



Masco Corporation Investor Day

DAVID CHAIKA

VICE PRESIDENT, TREASURER AND INVESTOR RELATIONS

MASCO

Agenda

Event	Time (ET)	Speakers
Investor Relations Welcome	8:30 a.m.	David Chaika
Opening Remarks	8:35	Keith Allman
Plumbing Products Segment	8:55	Richard O'Reagan
Q&A	9:20	Keith Allman, Richard O'Reagan
Break	9:40	
Decorative Architectural Products Segment	10:00	Jai Shah
Q&A	10:30	Keith Allman, Jai Shah, Jeff Filley
Financial Overview	10:50	John Sznewajs
Closing Remarks	11:10	Keith Allman
Q&A	11:20	Keith Allman, John Sznewajs
Lunch	11:45	

Safe Harbor Statement

This presentation contains statements that reflect our views about our future performance and constitute “forward-looking statements” under the Private Securities Litigation Reform Act of 1995. Forward-looking statements can be identified by words such as “believe,” “anticipate,” “appear,” “may,” “will,” “should,” “intend,” “plan,” “estimate,” “expect,” “assume,” “seek,” “forecast,” and similar references to future periods. Our views about future performance involve risks and uncertainties that are difficult to predict and, accordingly, our actual results may differ materially from the results discussed in our forward-looking statements. We caution you against relying on any of these forward-looking statements.

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Masco Corporation Investor Day

KEITH ALLMAN

PRESIDENT AND CHIEF EXECUTIVE OFFICER

MASCO

Safe Harbor Statement

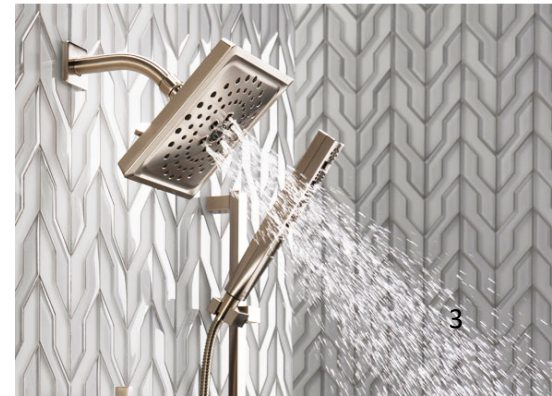
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Performance Since 2017

Masco's Next Chapter

Strategy for Profitable Growth



Clear Strategic Focus

Executing on strategy presented at our 2017 Investor Day

MASCO

1

Drive full potential of our core businesses

- Grew Plumbing segment above market
- Continued to gain share in PRO paint market
- Introduced new products and programs across segments

