

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name Masco Corporation		2 Issuer's employer identification number (EIN) 38-1794485	
3 Name of contact for additional information Lawrence F. Leaman	4 Telephone No. of contact (313) 274-7400	5 Email address of contact lawrence_leaman@mascohq.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 21001 Van Born Rd		7 City, town, or post office, state, and Zip code of contact Taylor, MI 48180	
8 Date of action 6/30/2015		9 Classification and description Distribution of shares	
10 CUSIP number 574599106	11 Serial number(s)	12 Ticker symbol MAS	13 Account number(s)

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ **On June 30, 2015 Masco Corporation (Masco) distributed all of the outstanding shares in the Company's wholly-owned subsidiary TobBuild Corp (TopBuild) to Masco shareholders pursuant to sections 368(a)(1)(D) and 355 respectively.**

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ **The distribution of TopBuild shares to Masco shareholders will result in a pro rata allocation by the shareholders of their basis in Masco's stock immediately prior to the distribution to their Masco shares and their TopBuild's shares received in the distribution.**

See Instructions Attached

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ **The pro rata allocation of the shareholder's basis in Masco 's common stock immediately prior to the distribution will be based on the fair market value of Masco's common stock and TopBuild's common stock, respectively. The percentage allocation for determining the basis in Masco common stock immediately following the distribution will equal the FMV of Masco common stock divided by the aggregate FMV of both Masco common stock and TopBuild's common stock. The percentage allocation for determining the basis in TopBuild's common stock distributed on June 30, 2015 will equal the FMV of TopBuild's common stock divided by the aggregate FMV of both Masco common stock and TopBuild's common stock.**

See Instructions Attached

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ The distribution of TopBuild's shares to Masco shareholders on June 30, 2015 qualifies as reorganization within the meaning of sections 368(a)(1)(D) and 355 of the IRC. The distribution of TopBuild's shares will generally not result in gain or loss for U.S. federal income tax purposes upon receipt of TopBuild shares. However, to the extent cash is distributed in lieu of fractional shares, the shareholders will recognize gain or loss equal to the difference between the cash received and the shareholder's allocated basis in such fractional shares of TopBuild. Basis to distributees will be determined pursuant to Section 358 of the IRC.

18 Can any resulting loss be recognized? ▶ To the extent Masco shareholder's receive cash in lieu of fractional shares in TopBuild, a shareholder(s) could recognize loss upon receipt of such cash if the cash received is less than shareholder's allocated basis in such fractional shares of TopBuild as determined by the formula stated in Part II #16 above.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ The reportable tax year for the "organizational action" resulting in the distribution of shares in Masco's wholly-owned subsidiary TopBuild to Masco shareholders is the 2015 calendar tax year.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here
Signature ▶ Lawrence F. Leaman Date ▶ July 10, 2015
Print your name ▶ Lawrence F. Leaman Title ▶ Vice President Tax

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	