



**Item 8.01 Other Events**

On March 29, 2012, USG Corporation (the “Corporation”) issued a press release announcing that it has launched a private offering of \$250 million aggregate principal amount of senior notes. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

99.1 – USG Corporation press release dated March 29, 2012

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**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

By: /s/ Ellis A. Regenbogen  
Ellis A. Regenbogen  
Vice President, Associate  
General  
Counsel and Corporate  
Secretary

Date: March 29, 2012

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**EXHIBIT INDEX**

Exhibit

Number    Description

99.1        USG Corporation press release dated March 29, 2012