2

Leverage opportunities across our portfolio

- Talent movement
- Brand leverage
- Masco Operating System

3

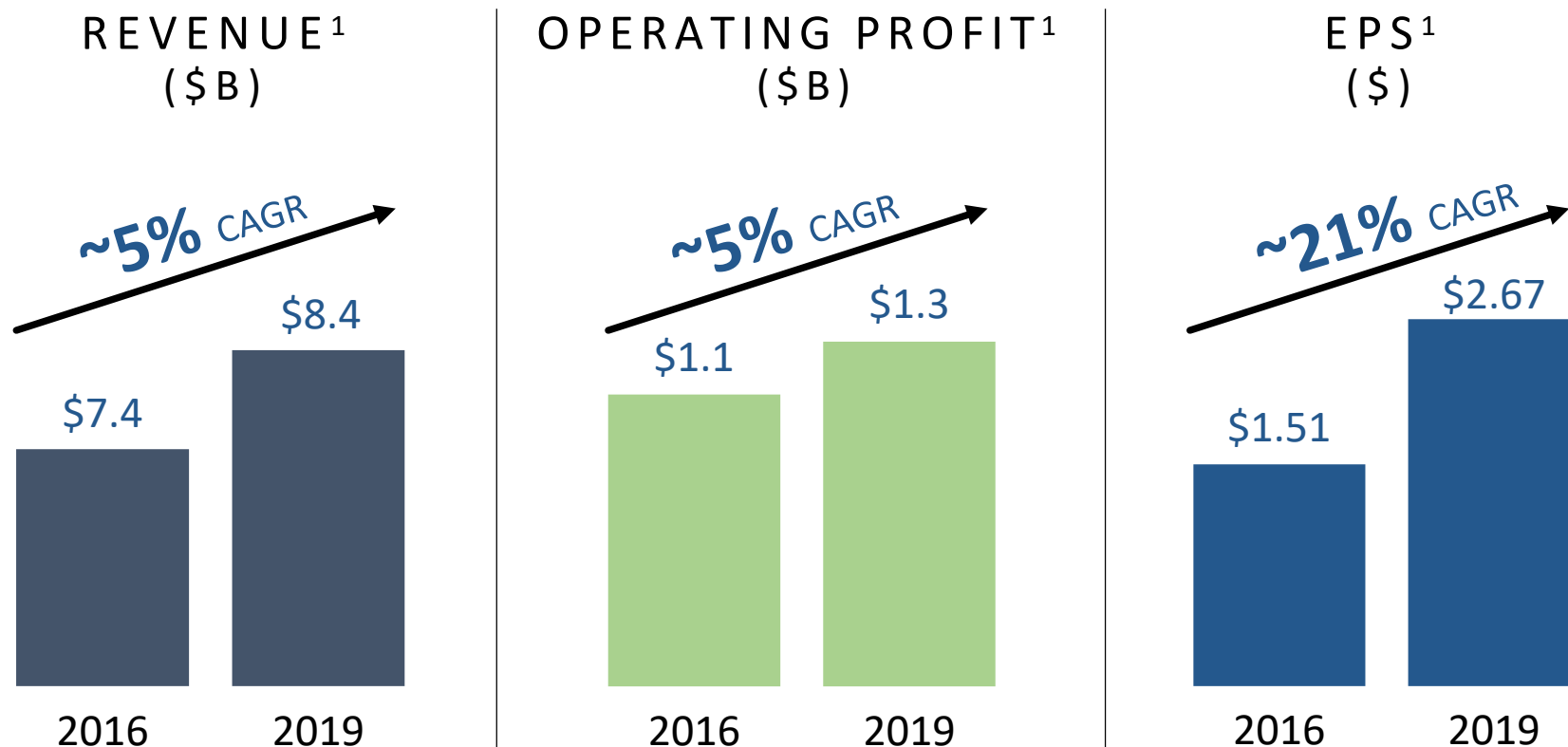
Actively manage portfolio

- Divestitures of UK Cabinetry and Arrow Fastener
- Kichler Lighting and Mercury Plastics acquisitions
- Pursuing divestitures of Cabinetry and Windows businesses; completed sale of UK Window Group on September 6, 2019

Financial Performance

Delivering strong EPS growth over past three years

MASCO



Reaffirming 2019 full year adjusted EPS expectation of \$2.62 - \$2.72

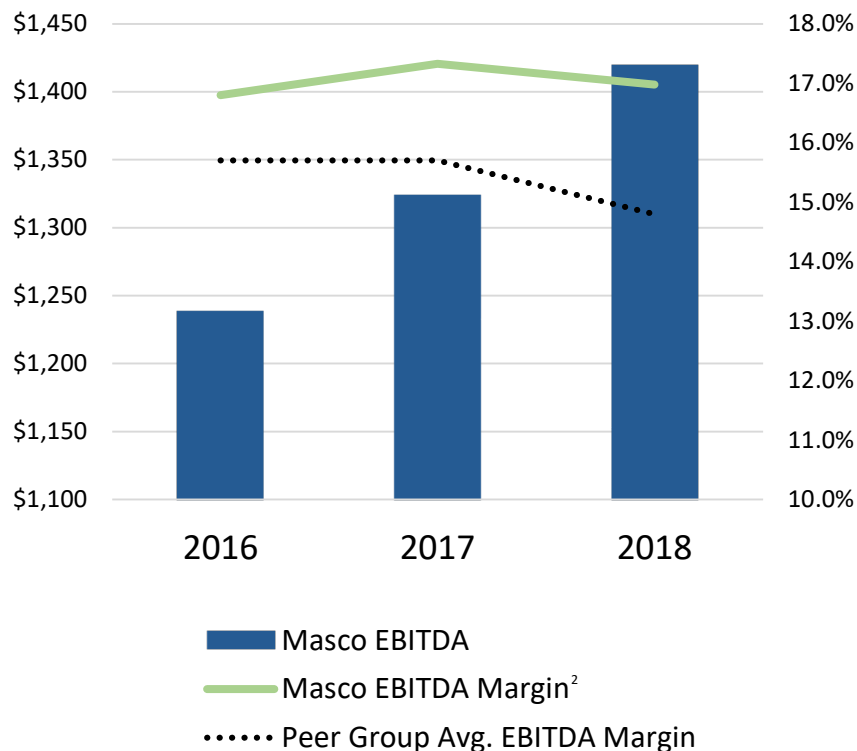
1. 2019 performance reflects company estimates and approximate midpoints of company guidance for the full year. 2019 operating profit excludes \$6m of expected rationalization charges, \$16m of impairment charges for goodwill and other intangible assets and \$12m of expected professional fees related to planned divestitures. See Appendix for GAAP reconciliation. EPS as reported was \$1.48 in 2016.

