

MASCO CORP /DE/  
Form 8-K  
July 26, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 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): **July 23, 2012**

**Masco Corporation**

(Exact name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**1-5794**  
(Commission  
File Number)

**38-1794485**  
(IRS Employer  
Identification No.)

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**21001 Van Born Road, Taylor, Michigan**  
(Address of Principal Executive Offices)  
**(313) 274-7400**

**48180**  
(Zip Code)

**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))

**Item 8.01 Other Events.**

Masco Corporation (the Company) has reached an agreement in principle to settle the Columbus Drywall, Inc. litigation. We have agreed to pay \$75 million in exchange for full release of all claims, which cover the period 1999 to 2004. While we continue to deny that the challenged conduct was unlawful, and we do not admit to any wrongdoing, this business decision eliminates the considerable expense and uncertainty of continued litigation and is in the best interest of the Company and its shareholders. The settlement, which is still subject to court approval, will result in a charge to our earnings in the second quarter of 2012.

**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 thereunto duly authorized.

MASCO CORPORATION

/s/ John G. Sznewajs

Name: John G. Sznewajs

Title: Vice President, Treasurer and  
Chief Financial Officer

July 26, 2012