

Wittrock Gregory Dale  
 Form 3  
 December 09, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person * Â Wittrock Gregory Dale (Last) (First) (Middle)  21001 VAN BORN ROAD (Street)  TAYLOR, Â MI Â 48180 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 12/08/2009	3. Issuer Name and Ticker or Trading Symbol MASCO CORP /DE/ [MAS]	4. Relationship of Reporting Person(s) to Issuer  (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP - General Counsel and Sec.	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	43,087	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable      Expiration Date	Title      Amount or Number of			

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				Shares		(I) (Instr. 5)	
Employee Stock Option	12/10/2007	12/10/2012	Common Stock	3,080	\$ 19.5	D	Â
Employee Stock Option	10/29/2008	10/29/2013	Common Stock	7,440	\$ 27.5	D	Â
Employee Stock Option	07/29/2009	07/29/2014	Common Stock	14,400	\$ 30	D	Â
Employee Restoration Stock Option	02/25/2005	12/10/2012	Common Stock	1,813	\$ 32.25	D	Â
Employee Restoration Stock Option	04/02/2005	02/16/2010	Common Stock	3,398	\$ 34.86	D	Â
Employee Restoration Stock Option	04/27/2005	02/16/2010	Common Stock	3,474	\$ 34.1	D	Â
Employee Restoration Stock Option	06/15/2005	02/16/2010	Common Stock	3,291	\$ 36	D	Â
Employee Restoration Stock Option	06/15/2005	12/10/2012	Common Stock	1,712	\$ 36	D	Â
Employee Restoration Stock Option	10/13/2005	02/16/2010	Common Stock	3,778	\$ 34.5	D	Â
Employee Stock Option	Â <u>(1)</u>	05/09/2015	Common Stock	14,400	\$ 30.75	D	Â
Employee Restoration Stock Option	09/10/2006	12/10/2012	Common Stock	1,960	\$ 30.64	D	Â
Employee Restoration Stock Option	09/10/2006	10/29/2013	Common Stock	5,169	\$ 30.64	D	Â
Employee Restoration Stock Option	09/10/2006	02/16/2010	Common Stock	969	\$ 30.64	D	Â
Employee Stock Option	Â <u>(2)</u>	07/26/2016	Common Stock	14,400	\$ 26.6	D	Â
Employee Restoration Stock Option	07/17/2007	12/10/2012	Common Stock	1,943	\$ 30.9	D	Â
Employee Restoration Stock Option	07/17/2007	10/29/2013	Common Stock	1,068	\$ 30.9	D	Â
Employee Stock Option	Â <u>(3)</u>	05/24/2017	Common Stock	14,400	\$ 30.4	D	Â
Employee Stock Option	Â <u>(4)</u>	05/12/2018	Common Stock	24,500	\$ 18.58	D	Â
Employee Stock Option	Â <u>(5)</u>	02/09/2019	Common Stock	26,000	\$ 8.03	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wittrock Gregory Dale 21001 VAN BORN ROAD TAYLOR, MI 48180	^	^	^ VP - General Counsel and Sec.	^

## Signatures

Gregory D. Wittrock 12/09/2009

Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This option is exercisable in cumulative annual installments of 2,880 shares commencing May 9, 2006.
- (2) This option is exercisable in cumulative annual installments of 2,880 shares commencing July 26, 2007.
- (3) This option is exercisable in cumulative annual installments of 2,880 shares commencing May 24, 2008.
- (4) This option is exercisable in cumulative annual installments of 4,900 shares commencing May 12, 2009.
- (5) This option is exercisable in cumulative annual installments of 5,200 shares commencing February 9, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.