 12% sinking fund debentures having a face value of $36 million which resulted in an extraordinary loss of approximately $1 million, or $.02 per share, net of related income taxes.

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Continued)

(4) SEGMENTS

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	1992	1991	1992	1991
BUSINESS SEGMENTS:	(In millions of dollars)			
NET SALES				
Construction Products				
United States	$ 473	453	$ 1,220	$ 1,201
Canada and other	72	70	189	187
Industrial Materials				
United States	120	111	365	318
Europe and other	121	115	370	390
	786	749	2,144	2,096
Intercompany sales				
Industrial Materials				
United States	32	22	92	66
Europe and other	14	6	37	12
Eliminations	(46)	(28)	(129)	(78)
	-	-	-	-
Consolidated net sales	$ 786	$ 749	$ 2,144	$ 2,096
INCOME FROM OPERATIONS				
Construction Products				
United States	$ 48	$ 44	$ 72	$ 65
Canada and other	7	7	10	7
Industrial Materials				
United States	23	18	78	48
Europe and other	4	14	32	52
General corporate expense	(11)	(17)	(20)	(43)
Income from operations	71	66	172	129
Cost of borrowed funds	(27)	(31)	(86)	(102)
Income before provision for income taxes	$ 44	$ 35	$ 86	$ 27

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Continued)

(4) SEGMENTS (CONTINUED)

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	1992	1991	1992	1991
GEOGRAPHIC SEGMENTS:	(In millions of dollars)			
NET SALES				
United States	$ 593	$ 564	$ 1,585	$ 1,519
Europe and other	133	113	397	391
Canada	60	72	162	186
	786	749	2,144	2,096
Intercompany sales				
United States	32	22	92	66
Europe and other	3	2	6	3
Canada	11	4	31	9
Eliminations	(46)	(28)	(129)	(78)
	-	-	-	-
Consolidated net sales	$ 786	$ 749	$ 2,144	$ 2,096
INCOME FROM OPERATIONS				
United States	$ 71	$ 62	$ 150	$ 113
Europe and other	6	15	37	55
Canada	5	6	5	4
General corporate expense	(11)	(17)	(20)	(43)
Income from operations	71	66	172	129
Cost of borrowed funds	(27)	(31)	(86)	(102)
Income before provision for income taxes	$ 44	$ 35	$ 86	$ 27

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Continued)

(5) INCOME TAXES

The reconciliation between the U.S. federal statutory rate and the Company's consolidated effective income tax rate is:

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	1992	1991	1992	1991
U. S. federal statutory rate	34%	34%	34%	34%
Operating losses of foreign subsidiaries	1	8	6	43
Difference between foreign tax rates and U.S. statutory rate	2	(8)	-	(13)
Provision for taxes on undistributed earnings of foreign subsidiaries	(13)	(2)	(8)	(2)
State and local income taxes	-	(1)	-	(1)
Other	-	(2)	-	(2)
Effective tax rate	24%	29%	32%	59%

At September 30, 1992, the Company had a cumulative book net operating loss of $120 million for certain of the Company's foreign subsidiaries, the tax benefit of which has not been reflected in the financial statements.

Provision has been made for U.S. federal income taxes to be paid on that portion of the undistributed earnings of certain foreign subsidiaries expected to be remitted to the parent company. The Company has not provided income taxes on the undistributed earnings of foreign subsidiaries that are deemed to be permanently reinvested. In the event these earnings are ultimately remitted to the Company, it is anticipated that foreign tax credits will be available to offset a portion of the U.S. income taxes payable.

During the nine months ended September 30, 1992, the Company utilized book net operating loss carryforwards which resulted in an extraordinary credit of approximately $2 million, or $.05 per share.

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Continued)

(6) INVENTORIES

Inventories are summarized as follows:

	September 30, 1992	December 31, 1991
	(In millions of dollars)	
Finished goods	$ 208	$ 192
Materials and supplies	111	122
	319	314
Less: Reduction to LIFO basis	(97)	(95)
	$ 222	$ 219

Approximately $74 million and $99 million of net inventories were valued using the LIFO method at September 30, 1992 and December 31, 1991, respectively.

