Dannessa Dominic A Form 4 February 16, 2010

# FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

Number:

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subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and A Dannessa D	Address of Reporting loominic A	Symbo		5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)			CORP [USG]	(Check all applicable)				
(Last)	(First) (N	, 5.240	e of Earliest Transaction	Diseases 100/ Occurs				
C/O USG CORPORATION, 550 WEST ADAMS STREET			h/Day/Year) 3/2010	Director 10% Owner String Other (give title Other (specify				
		02/13	72010	below) below) Senior Vice President				
	(Street)	4. If A	mendment, Date Original	6. Individual or Joint/Group Filing(Check				
		Filed(!	Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person				
CHICAGO	, IL 60661			Form filed by More than One Reporting Person				
(City)	(State)	(Zip) T	able I - Non-Derivative Securities	quired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code (Instr. 3, 4 and 5)  (Instr. 8)  (A)  or  Code V Amount (D) Pri	D) Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)				
Common Stock	02/13/2010		F $285 \frac{(1)}{1}$ D $\frac{\$}{13}$ .	21 43,622 D				
Common Stock				157.5953 I 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 SEC 1474 information contained in this form are not (9-02)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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title Amount		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)		or Exercise Price of Derivative Security	(ona., Day, Teal)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/Year)  'e s		Underlying Securities (Instr. 3 and 4	ying ies	Security (Instr. 5)	Secur Bene Own Follo Repo Trans (Instr
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

Dannessa Dominic A 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

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).
- 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.

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