

USG CORP  
Form 8-K  
September 27, 2013

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 26, 2013

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

Commission File Number: 1-8864

Delaware

(State or other jurisdiction of  
incorporation or organization)

550 West Adams Street, Chicago, Illinois  
(Address of principal executive offices)

Registrant's telephone number, including area code

36-3329400

(IRS Employer  
Identification No.)

60661-3676

(Zip 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))

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.

On September 26, 2013, the Board of Directors of the Registrant (the "Board") elected Thomas A. Burke, President and Chief Executive Officer at Modine Manufacturing Company, a director of the Registrant for a term expiring at the 2016 annual meeting of stockholders of the Registrant. Mr. Burke was also appointed to the Audit and (a) Governance Committees of the Board. Mr. Burke 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 April 4, 2013.

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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 27, 2013

By:

/s/ Stanley L. Ferguson  
Stanley L. Ferguson,  
Executive Vice President,  
General Counsel and Secretary