(7) CONSOLIDATED STATEMENT OF CASH FLOWS

Cash payments for income taxes and cost of borrowed funds are summarized as follows:

	For the Three Months Ended September 30, 1992	1991	For the Nine Months Ended September 30, 1992	1991
Income taxes	$ 26	$ 19	$ 44	$ 38
Cost of borrowed funds	22	16	77	65

(8) CONTINGENT LIABILITIES

The Company is a co-defendant with former manufacturers and distributors of products containing asbestos and with miners and suppliers of asbestos fibers (collectively, the Producers) in personal injury and property damage litigation. The personal injury claimants generally allege injuries to their health caused by inhalation of asbestos fibers from the Company's products. Many of the claimants have little, if any, impairment to their health and many of the claims involve workers from occupations with limited, if any, exposure to the Company's asbestos products. The property damage claims generally allege property damage to school, public and commercial buildings resulting from the presence of products containing asbestos. Virtually all of the asbestos-related lawsuits against the Company arise out of its manufacture, distribution, sale or installation of an asbestos-containing calcium silicate, high temperature insulation product, the manufacture of which was discontinued in 1972.

As of September 30, 1992, approximately 85,600 asbestos personal injury claims were pending against the Company. The Company received approximately 18,700 such claims in 1992 (through September 30), 20,900 in 1991 and 22,500 in 1990.

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Continued)

(8) CONTINGENT LIABILITIES (CONTINUED)

Through September 30, 1992, the Company had resolved (by settlement or otherwise) approximately 92,700 asbestos personal injury claims, 18,700 of which were resolved in 1992. During 1991, the Company resolved approximately 15,500 asbestos personal injury claims and incurred total indemnity payments of $145 million (an average of approximately $9,300 per case). During 1990, the Company resolved approximately 12,200 such claims and incurred total indemnity payments of $117 million (an average of approximately $9,600 per case). As of September 30, 1992, the Company had agreed in principle to settle approximately 26,000 additional cases (including over 9,000 cases that were settled in connection with consolidated trial proceedings in the Circuit Court for Baltimore City, Maryland) which will be processed and reflected in settlements during 1992 and future years. Although the precise amounts are subject to certain contingencies, the average payment in these additional cases is expected to be somewhat higher than the Company's settlement averages in 1990 and 1991. This expected increase is attributable principally to the Baltimore settlements. The Company's indemnity payments have varied considerably over time and from case to case, and are affected by a multitude of factors. These include the type and severity of the disease sustained by the claimant (i.e., mesothelioma, lung cancer, other types of cancer, asbestosis or pleural changes); the occupation of the claimant; the extent of the claimant's exposure to asbestos-containing products manufactured or sold by the Company; the extent of the claimant's exposure to asbestos-containing products manufactured or sold by other Producers; the number and financial resources of other Producer defendants; the jurisdiction of suit; the presence or absence of other possible causes of the claimant's illness; the availability or not of legal defenses such as the statute of limitations or state of the art; whether the claim was resolved on an individual basis or as part of a group settlement; and whether the claim was settled directly by the Company or by the Asbestos Claims Facility (the "ACF"). The ACF, which had been in operation since June 1985 to provide for the joint evaluation, settlement and defense of asbestos personal injury claims by the Company and certain other Producers and insurance companies, dissolved on October 3, 1988. The Company's per case indemnity payments have decreased since the dissolution of the ACF.

The courts and litigants are engaged in various efforts to develop suitable methods for resolving certain of the problems associated with the asbestos personal injury litigation (including the accumulation of a large backlog of cases awaiting trial in certain federal and state courts; the high transaction costs, both for plaintiffs and defendants, of the preparation and trial of such lawsuits; and the weakened financial condition of certain of the defendants). For example, on July 29, 1991, the Judicial Panel on Multi-district Litigation issued an order transferring all asbestos personal injury cases pending in the federal courts to the United States District Court for the Eastern District of Pennsylvania, before Judge Charles R. Weiner, for coordinated pre-trial proceedings. The federal caseload represents approximately one-third of the total number of cases pending against the Company; the remaining two-thirds of the cases are pending in state court and are not affected by the Panel's order. Other developments include the institution or consideration of so-called "pleural registries" or inactive dockets for plaintiffs who do not allege significant functional impairment as a result of asbestos exposure; consolidated trials involving numerous plaintiffs (including a consolidated trial of the claims of over 8,000 plaintiffs in state court in Baltimore, Maryland, which claims have recently been settled by the Company, except for the claims of approximately 400 plaintiffs which have been severed for possible later trial); the Chapter 11 bankruptcy filings of Celotex, Eagle-Picher Industries and H.K. Porter, formerly co-defendants with the Company in most of the pending asbestos personal injury lawsuits; the effort by Eagle-Picher Industries, prior to its bankruptcy, to obtain certification of a mandatory federal limited fund class action involving all present and future asbestos personal injury