Cash Flow

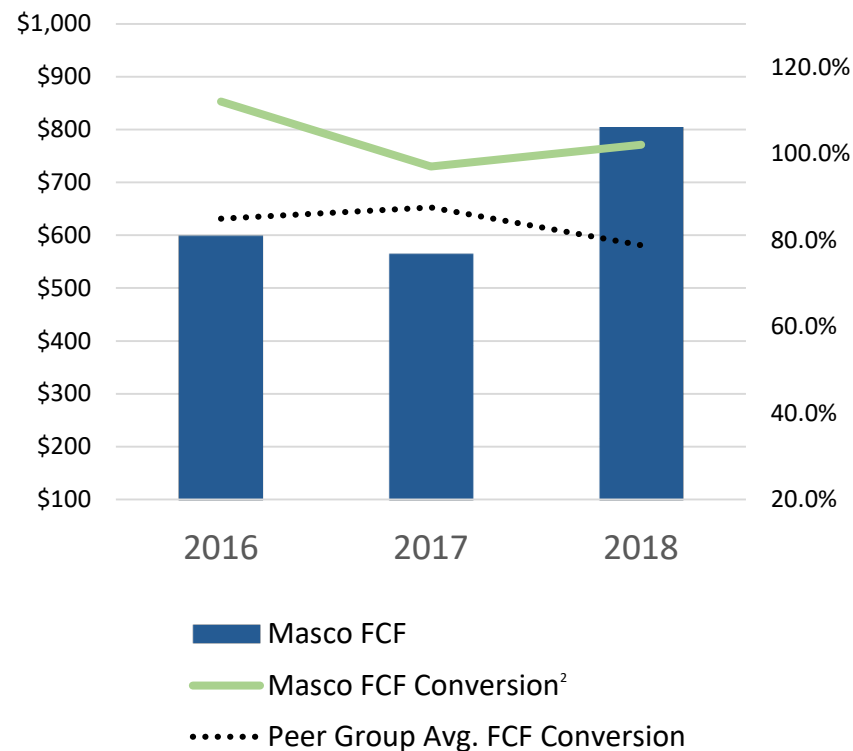
High EBITDA margin and 100% Free Cash Flow conversion

MASCO

EBITDA MARGIN EXCEEDS PEER SET¹



STRONG FREE CASH FLOW CONVERSION



1. Peer group includes FBHS, SWK, PPG, SHW, MHK, JELD, WHR, OC.

2. See Appendix for Masco EBITDA and FCF GAAP reconciliation.

Source: FactSet, company websites.

Capital Allocation

Balanced strategy driving shareholder value

MASCO

STRONG CASH FLOW OF
~\$2.7B
2017-2019¹

Investing in the business²
~\$600M

Returning capital to shareholders³
~\$2,160M

Acquisitions and divestitures, net
~\$510M

Retired debt due in 2018
~\$114M

1. Expected cash from operations to be generated from 2017-2019.

2. Includes capital expenditures and displays.

3. Includes dividends and share repurchases.

Note: Totals include utilization of a portion of cash and cash investments at the beginning of 2017 of \$990 million.

