

USG CORP  
Form 8-K  
April 26, 2018

**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 26, 2018 (April 26, 2018)**

**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)**

**36-3329400**  
**(IRS Employer**  
**Identification No.)**

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

**60661-3676**  
**(Zip Code)**

**(312) 436-4000**

**Registrant's telephone number, including area code**

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 7.01 Regulation FD Disclosure.**

USG Corporation (the Company ) filed an investor presentation today. The Company also issued a press release today which included a letter to Company stockholders. A copy of the presentation is attached as Exhibit 99.1 and a copy of the press release is attached as Exhibit 99.2.

The information contained in this Item 7.01, including Exhibits 99.1 and 99.2 hereto, shall not be deemed to be filed for purposes of the Securities Exchange Act of 1934, as amended, and shall not be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) *Exhibits.*

Number	Exhibit
99.1	<u>USG Corporation investor presentation</u>
99.2	<u>USG Corporation press release, dated April 26, 2018</u>

**SIGNATURES**

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**

Date: April 26, 2018

By: /s/ Michelle M. Warner  
Name: Michelle M. Warner  
Title: Senior Vice President,  
General Counsel and Corporate Secretary