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Continued)

(8) CONTINGENT LIABILITIES (CONTINUED)

claims; the approval by the federal district and bankruptcy courts of a purported mandatory federal limited fund class action settlement restructuring the Manville Personal Injury Settlement Trust, which approval is now on appeal to the United States Court of Appeals for the Second Circuit; and the filing by certain plaintiffs in July 1990 of a purported national class action against approximately 80 Producer defendants (including the Company) in federal court in Beaumont, Texas (this proceeding has been transferred to the Eastern District of Pennsylvania pursuant to the Panel order and is currently inactive). The Company is actively engaged in discussions with other defendants and with various plaintiffs' counsel concerning the possible negotiation of a consensual settlement of the asbestos personal injury litigation. These negotiations are in an early stage and it is not possible to predict their outcome.

The indemnity payments, defense fees and expenses related to asbestos personal injury claims are covered by the Company's products liability insurance policies, subject to deductibles, exclusions, retentions and policy limits. The so-called Wellington Agreement resolved certain disputes between subscribing Producers and subscribing insurers and confirmed favorable application of insurance coverage to the Company by signatory insurers for asbestos personal injury claims. These insurance provisions of the Wellington Agreement remain in effect despite the dissolution of the ACF.

Most of the asbestos-related claims pending against the Company request punitive damages as well as compensatory damages. During 1992 (through September 30), a total of approximately $13 million in punitive damages was entered against the Company in four trials involving seven plaintiffs (including $7.5 million in a trial involving three plaintiffs in Illinois and $4 million in a trial involving a single plaintiff in California). Prior to 1992, a total of $45 million in punitive damages was awarded against the Company (including $25 million in a trial involving a single plaintiff in the Virgin Islands, which award was subsequently reduced by the court to $1 million). Depending on insurance policy language, applicable law and agreements with its carriers, punitive damage awards against the Company may or may not be covered, in whole or in part, by insurance.

As of December 31, 1991, the Company had approximately $1.13 billion in unexhausted insurance coverage (inclusive of $230 million of deductibles described below) under products liability insurance policies applicable to asbestos personal injury claims. This amount excluded approximately $116 million in coverage under products liability insurance policies issued by carriers that were the subject of insolvency proceedings. In 1991, the Company settled claims against the Ohio Insurance Guaranty Association in respect of the coverage from these insolvent carriers for $29 million. In addition, the Company has substantial unexhausted insurance coverage under certain non-products liability insurance policies; an as yet undetermined amount of coverage under such policies may be available for payment of asbestos personal injury claims and associated defense fees and expenses.

All of the Company's products liability insurance policies cover defense fees and expenses, and indemnity payments. Historically, certain of the Company's policies (so called "G" policies) covered defense fees and expenses without reducing amounts available under the policies for indemnity payments. Under other Company policies, the payment of defense fees and expenses reduces the amount available for indemnity payments. The Company's G policy coverage exhausted in April 1992 and the Company currently estimates that defense fees and expenses for the remainder of 1992 will be approximately $40-50 million.

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Continued)

(8) CONTINGENT LIABILITIES (CONTINUED)

The Company has filed suit against certain of its insurance carriers concerning the proper interpretation of the "per occurrence" deductible provisions of certain of its products liability insurance policies. The Company takes the position that the manufacture and sale of its asbestos-containing products constituted a single occurrence for purposes of calculation of the applicable deductibles, whereas the insurers contend that each asbestos personal injury claim constitutes a separate occurrence. If the insurance carriers' position is sustained by the courts, the Company would have to pay, over a period of years, a total of approximately $230 million in deductibles if it were to fully access its unexhausted products liability insurance applicable to asbestos personal injury claims. If the Company's position is sustained, the Company will obtain an additional $71 million in products liability insurance coverage and would be required to pay approximately $80 million in deductibles if it were to fully access its unexhausted insurance coverage.

The Company expects additional asbestos personal injury claims to be filed in the future. The Company took a non-recurring charge to earnings of $800 million in 1991 to reflect the Company's best estimate of the uninsured indemnity and defense costs that may be associated with unasserted asbestos personal injury claims that may be received by the Company during the years 1992 through 1999. The Company cannot estimate and is not providing for the cost of unasserted claims which may be received by the Company after the year 1999 because management is unable to predict the number of claims to be received after 1999, the severity of disease which may be involved and other factors which would affect the cost of such claims.