Performance Since 2017

Masco's Next Chapter

Strategy for Profitable Growth



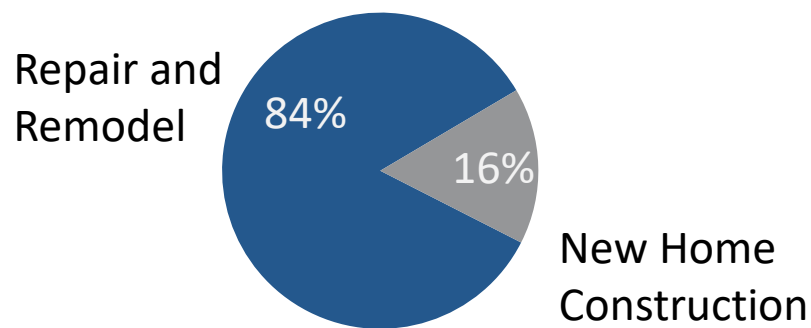
Next Chapter of Masco

More resilient portfolio with lower ticket repair and remodel focused products

MASCO

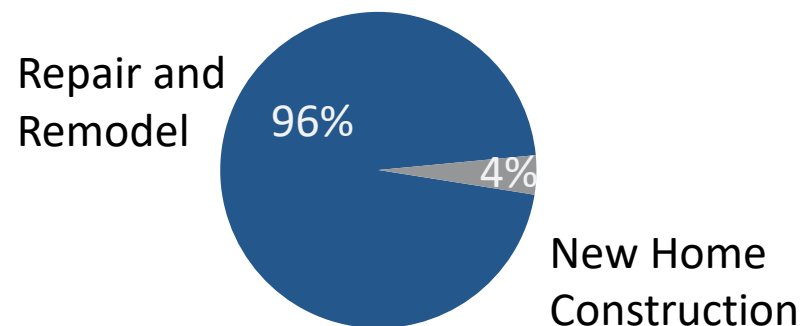
PLUMBING PRODUCTS¹

2018 Sales: **\$4.0B**
2018 Adj. OP Margin: **18.1%**²



DECORATIVE ARCHITECTURAL PRODUCTS¹

2018 Sales: **\$2.7B**
2018 Adj. OP Margin **18.7%**²



Low ticket and
less cyclical

Leading brands and
innovation

Customer and channel
relationships

Masco Operating System

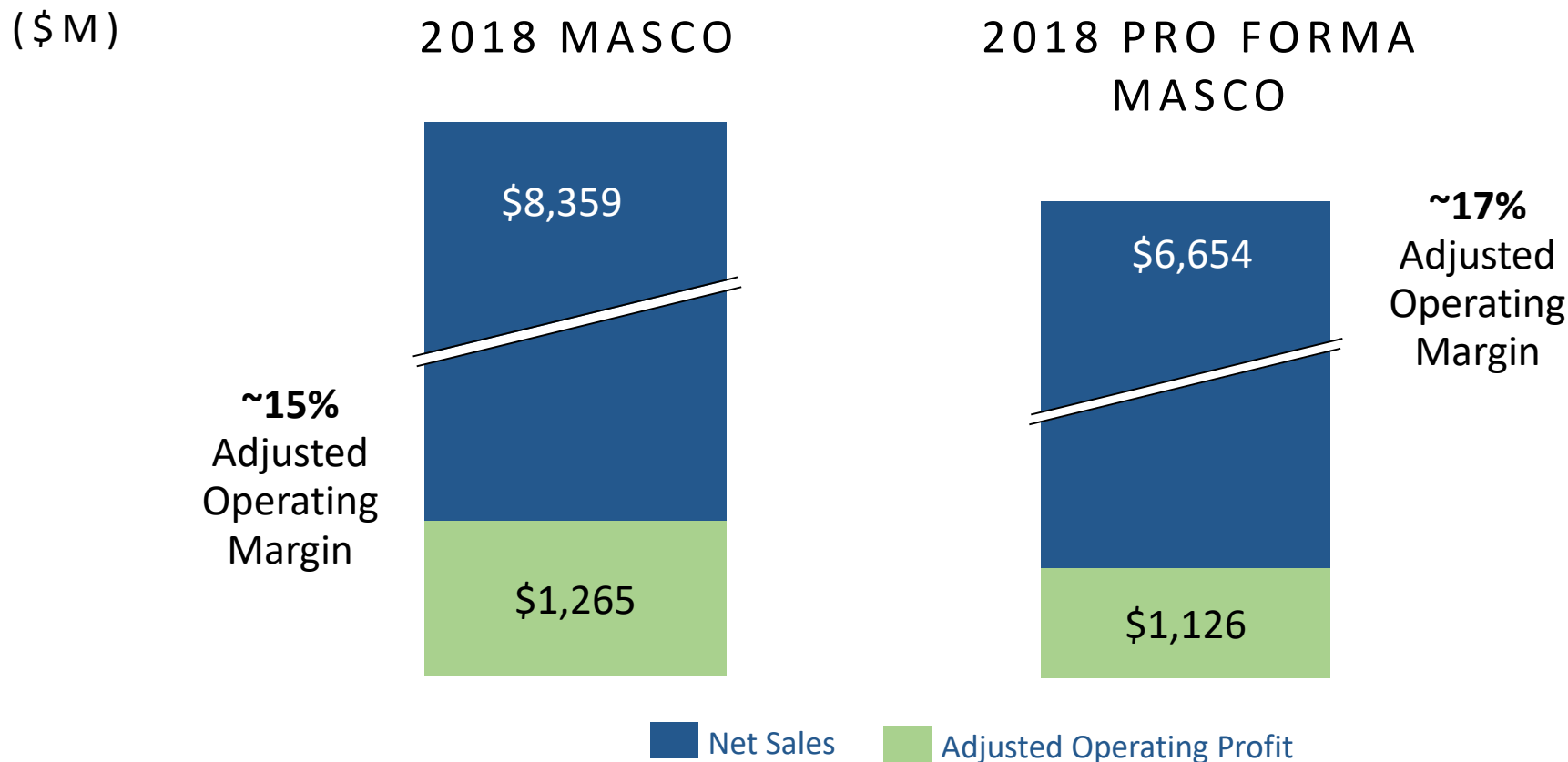
1. Revenue breakdown based on 2018 revenue and company estimates.

2. Excludes \$9m of rationalization charges for Plumbing Products and \$40m for Kichler inventory step up adjustment for Decorative Architectural Products.

