

USG CORP
Form 8-K
September 28, 2012

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

Form 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): September 27, 2012

USG Corporation
(Exact name of registrant as specified in its charter)

Commission File Number: 1-8864

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| Delaware (State or other jurisdiction of incorporation or organization) | 36-3329400 (IRS Employer Identification No.) |
| 550 West Adams Street, Chicago, Illinois (Address of principal executive offices) | 60661-3676 (Zip Code) |
| Registrant's telephone number, including area code | (312) 436-4000 |

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Section 5 - Corporate Governance and Management

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) On September 27, 2012, the Board of Directors of the Registrant (the "Board") elected Matthew Carter Jr., President, Sprint Global Wholesale & Emerging Solutions at Sprint Nextel Corporation, a director of the Registrant for a term expiring at the 2014 annual meeting of stockholders of the Registrant. Mr. Carter was also appointed to the Audit and Governance Committees of the Board. Mr. Carter will be entitled to receive the same compensation for service as a director as is applicable to the Registrant's other directors. That compensation is described in the Registrant's proxy statement dated March 29, 2012.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

USG CORPORATION
Registrant

Date: September 28, 2012

By: /s/ Stanley L. Ferguson

Stanley L. Ferguson,
Executive Vice President
and General Counsel