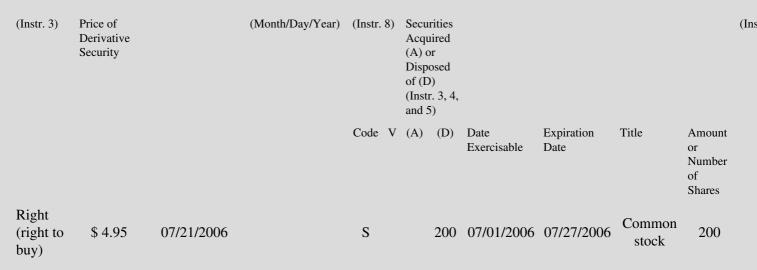
## Edgar Filing: USG CORP - Form 4

USG CORP Form 4										
July 25, 2006	4		GEGU					NT.	PPROVAL	
Check this	UNITED	Washington, D.C. 20549						Number:	3235-0287	
if no long subject to Section 16 Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estimated burden hou response	urs per	
obligations may contin <i>See</i> Instruct 1(b).	ue. Section 17(	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								
(Print or Type Re	sponses)									
1. Name and Address of Reporting Person <u>*</u> SPRIESER JUDITH A			2. Issuer Name <b>and</b> Ticker or Trading Symbol USG CORP [USG]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) TRANSORA, 10 S. RIVERSIDE PLZ. #2000			3. Date of Earliest Transaction (Month/Day/Year) 07/21/2006			(Check all applicable) <u>X</u> Director Officer (give title Delow) <u>Director</u> 10% Owner <u>Director</u> Other (specify below)				
(Street) CHICAGO, IL 60606			4. If Amendment, Date Original Filed(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
(City)	(State)	(Zip)	Tak	la I Nam	Daulaatiaa	C	Person	of ou Dou of ois	ller Orme d	
1.Title of 2.	Transaction Date Month/Day/Year)		ed Date, if	3. Transactic Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4 Amount	es (A) or 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	
Reminder: Repor	t on a separate line	for each cl	ass of sec	urities bene	Perso inform requir	ns who rest nation cont ed to resp ys a curre	or indirectly. Spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

 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. Number	6. Date Exercisable and	7. Title and Amount of	8. P
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities	Der
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Sec

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## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	10% Owner	Officer	Other		
SPRIESER JUDITH A TRANSORA 10 S. RIVERSIDE PLZ. #2000 CHICAGO, IL 60606	Х					
Signatures						
Robert J. Burrell, Attorney-In-Fact	07	7/25/2006				
**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) Rights distribution to USG Corporation stockholders of record on June 30, 2006.

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.