Planned Divestiture of Cabinetry and Windows

Actions will result in a higher margin business

MASCO



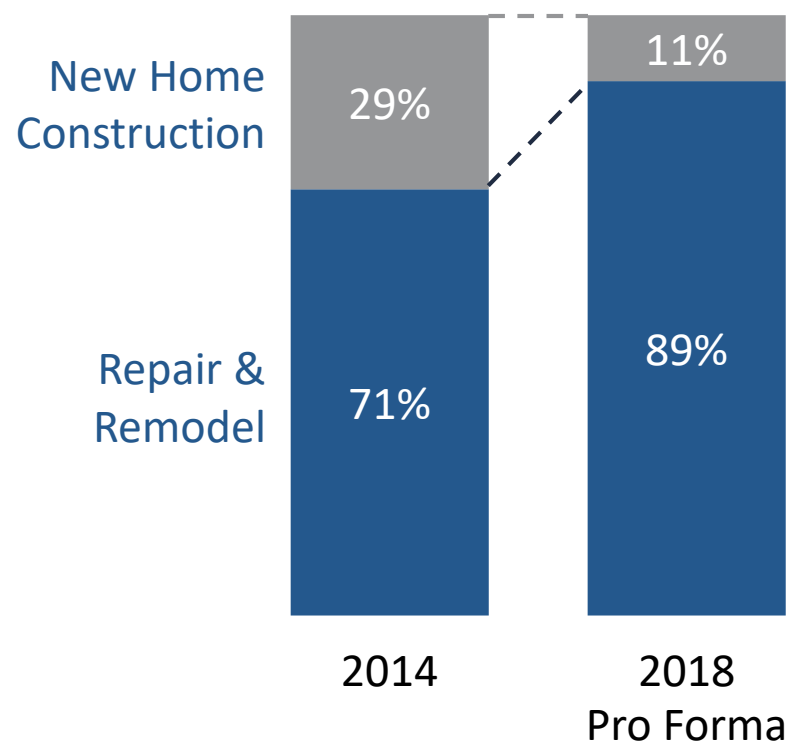
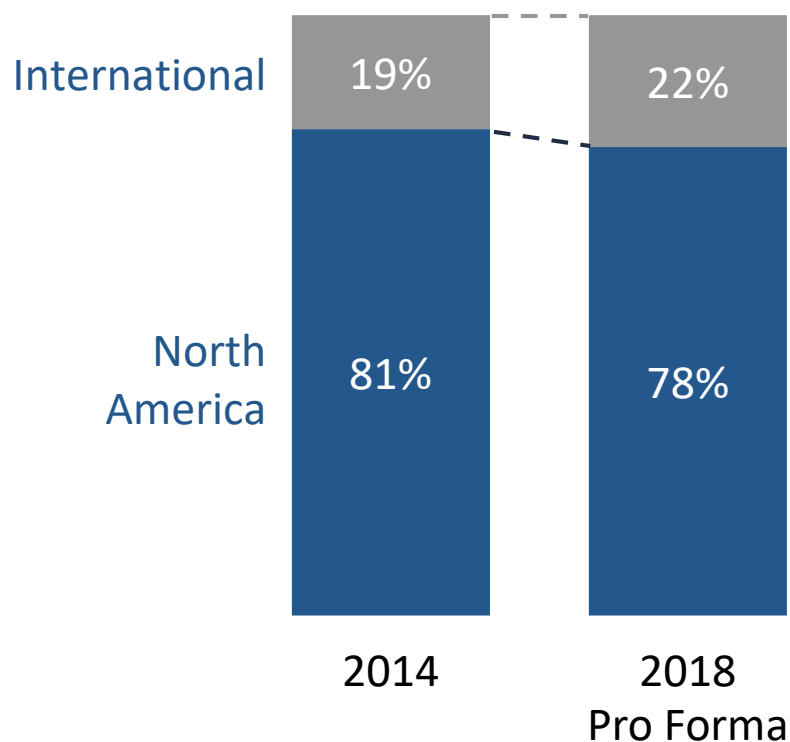
Anticipate deploying majority of proceeds from divestitures to share repurchases throughout 2020

