## Edgar Filing: USG CORP - Form 4

USG CORP												
Form 4												
February 10,	2015											
FORM	14						~			OMB AF	PROVAL	
	UNITE	ED STATES		RITIES shingto				NGE C	OMMISSION	OMB Number:	3235-0287	
Check the if no long	ter									Expires:	January 31, 2005	
subject to STATEMENT OF CHANG				GES IN BENEFICIAL OWNERSHIP SECURITIES					NERSHIP OF	Estimated a		
										burden hours per		
Form 4 o Form 5		nursuant to	Section 1	6(a) of 1	the S	Securit	ies F	vehana	e Act of 1934,	response 0		
obligation	ns Section	-						-	<sup>7</sup> 1935 or Section	ı		
may cont <i>See</i> Instru 1(b).	inue.		of the In	•		•	- ·			•		
(Print or Type I	Responses)											
Banas Kenneth R. Symbo				Issuer Name <b>and</b> Ticker or Trading bol G CORP [USG]					5. Relationship of Reporting Person(s) to Issuer			
				(Check all applicable)					)			
				of Earliest Transaction /Day/Year)					Director	10%	Owner	
	ORPORATIC AMS STREET		02/08/20	-					X Officer (give below)		er (specify	
	(Street)		1 If Ame	ndment l	Date (	Original					ur (Check	
			mendment, Date Original Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line)				
CHICAGO,	IL 60661		× ×	ý	,				_X_ Form filed by C Form filed by M Person			
(City)	(State)	(Zip)			_		~					
(eng)					-Deri	ivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date any (Month/Day/			Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)					5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)		
				Cal	¥7 4		(A) or	Dri	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)	
Common	0.0.10.0.10.0.1.0					Amount		Price \$	11.10.6	-		
Stock	02/08/2015			F	1	95 <u>(1)</u>	D	28.04	11,186	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)

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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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Under Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna 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				
Banas Kenneth R. C/O USG CORPORATION 550 WEST ADAMS STREET CHICAGO, IL 60661			Vice President					
Signatures								
/s/ Jessica A. Garascia, Attorney-In-Fact		02/10/2015						
**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.