### Edgar Filing: SCHAAL JOHN ERIC - Form 4

SCHAAL JOHN ERIC Form 4 February 14, 2003

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

#### FORM 4

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

O Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue.
See Instruction 1(b)

•	Name and Address of Reporting Person* (Last, First, Middle) Schaal, J. Eric  USG Corporation 125 South Franklin Street  (Street)  Chicago, IL 60606			2.	Issuer Name and Ticker or Trading Symbol			3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)				
				_	USG	Statement for (Month/Day/Year)  February 2003  Relationship of Reporting Person(s) to Issuer (Check All Applicable)			If Amendment, Date of Original (Month/Day/Year)				
•				4.									
				6.					Individual or Joint/Group Filing (Check Applicable Line)				
				_	0	Director <sub>O</sub>	10% Owner		þ	Form filed by One Reporting Person			
	(City) (State) (Zip)			þ	p Officer (give title below)			0	Form filed by More than One Reporting				
					O Other (specify below)					Person			
						Corporate Secretary	<i>I</i>						

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

			Tabl	e I	Non-Derivative Se	ecu	rities Acquire	ed, Disposed of, or	Be	neficially Owne	ed		
1.	Title of Security (Instr. 3)	2.	Transaction Date (Month/Day/Year)	2a.	Deemed Execution Date, if any. (Month/Day/Year)	3.	Transaction4. Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5.	Amount of 6. Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
							Code V	(A) or Amount (D) Price					
	Common stock.									0	D		
							Page 2						

## Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative 2. Conversion or 3. Transaction 3a. Deemed Execution 4. Transaction 5. Number of Derivative Security Exercise Date Date, if any Code Securities (Instr. 3) **Price of Derivative** (Month/Day/Year) (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of Security **(D)** (Instr. 3, 4 and 5) **(D)** Code V **(A)** Nonqualified Stock Options Page 3

# Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of 9. Derivative Security (Instr. 5)	Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Deri	nership Form of vative Security: ct (D) or Indirect (I) r. 4)	11.	Nature of Indirect Beneficial Ownership (Instr. 4)
Date Expiration Exercisable Date	Amount or Number of Title Shares						
	Common Stock		47,500	D			
See See Explanation.	Common Stock		0	D			
	Common Stock		0	D			

#### **Explanation of Responses:**

Table II, Item 5 - Forfeiture of performance based restricted stock since the performance criteria was not attained by the Corporation.

/s/ Robert J. Burrell, Attorney-In-Fact

February 14, 2003

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**Signature of Reporting Person	Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).