Diversified Revenue Mix

Low ticket repair and remodel business will improve financial stability

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REVENUE BREAKDOWN¹

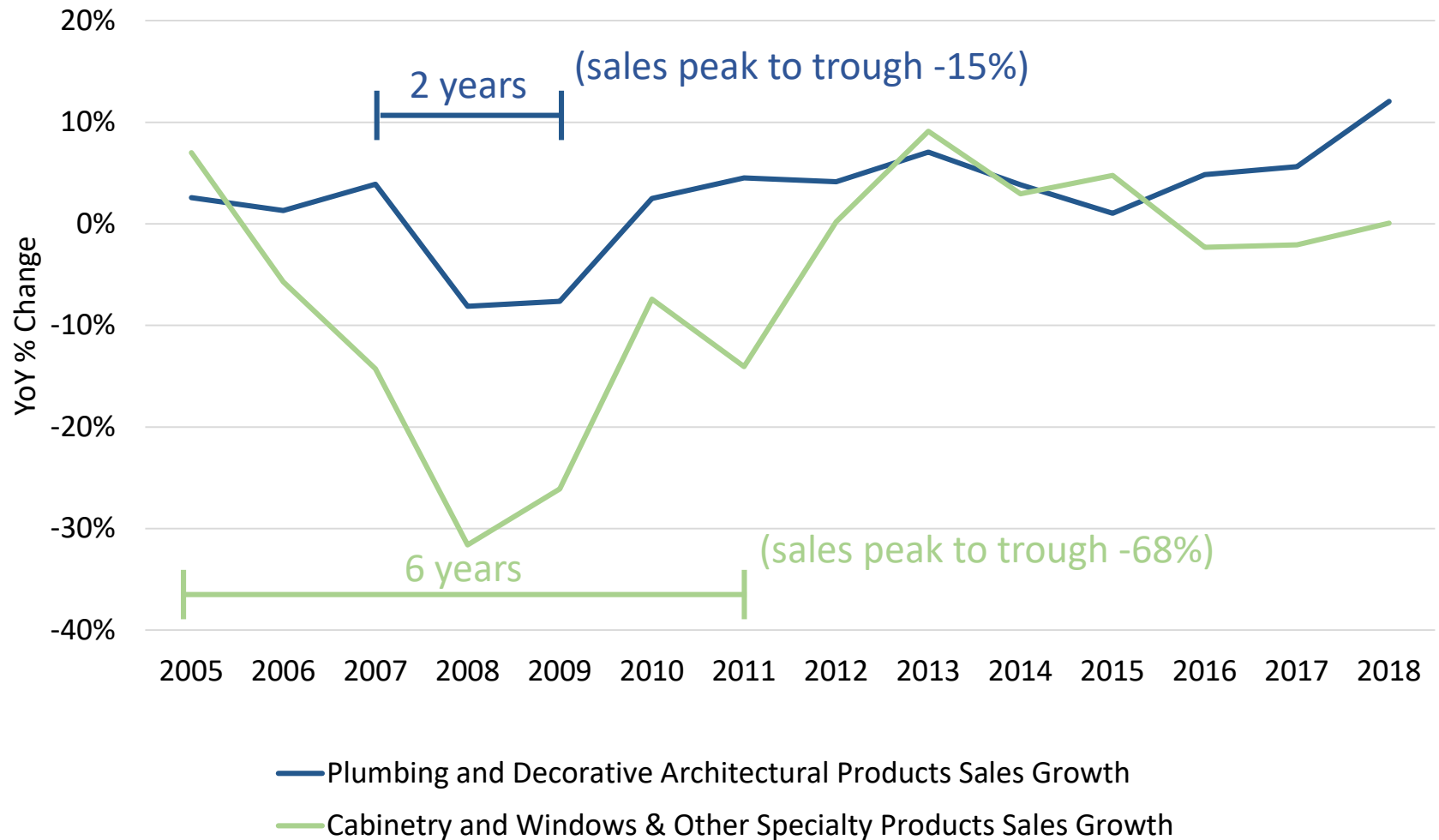


1. Based on 2014 revenues, 2018 Pro Forma revenue and company estimates.

Historical Sales Performance

Pro Forma sales considerably more stable through a cycle

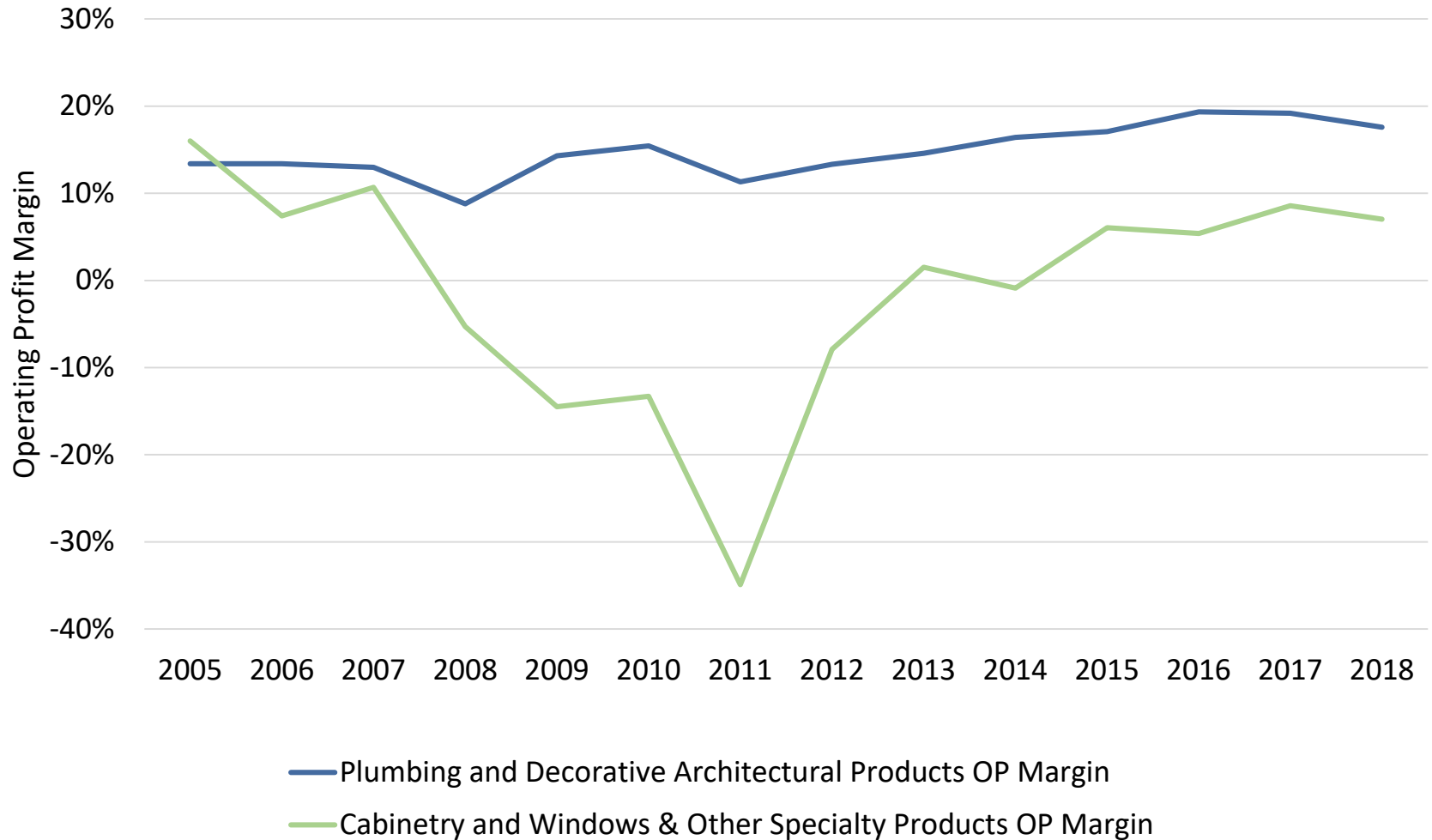
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Historical Margin Performance