The Company cautions that such factors as the number of future asbestos personal injury claims received by it, the rate of receipt of such claims and the indemnity and defense costs associated with such claims, as well as the prospects for confirming additional, applicable insurance coverage beyond the $1.13 billion (inclusive of $230 million of deductibles) referenced above, are influenced by numerous variables that are difficult to predict, and that estimates, such as the Company's, which attempt to take account of such variables are subject to considerable uncertainty. Accordingly, the actual uninsured costs associated with asbestos personal injury claims received by the Company during the years 1992 through 1999 may be higher or lower than those provided for by the $800 million charge to earnings in 1991.

Prior to year-end 1991, the Company charged earnings on an accrual basis for the uninsured costs of pending asbestos personal injury claims, including a $24 million accrual during 1991. Because of the $800 million charge in 1991 described above, in 1992 the Company discontinued accruing for the costs of asbestos personal injury claims as they are received.

As a result of its charges for asbestos litigation, the Company had related reserves of $950 million, $955 million and $131 million (including $10 million, $5 million and $3 million in current liabilities) as of September 30, 1992 and December 31, 1991 and 1990, respectively. The Company will review the adequacy of its provision for the uninsured costs of pending and unasserted claims on a periodic basis and make such adjustments to its reserves as may then be appropriate.

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(Continued)

(8) CONTINGENT LIABILITIES (CONTINUED)

Although the Company has accrued an estimate for the uninsured costs of both asserted and unasserted asbestos personal injury claims, as described above, such claims are not typically resolved, nor the related cash outlays made, until several years after receipt. Accordingly, the Company's products and non-products liability insurance policies should cover a majority of the Company's cash expenditures for indemnity and defense costs for asbestos personal injury claims through 1996 or 1997. The cash expenditures in respect of the unasserted claims covered by the $800 million charge to 1991 earnings are expected to be incurred over a period of approximately seven years, commencing in 1996 or 1997 and continuing until 2003 or 2004.

As noted above, the cash outlays for the uninsured costs of the asbestos personal injury claims may be substantial over time. However, management believes that any such cash outlays would not impair the ability of the Company to meet its obligations or to carry out its plans to substantially reduce its indebtedness, reinvest in its businesses, and take advantage of attractive opportunities for growth. By the time any such uninsured costs would be paid in cash (except for the cash expenditures described above), the Company expects to have substantially reduced its outstanding indebtedness and associated interest costs and to have increased its operating cash flow from 1991 levels, which were adversely affected by the general recession.

Accordingly, although any opinion is necessarily judgmental and must be based on information now known to the Company, in the opinion of management, based on the Company's experience with these claims to date, the Company's assessment of the number, nature and severity of the pending claims and of the trends in the filing of such claims, and of other factors affecting the litigation, and the Company's analysis of its insurance coverage and existing reserves, and of the Company's future business, financial prospects and cash flows, the additional uninsured costs which may arise out of pending personal injury and property damage asbestos claims and additional similar asbestos claims filed in the future will not have a materially adverse effect on the Company's financial position.

In October 1991, the Company and certain of its officers and directors were named as defendants in a lawsuit captioned Gaetana Lavalle v. Owens-Corning Fiberglas Corporation, et al. in the United States District Court for the Northern District of Ohio. Lavalle purports to be a securities class action on behalf of all purchasers of the Company's common stock during the period November 1, 1988 through October 18, 1991. The complaint alleges that the Company's disclosures during the alleged class period contained material misstatements and omissions concerning its contingent liabilities for asbestos claims. The complaint seeks an unspecified amount of damages (including punitive damages) on the theory that such alleged misstatements and omissions artificially inflated the price of the Company's stock. Various other lawsuits and claims arising in the normal course of business are pending against the Company, some of which allege substantial damages. Management believes that the outcome of these lawsuits and claims will not have a materially adverse effect on the Company's financial position or results of operations.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

RESULTS OF OPERATIONS

The economic upturn that began in the United States earlier this year is continuing, though more slowly than we would like. Accordingly, we are seeing an improvement in some of our U.S. Construction Products and Industrial Materials businesses. For instance, sales of insulation products were higher this quarter than a year ago in most major categories, and although pricing remains behind year-ago levels, we are encouraged by recent indications that it has stabilized. Economic conditions in most of our other global markets -- including Canada, Europe, and Brazil -- continue to be weak and are not expected to improve soon. Net income rose to $32 million, or $.75 per share for the quarter, an increase of 23 percent from $26 million, or $.62 per share in the third quarter of 1991. Net sales were $786 million, compared to $749 million a year ago.

