Edgar Filing: LOWES DAVID RICKY - Form 4

LOWES DA Form 4 February 16,	VID RICKY 2010									
Check th if no long subject to Section 1 Form 4 o Form 5 obligation may cont	obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940						OMB Number: Expires: Estimated a burden hour response	~		
(Print or Type I	Responses)									
1. Name and A LOWES DA	Symbol	2. Issuer Name and Ticker or Trading Symbol USG CORP [USG]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) C/O USG C WEST ADA	(Month/D	3. Date of Earliest Transaction(Month/Day/Year)02/13/2010				Director 10% Owner X Officer (give title Other (specify below) below) Senior Vice President				
		. If Amendment, Date Original iled(Month/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) (Zip	^{p)} Tabl	e I - Non-Do	erivative	Securi	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)			3. Transaction Code (Instr. 8) Code V	4. Securit n(A) or Di (Instr. 3, -	sposed	d 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)		
Common Stock	02/13/2010		F	214 <u>(1)</u>	D	\$ 13.21	33,553	D		
Common Stock							796.0816	I	By 401(k) plan	

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	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own 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			
LOWES DAVID RICKY C/O USG CORPORATION 550 WEST ADAMS STREET CHICAGO, IL 60661			Senior Vice President				
Signatures							
/s/ Ellis A. Regenbogen, Attorney-In-Fact		02/16/2010					
**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) 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.