

MASCO CORP /DE/

FORM FWP

(Free Writing Prospectus - Filing under Securities Act Rules 163/433)

Filed 03/05/10

Address	21001 VAN BORN RD TAYLOR, MI 48180
Telephone	3132747400
CIK	0000062996
Symbol	MAS
SIC Code	2430 - Millwork, Veneer, Plywood, And Structural Wood
Industry	Constr. - Supplies & Fixtures
Sector	Capital Goods
Fiscal Year	12/31

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:

574599 BG0

THE ISSUER HAS FILED A REGISTRATION STATEMENT (INCLUDING A PROSPECTUS) WITH THE SEC FOR THE OFFERING TO WHICH THIS COMMUNICATION RELATES. BEFORE YOU INVEST, YOU SHOULD READ THE PROSPECTUS IN THAT REGISTRATION STATEMENT AND OTHER DOCUMENTS THE ISSUER HAS FILED WITH THE SEC FOR MORE COMPLETE INFORMATION ABOUT THE ISSUER AND THIS OFFERING. YOU MAY GET THESE DOCUMENTS FOR FREE BY VISITING EDGAR ON THE SEC WEB SITE AT WWW.SEC.GOV. ALTERNATIVELY, THE ISSUER, ANY UNDERWRITER OR ANY DEALER PARTICIPATING IN THE OFFERING WILL ARRANGE TO SEND YOU THE PROSPECTUS IF YOU REQUEST IT BY CALLING BANC OF AMERICA SECURITIES LLC TOLL-FREE AT 1-800-294-1322 , CITIGROUP GLOBAL MARKETS INC. TOLL-FREE AT 1-877- 858-5407 OR J.P. MORGAN SECURITIES INC. COLLECT AT 1-212-834-4533.

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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.