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Deely Brendan Form 4 February 14, 2012 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 UNITED STATES SECURITIES UNITED STATES SECURITIES Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b).								OMB Number: Expires: Estimated a burden hou response	•	
(Print or Type Response	es)									
Deely Brendan Symbol			uer Name and Ticker or Trading ol CORP [USG]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 3. Date of (Month/D			Date of Earliest Transaction Ionth/Day/Year) 2/10/2012				(Check all applicable) Director 10% Owner X_Officer (give title Other (specify below) Senior Vice President			
(Str CHICAGO, IL 606	endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 					
(City) (Sta	ate) (Zip)	Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
	nsaction Date 2A. Deer h/Day/Year) Execution any (Month/I	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				SecuritiesForm: DiaBeneficially(D) orOwnedIndirect (IFollowing(Instr. 4)ReportedTransaction(s)		ip 7. Nature of the Indirect Beneficial Ownership (Instr. 4)		
Common 02/10 Stock	/2012		Code V F	Amount 1,424 (1)		Price \$ 13.99	(Instr. 3 and 4) 78,389	D		
Common 02/11 Stock	/2012		F	1,551 (1)	D	\$ 13.99	76,838	D		
Common 02/11 Stock	/2012		F	4,153 (2)	D	\$ 14.76	72,685	D		
Common 02/13 Stock	/2012		F	378 <u>(1)</u>	D	\$ 14.47	72,307	D		
Common Stock							2,000	Ι	By Wife in IRA	

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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)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Deely Brendan C/O USG CORPORATION 550 WEST ADAMS STREET CHICAGO, IL 60661			Senior Vice President				
Signatures							
/s/ Ellis A. Regenbogen, Attorney-In-Fact		02/14/	/2012				

<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.
- (2) Shares withheld to satisfy tax withholding obligation with respect to performance shares that became earned.

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.