For the first nine months, net income was $59 million, or $1.36 per share, compared to a net loss of $213 million, or ($5.20) per share in the first nine months of 1991. The 1991 results include a special charge of $227 million, or ($5.56) per share, and were restated to reflect adoption of Financial Accounting Standard No. 106 as of January 1, 1991. Net sales were $2 billion in the first nine months of 1992, an increase of $48 million, or 2 percent, from the year earlier period.

Sales in most insulation product markets increased compared to the third quarter last year. While insulation prices increased during the quarter, they continue to be lower than year ago levels. Residential roofing sales increased strongly, reflecting the impact of storms in Texas, Louisiana, and Florida. Demand increased in the United States for industrial materials, though pricing continued at lower than year-ago levels. In Europe, demand remains essentially flat but margins have been impacted by price erosion. The lower prices there are the result of the weaker U.S. dollar and excess industry capacity in Europe.

Gross margin was 22% for the third quarter 1992 compared to 23% in the same quarter of the prior year. The change primarily reflects a relatively higher proportion of residential roofing products sales during the third quarter of 1992, which have a lower margin.

Marketing and administrative expenses increased $11 million in the third quarter 1992, primarily for advertising and promotion, pension costs, and legal support. Research and development expenses for the quarter increased $3 million compared to the prior year, and $6 million for the nine months, due to increased product development efforts. Reductions in expenses for product liability, stock appreciation rights, and foreign exchange losses are reflected in the declines of $9 million for the quarter and $22 million for the nine months in "Other Expenses". The Company's cost of borrowed funds for the third quarter was $4 million lower than the prior year due to interest savings from the refinancing of $300 million in long-term debt in May and lower interest rates on bank borrowings.

General corporate expenses, reported on a segment basis, decreased by $6 million for the third quarter 1992, compared to the same quarter last year, reflecting a $6 million provision for asbestos claims in 1991. See Note 8 to the Consolidated Financial Statements.

LIQUIDITY, CAPITAL RESOURCES AND OTHER RELATED MATTERS

Net inventories increased only slightly, from $219 million at year-end 1991, to $222 million at the end of the third quarter 1992. Inventories at September 30, 1992, as a percentage of the third quarter's annualized sales were 7%, a one percentage point decrease from December 31, 1991.

Total receivables were $451 million at September 30, 1992, compared to $308 million at year-end, primarily because of the normal seasonal increase in sales, and a $25 million receivable for insurance reimbursements primarily from Lloyds of London for settlement of asbestos litigation expenses. The reimbursement from Lloyds of London is expected to be received by the end of the year.

Total borrowings at September 30, 1992, were $32 million higher than year-end, due to seasonal working capital needs for receivables and inventory. At the end of the third quarter, we had unused lines of credit of $203 million under long-term bank loan facilities and an additional $167 million under short-term facilities.

At September 30, 1992, our working capital was $272 million and our current ratio was 1.5, compared to $171 million and 1.4, respectively, at December 31, 1991.

Cash flow from operations was $111 million for the third quarter 1992, compared to $89 million for the same quarter of last year. For the first nine months, the $106 million reduction of cash flow was primarily due to the increased working capital requirements for accounts receivable.

Capital spending for property, plant and equipment was $26 million during the third quarter. At the end of the quarter, approved capital projects, excluding furnace rebuilds, were $57 million. The Company expects total capital spending of approximately $115-125 million in 1992, excluding furnace rebuilds, compared to $96 million in 1991. Funding for these expenditures will be from the Company's operations and external sources as required.

The Company expects funds generated from operations, together with funds available under long and short term bank loan facilities, to be sufficient to satisfy its debt service obligations under its existing indebtedness as well as its contingent liabilities for uninsured asbestos personal injury claims. During 1992, the Company's rate of resolution of asbestos personal injury claims increased, and this increased the rate of consumption of the Company's available insurance. The Company is examining a strategy for resolving future asbestos claims together with current claims. This strategy, if adopted, could reduce the Company's overall exposure. Please see Note 8 to the Consolidated Financial Statements.

