

MASCO CORP /DE/  
Form 8-K  
January 17, 2003

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**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

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**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) **January 13, 2003**

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**Masco Corporation**

(Exact name of Registrant as Specified in Charter)

(State or Other Jurisdiction  
of Incorporation)

(Commission File Number)

(IRS Employer  
Identification No.)

**21001 Van Born Road, Taylor, Michigan**

(Address of Principal Executive Offices)

**48180**

(Zip Code)

**(313) 274-7400**

Registrant's telephone number, including area code

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**Item 7. Financial Statements, Pro Forma Financial Information and Exhibits.**

(c) Exhibits

99 Press Release dated January 13, 2003

**Item 9. Regulation FD Disclosure.**

On January 13, 2003 the Company issued a press release regarding an unsolicited below-market "mini-tender" offer. A copy of the press release is included as Exhibit 99.

**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

By: /s/ Timothy Wadhams

Name: Timothy Wadhams

Title: Vice President – Chief Financial Officer

January 17, 2003

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**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
99	Press Release dated January 13, 2003