Edgar Filing: USG CORP - Form 4

USG CORP Form 4 February 11, 2015 FORM 4 Form 4 NITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer subject to Section 16, Form 4 or Form 5 obligations may continue. <i>Eve Instruction</i> Field pursuant to Section 16(a) of the Securities Exchange Act of 1934, Field pursuant to Section 16(a) of the Securities Exchange Act of 1934, Stinated Turner of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(b).											
(Print or Type	Responses)										
METCALF JAMES S Sy				2. Issuer Name and Ticker or Trading Symbol USG CORP [usg]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) ((Middle) 3. Date of Earliest Transaction (Che					(Check	k an applicable)			
			(Month/Day/Year) 02/09/2015					Director 10% Owner X_ Officer (give title Other (specify below) Chairman, President and CEO			
(Street) 4.				4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
Filed(1 CHICAGO, IL 60661				_X_ Form filed				Form filed by M	One Reporting Person More than One Reporting		
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative S	Securi	ities Acq	uired, Disposed of	, or Beneficial	v Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any	ned	3.	4. Securit or(A) or Dis (Instr. 3, 4	ies Ac sposed 4 and 5 (A) or	quired l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Common Stock	02/09/2015			Code V F	Amount 2,134 (1)	(D) D	Price \$ 28.17	227,361	D		
Common Stock	02/09/2015			F	10,383 (1)	D	\$ 28.17	216,978	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Tit Amou Under Secur (Instr	int of rlying	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

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
METCALF JAMES S C/O USG CORPORATION 550 WEST ADAMS STREET CHICAGO, IL 60661			Chairman, President and CEO				
Signatures							
/s/ Jessica A. Garascia, Attorney-In-Fact	0	2/11/2015					
**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.