The Company has been deemed by the Environmental Protection Agency (EPA) to be a potentially responsible party (PRP) with respect to certain sites under the Comprehensive Environmental Response, Compensation and Liability Act (Superfund). During the third quarter, the Company was designated as a PRP for two additional sites, increasing the total to 39 (eight in 1992), some of which designations the Company believes to be erroneous. The Company has established reserves for its Superfund contingent liabilities which are reflected in the financial statements. The Company believes these reserves are adequate to cover these liabilities and are not material to the financial position or results of operations of the Company. In addition, based upon information presently available to the Company, and without regard to the application of insurance, the Company believes that, considered in the aggregate, the additional costs associated with such Superfund contingent liabilities, including any related litigation costs, will not have a materially adverse effect on the Company's financial position or results of operations.

FUTURE REQUIRED ACCOUNTING CHANGE

In February 1992, the Financial Accounting Standards Board (FASB) issued Statement No. 109, "Accounting for Income Taxes." The Company is required to adopt the new standard no later than 1993. The Company is currently analyzing the new standard and expects that prior periods will not be restated. The current estimate of the cumulative effect of the accounting change will be an increase in reported net income of $20-25 million.

The Company has estimated that the foreign portion of Financial Accounting Standard No. 106, "Employers' Accounting for Postretirement Benefits Other Than Pensions", will be a charge of less than $30 million. Adoption of the foreign portion is required for 1995 financial reporting.

PART II. OTHER INFORMATION

ITEM 1. LEGAL PROCEEDINGS

See the paragraphs in Note 8, Contingent Liabilities, to the Consolidated Financial Statements, on pages 12 through 16 above, which are incorporated here by reference.

The Company and more than 100 other companies have signed individual agreements with the United States Environmental Protection Agency (EPA) to conduct a Toxic Substance Control Act (TSCA) Audit Program to determine compliance status under TSCA section 8(e). The agreement provides that the Company will audit its records and report to the EPA any reportable matters which were not reported or which were reported late. The Company will pay stipulated penalties of up to $15,000 for each matter not timely reported, with a maximum penalty of $1 million in the aggregate. The final report to the EPA is due six months after the EPA publishes final refined guidance on such reporting.

ITEM 2. CHANGES IN SECURITIES

(a) None of the constituent instruments defining the rights of the holders of any class of the Company's registered securities was materially modified in the quarter ended September 30, 1992.

(b) None of the rights evidenced by any class of the Company's registered securities was materially limited or qualified in the quarter ended September 30, 1992 by the issuance or modification of any other class of securities.

ITEM 3. DEFAULTS UPON SENIOR SECURITIES

(a) During the quarter ended September 30, 1992, there was no material default in the payment of principal, interest, sinking or purchase fund installments, or any other material default not cured within 30 days, with respect to any indebtedness of the Company or any of its significant subsidiaries exceeding 5 percent of the total assets of the Company and its consolidated subsidiaries.

(b) During the quarter ended September 30, 1992, no material arrearage in the payment of dividends occurred, and there was no other material delinquency not cured within 30 days, with respect to any class of preferred stock of the Company which is registered or which ranks prior to any class of registered securities, or with respect to any class of preferred stock of any significant subsidiary of the Company.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

No matter was submitted to a vote of security holders during the quarter ended September 30, 1992.

ITEM 5. OTHER INFORMATION

The Company does not elect to report any information under this item.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K

(a) Exhibits.

(4) Form of Indenture between Owens-Corning Fiberglas Corporation and The Bank of New York, as Trustee, relating to the Company's 8⅞% Debentures due 2002 and 9⅜% Debentures due 2012 (incorporated herein by reference to Exhibit 4 to the Company's Registration Statement on Form S-3 (Registration No. 33-46849)).

Forms of Debentures relating to the Company's 8⅞% Debentures due 2002 and 9⅜% Debentures due 2012 (incorporated herein by reference to Exhibit (4) to the Company's quarterly report on Form 10-Q for the quarter ended June 30, 1992).

(11) Statement re Computation of Per Share Earnings (filed herewith).

(19) Previously Unfiled Documents.

Subsidiaries of Owens-Corning Fiberglas Corporation, as amended (filed herewith).

(b) Reports on Form 8-K.

The Company did not file any reports on Form 8-K during the quarter ended September 30, 1992.