Pro Forma operating margins significantly more resilient

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Performance Since 2017

Masco's Next Chapter

Strategy for Profitable Growth



Market Leading Brands

High share position in many categories

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Innovation Leadership

Fuels future growth and customer advocacy

MASCO



Delta®
SprayShield® Technology



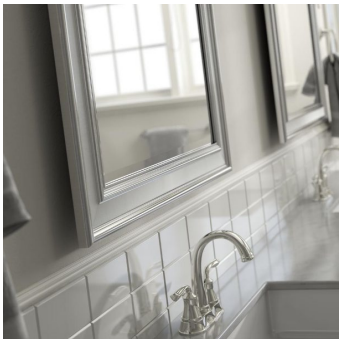
Delta®
VoicelQ™ Technology



Hansgrohe®
PowderRain® Spray
Technology



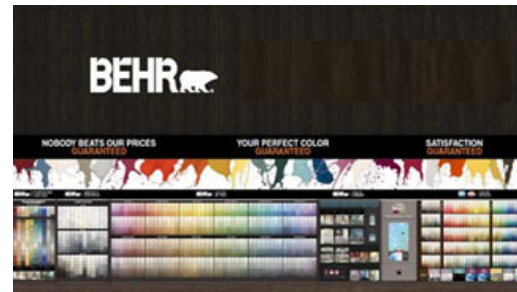
Hansgrohe®
Metris® Select



Liberty Hardware
Mirrors



Behr Marquee®
Coating



Behr/Home Depot
Color Solutions Center



Magnolia Home
by Joanna Gaines
Paint Products

Approximately 30% of Plumbing and Decorative Architectural Products revenues are from products introduced in the last three years¹

1. Based on company estimates.

Broad Distribution

Diversified geographies, products, channels

MASCO

PRICE POINTS

GOOD



PEERLESS



BEHR

BETTER



hansgrohe



BEHR

BEST

BRIZO



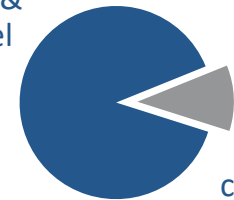
AXOR



BEHR

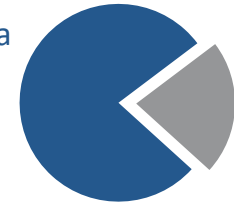
CHANNELS¹

Repair & remodel
89%



New construction
11%

North America
78%



International
22%

Retail

50%

Wholesale/trade

40%

E-commerce

5%

Specialty dealers/
other

5%

1. Segmentation figures based on company estimates and 2018 Pro Forma revenue.

Fundamentals of Repair and Remodel Market

Market growth approximately 1-2% above GDP on average

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HOME PRICE
APPRECIATION

AGE OF U.S.
HOUSING STOCK

HOUSEHOLD
FORMATION

HOUSING
TURNOVER

CONSUMER
CONFIDENCE



Clear Strategic Focus

Competitive advantages and strategy drives above market growth and returns

MASCO

- 1 Drive full potential of our core businesses
- 2 Leverage opportunities across our portfolio
- 3 Actively manage portfolio



