Edgar Filing: HAGGERTY GRETCHEN R - Form 4

	GRETCHEN R	l geo	5			-		-				
Form 4	12											
January 03, 20									OMB AF	PROVAL		
FORM	RITIES AND EXCHANGE COM shington, D.C. 20549				OMMISSION	OMB Number:	3235-0287					
Check this if no longe	r	DX							Expires: Ja	January 31, 2005		
subject to Section 16	SIAIEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSH SECURITIES							Estimated a burden hour	verage s per		
Form 4 or Form 5	Filed pur	suant to So	ection 1	6(a) of th	e Securit	ties E	Exchange	Act of 1934,	response	0.5		
	Form 5 obligations may continue. 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											
<i>See</i> Instruct 1(b).		30(h) c	of the In	ivestment	Compar	iy Ac	t of 1940)				
(Print or Type Re	esponses)											
HAGGERTY GRETCHEN R Symbol				er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
				ORP [USG]				(Check all applicable)				
			of Earliest Transaction /Day/Year)			X Director 10% Owner						
C/O USG CORPORATION, 550 12/31/2 WEST ADAMS STREET				2011 —				Officer (give t below)	Officer (give title Other (specify below)			
(Street) 4. If Ame			nendment, Date Original			6. Individual or Joint/Group Filing(Check						
Filed(Mo CHICAGO, IL 60661				onth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
								Person				
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secur	rities Acqu	ired, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(11041-1)			
Common Stock	12/31/2011			А	4,542 (1)	А	\$ 10.275 (2)	19,542	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title o Derivativ Security (Instr. 3)	ve Conversion or Exercise	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. oriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
HAGGERTY GRETCHEN R C/O USG CORPORATION 550 WEST ADAMS STREET CHICAGO, IL 60661	Х					
Signatures						
/s/ Ellis A. Regenbogen, Attorney-In-Fact	01/03/2012					
**Signature of Reporting Person		Dat	te			

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) Annual grant under the USG Corporation Non-Employee Director Compensation Program.
- (2) Mean of the high and low sales prices of a share of common stock on December 30, 2011.

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.