SIGNATURES

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

OWENS-CORNING FIBERGLAS CORPORATION
Registrant

Date Nov. 13, 1992

By Paul V. Daverio

Paul V. Daverio
Senior Vice President

Date Nov. 13, 1992

By Charles R. Bland

Charles R. Bland
Vice President and Controller

EXHIBIT INDEX

Exhibit Number	Document Description	Sequentially Numbered Page
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Disclosure

Information Services, Inc.

5161 River Road
Bethesda, MD 20816
(301) 951-1300

EXHIBITS FOLLOW

Exhibit (11)

OWENS-CORNING FIBERGLAS CORPORATION AND SUBSIDIARIES

COMPUTATION OF PER SHARE EARNINGS

	For the Three Months Ended September 30, 1992	For the Three Months Ended September 30, 1991	For the Nine Months Ended September 30, 1992	For the Nine Months Ended September 30, 1991
	(In millions of dollars, except share data)			
Primary:				
Net Income (Loss)	$ 32	$ 26	$ 59	$ (213)
Weighted average number of shares outstanding (thousands)	42,010	40,995	41,879	40,783
Weighted average common equivalent shares (thousands):				
Deferred awards	649	1,084	672	-
Stock options using average market price	448	520	430	-
Primary weighted average number of common shares outstanding and common equivalent shares (thousands)	43,107	42,599	42,981	40,783
Primary per share amount (1)	$ .75	$ .62	$ 1.36	$ (5.20)
Fully Diluted:				
Net Income (Loss)	$ 35	$ 29	$ 66	$ (213)
Weighted average number of shares outstanding (thousands)	42,010	40,995	41,879	40,783
Weighted average common equivalent shares (thousands)				
Deferred awards	650	1,085	672	-
Stock options using the higher of average market price or market price at end of period	461	550	457	-
Shares from assumed conversion of debt	5,798	5,798	5,798	-
Fully diluted weighted average number of common shares outstanding and common equivalent shares (thousands)	48,919	48,428	48,806	40,783
Fully diluted per share amount (1)	$ .71	$ .59	$ 1.35	$ (5.20)

(1) For the nine months ended September 30, 1991 the deferred awards, stock options and shares assumed from conversion of debt are anti-dilutive, so they are excluded from the calculation.

Exhibit (19)

Subsidiaries of Owens-Corning Fiberglas Corporation (9/30/92)	State or Other Jurisdiction Under the Laws of Which Organized
Barbcorp, Inc.	Delaware
Dansk-Svensk Glasfiber A/S	Denmark
Deutsche Owens-Corning Glasswool GmbH	Germany
Eric Company	Delaware
European Owens-Corning Fiberglas	Belgium
Fiberglas Canada Inc.	Canada
Fiberglas Commercial Exportadora e Importadora Ltda.	Brazil
IPM Inc.	Delaware
Matcorp, Inc.	Delaware
Norsk Glassfiber A/S	Norway
N. V. Owens-Corning S.A.	Belgium
OCFIBRAS Limitada	Brazil
O/C/FIRST CORPORATION	Ohio
OCFOGO, Inc.	Delaware
OCFSC, Inc.	U.S. Virgin Islands
O.C. Funding B.V.	The Netherlands
O/C/SECOND CORPORATION	Delaware
Owens-Corning Cayman Limited	Cayman Islands
Owens-Corning Fiberglas Deutschland GmbH	Germany
Owens-Corning Fiberglas Espana, S.A.	Spain
Owens-Corning Fiberglas France, S.A.	France
Owens-Corning Fiberglas (G.B.) Ltd.	United Kingdom
Owens-Corning Fiberglas (Italy) S.r.l.	Italy
Owens-Corning Fiberglas Netherlands B.V.	The Netherlands
Owens-Corning Fiberglas S.A.	Uruguay
Owens-Corning Fiberglas Technology Inc.	Illinois
Owens-Corning Fiberglas (U.K.) Ltd.	United Kingdom
Owens-Corning Isolation France S.A.	France
Owens-Corning Limitada	Brazil
Owens-Corning Real Estate Corporation	Ohio
Palmetto Products, Inc.	Delaware
Regina Fibreglass Ltd.	United Kingdom
Scandinavian Glasfiber AB	Sweden
Scanglas Ltd.	United Kingdom
Veroc Technology A/S	Norway
Willcorp, Inc.	Delaware
Wrexham A.R. Glass Ltd.	United Kingdom