

USG CORP  
Form 8-K  
April 25, 2006

**TABLE OF CONTENTS**

Item 2.02 Results of Operations and Financial Condition.

SIGNATURE

EXHIBIT INDEX

Press Release

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**Table of Contents**

**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) April 25, 2006.  
USG Corporation**

(Exact name of registrant as specified in its charter)  
Commission File Number: 1-8864

|  |                                      |
|--|--------------------------------------|
| Delaware   | 36-3329400                           |
| (State or other jurisdiction of<br>incorporation or organization)        | (IRS Employer<br>Identification No.) |
| 125 South Franklin Street, Chicago, Illinois                             | 60606-4678                           |
| (Address of principal executive offices)                                 | (Zip Code)                           |
| Registrant's telephone number, including area code <u>(312) 606-4000</u> |                                      |

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 13c-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Table of Contents**

**Item 2.02 Results of Operations and Financial Condition.**

On April 25, 2006, USG Corporation issued a press release containing earnings information for the quarter ended March 31, 2006. A copy of the press release is furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

**SIGNATURE**

Pursuant to the requirements of the Securities and 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: April 25, 2006

By: /s/ Richard H. Fleming  
Richard H. Fleming, Executive Vice  
President  
and Chief Financial Officer

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**Table of Contents**

**EXHIBIT INDEX**

| Exhibit No. | Exhibit   |
|-------------|---|
| 99.1        | USG Corporation press release dated April 25, 2006. |