## Edgar Filing: USG CORP - Form 4

USG CORP Form 4 February 11, 201	5										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMM Washington, D.C. 20549						OMMISSION	OMB AF OMB Number:	PROVAL 3235-0287			
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).	STATEM Filed purs Section 17(a)	<b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF</b> <b>SECURITIES</b> 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 30(h) of the Investment Company Act of 1940								January 31, 2005 Iverage rs per 0.5	
(Print or Type Respo	onses)										
Veeramasuneni Srinivas Sy			2. Issuer Name <b>and</b> Ticker or Trading Symbol USG CORP [usg]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				e of Earliest Transaction h/Day/Year) 9/2015				Director 10% Owner X Officer (give title Other (specify below) below) Vice President			
				nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
CHICAGO, IL 60661					Form filed by More than One Reporting Person						
(City)	(State) (Z	Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	y Owned	
	Security (Month/Day/Year) Execution Date, if		n Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				Securities I Beneficially ( Owned I	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common 02/ Stock	/09/2015			Code V F	Amount 88 <u>(1)</u>	(D) D	Price \$ 28.17	8,597	D		
Common Stock								94.656	Ι	By 401(K) Plan	

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.

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
Veeramasuneni Srinivas C/O USG CORPORATION 550 WEST ADAMS STREET CHICAGO, IL 60661	Vice President							
Signatures								
/s/ Jessica A. Garascia, Attorney-In-Fact		02/11/2015						
<u>**</u> Signature of Reporting Person		Date						

## **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) Shares withheld to satisfy tax withholding obligation upon vesting of restricted stock units previously reported as securities beneficially owned, as required by applicable Restricted Stock Units Agreement.

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.