

MASCO CORP /DE/
Form FWP
March 05, 2010

Filed Pursuant to Rule 433
Registration No. 333-165047
Term Sheet
March 5, 2010

MASCO CORPORATION
\$500,000,000 7.125% NOTES DUE 2020

ISSUER:	Masco Corporation
TITLE OF SECURITIES:	7.125% Notes due 2020
RATINGS*:	Ba2(stable) by Moody's Investors Service, Inc and BBB(stable) by Standard & Poor's Rating Services
TRADE DATE:	March 5, 2010
SETTLEMENT DATE (T+3):	March 10, 2010
MATURITY DATE:	March 15, 2020
AGGREGATE PRINCIPAL AMOUNT OFFERED:	\$500,000,000
PRICE TO PUBLIC (ISSUE PRICE):	99.998%
BENCHMARK:	UST 3.625% due February 15, 2020
BENCHMARK TREASURY PRICE AND YIELD:	99-14+; 3.691%
YIELD TO MATURITY:	7.125%
SPREAD TO TREASURY:	+343.4 basis points
INTEREST RATE:	7.125% per annum
INTEREST PAYMENT DATES:	Semi-annually on each March 15 and September 15; commencing on September 15, 2010
DENOMINATIONS:	\$2,000 by \$1,000
OPTIONAL REDEMPTION:	Make-whole call at any time at the greater of 100% of the principal amount of the notes being redeemed or discounted present value at the treasury rate plus 50 basis points
CHANGE OF CONTROL:	Upon the occurrence of a Change of Control Triggering Event, we will be required to make an offer to purchase the notes at a price equal to 101% of their principal amount plus accrued and unpaid interest to the date of repurchase.

JOINT BOOKRUNNERS:

Banc of America Securities LLC, Citigroup Global Markets Inc., J.P. Morgan Securities Inc.

CO-MANAGERS:

Daiwa Securities America Inc., BNP Paribas Securities Corp., Comerica Securities, Inc., Commerzbank Capital Markets Corp., KeyBanc Capital Markets Inc., Mitsubishi UFJ Securities (USA), Inc., PNC Capital Markets LLC, RBC Capital Markets Corporation, SunTrust Robinson Humphrey, Inc.

CUSIP:

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*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.