

USG CORP
Form 8-K
January 26, 2011

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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): January 26, 2011

USG Corporation

(Exact name of registrant as specified in its charter)
Commission File Number: 1-8864

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| Delaware (State or other jurisdiction of incorporation or organization) | 36-3329400 (IRS Employer Identification No.) |
| 550 West Adams Street, Chicago, Illinois (Address of principal executive offices) (312) 436-4000 Registrant's telephone number, including area code | 60661-3676 (Zip Code) |

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))

Section 2 – Financial Information

Item 2.02 Results of Operations and Financial Condition.

On January 26, 2011, USG Corporation issued a press release containing earnings information for the quarter and fiscal year ended December 31, 2010. A copy of the press release is furnished as Exhibit 99.1 hereto.

Section 9 – Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit 99.1 – USG Corporation press release dated January 26, 2011.

SIGNATURE

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.

USG CORPORATION
Registrant

Date: January 26, 2011 By: /s/ Richard H. Fleming
Richard H. Fleming,
Executive Vice President
and Chief Financial Officer

EXHIBIT INDEX

Exhibit No. Exhibit

99.1 USG Corporation press release dated January 26, 2011