Edgar Filing: USG CORP - Form 4/A

USG CORP Form 4/A July 15, 2005								
FORM 4					OMB A	PPROVAL		
	UNITED STATES	S SECURITIES AND Washington, D.(COMMISSION	OMB Number:	3235-0287		
Check this box					Expires:	January 31,		
if no longer subject to Section 16. Form 4 or	STATEMENT O	F CHANGES IN BEI SECURITI		Estimated burden hou	Estimated average burden hours per response 0.5			
Form 5	Filed pursuant to	Section 16(a) of the Se	ecurities Excha	nge Act of 1934	response	. 0.5		
obligations	<u> </u>	Public Utility Holding		•	m			
may continue.		of the Investment Co	· •		/11			
See Instruction 1(b).	50(11)	of the myestment con	inpuny rice of r					
1(0).								
(Print or Type Respons	es)							
1. Name and Address JARRETT VALE	2. Issuer Name and Ticl Symbol	ker or Trading	5. Relationship of Reporting Person(s) to Issuer					
		USG CORP [usg]						
(Last) (Fi	irst) (Middle)	3. Date of Earliest Transa	ection	(Cheo	ck all applicabl	k all applicable)		
(Lust) (11	(ividuce)	(Month/Day/Year)	ction	X Director	100	% Owner		
USG CORPORATION, 125 SOUTH 07/01/2		07/01/2005Officer		Officer (give	e title Other (specify			
	FRANKLIN STREET below) below)							
		4. If Amondment Date O	mi ain al	6 Individual on I	aint/Crown Eili	m c (Ch a al-		
						al or Joint/Group Filing(Check		
	Filed(Month/Day/Year) 07/06/2005				One Reporting Person			
CHICAGO, IL 60606				Form filed by More than One Reporting				
	000			Person				
(City) (St	tate) (Zip)	Table I - Non-Deriv	ative Securities A	cquired, Disposed o	f, or Beneficia	lly Owned		
	saction Date 2A. Deen /Day/Year) Execution any (Month/D	ned 3. 4. So a Date, if TransactionAcq	ecurities uired (A) or posed of (D)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
			(A) or	Reported Transaction(s)	(
		Code V Am	ount (D) Price	(Instr. 3 and 4)				
		1 6 4 1 6 1 1	1 1 1	. 1. 41				
Reminder: Report on a	separate line for each c	lass of securities beneficial		-	tion of	NEC 1474		
				spond to the collect ained in this form		SEC 1474 (9-02)		

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.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and Expiration	7. Title and Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Date	Underlying Securities
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acc (A) Dis of ((Ins	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
			Code V	V (A	.) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common stock	\$ 0	07/01/2005	А	50	0	05/14/2008(1)	05/14/2008(2)	Common stock	500

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
JARRETT VALERIE B USG CORPORATION 125 SOUTH FRANKLIN STREET CHICAGO, IL 60606	Х						
Signatures							
Robert J. Burrell, Attorney-In-Fact	07/15/2005						
**Signature of Reporting Person	Dat	e					

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) The phantom shares reported herein do not have an expiration date. These deferred units are convertible into common stock upon a director terminating his or her service with the board of directors. Ms. Jarrett's current term as a director expires in May of 2008.
- (2) See footnote one.

Remarks:

Table II shows the total number of phantom units (corrected) held on July 1, 2005.

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.