**Above
Market
Growth
and
Returns**

Drive Full Potential of Our Core Business

Investing in brands, innovation and operational excellence

MASCO

KEY OPPORTUNITIES



Continued growth in North American and International plumbing



Continued share gains in Coatings

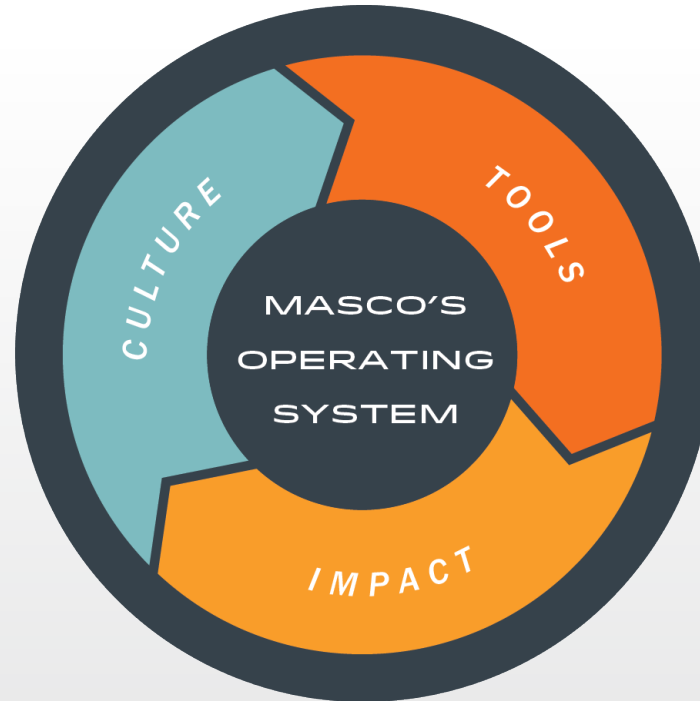


Further E-commerce penetration

Masco's Operating System

Leveraging best practices and continuous improvement

MASCO



CULTURE

Continuous
Improvement

+

TOOLS

Share best practices
and use
standardized tools

=

IMPACT

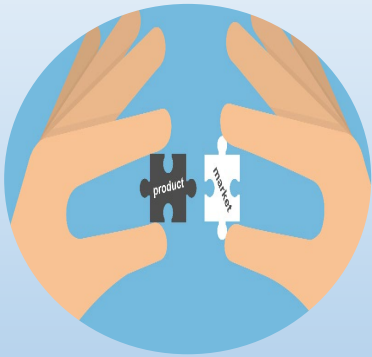
Drive results

Actively Manage Portfolio

Create value by executing on divestitures and select bolt-on acquisitions

MASCO

M&A CRITERIA



MARKET

New categories or geographies within existing product markets



COMPANY

Accelerate organic growth, drive cost savings and/or bring new expertise



VALUE

ROIC greater than risk adjusted WACC within 5 years

Key Messages

Competitive advantages to deliver consistent performance

MASCO

1

Continue to deliver against commitments

2

Stronger portfolio for above market growth and resilience

3

Balanced approach to allocation of substantial free cash flow to continue to drive shareholder value



Plumbing Products

RICHARD O'REAGAN
GROUP PRESIDENT

MASCO

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The Business Today

Growth Above Market

Future Outlook



Plumbing Products

Segment overview

MASCO

2018

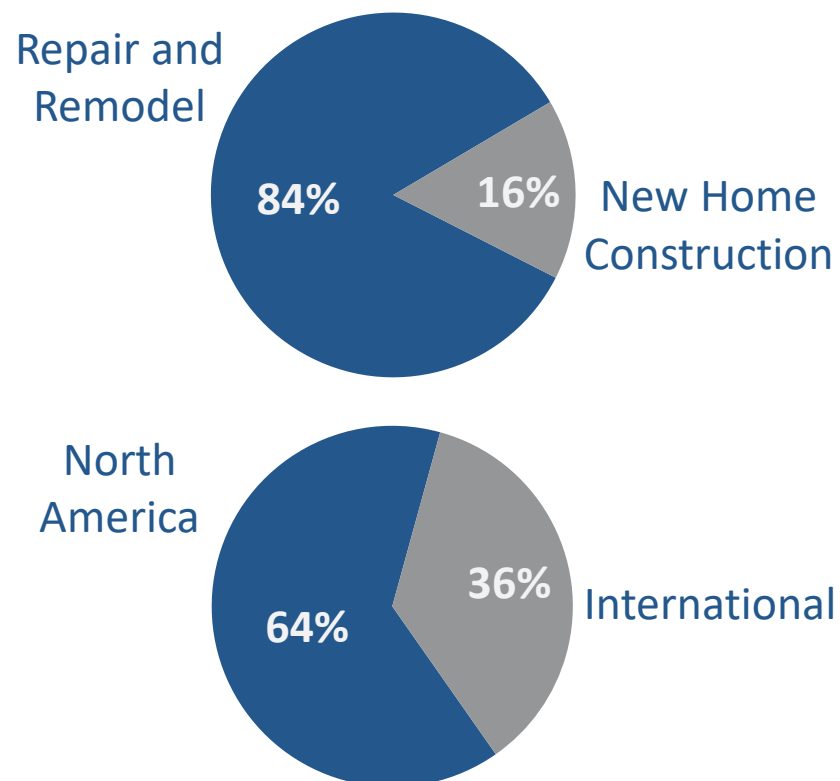
Revenue **\$4.0B**

Margin as
Adjusted¹ **18.1%**

Currency
Exposure **USD / EUR / GBP /
CAD / RMB**

Commodity
Exposure **Copper / Zinc /
Resins**

REVENUE BREAKDOWN²



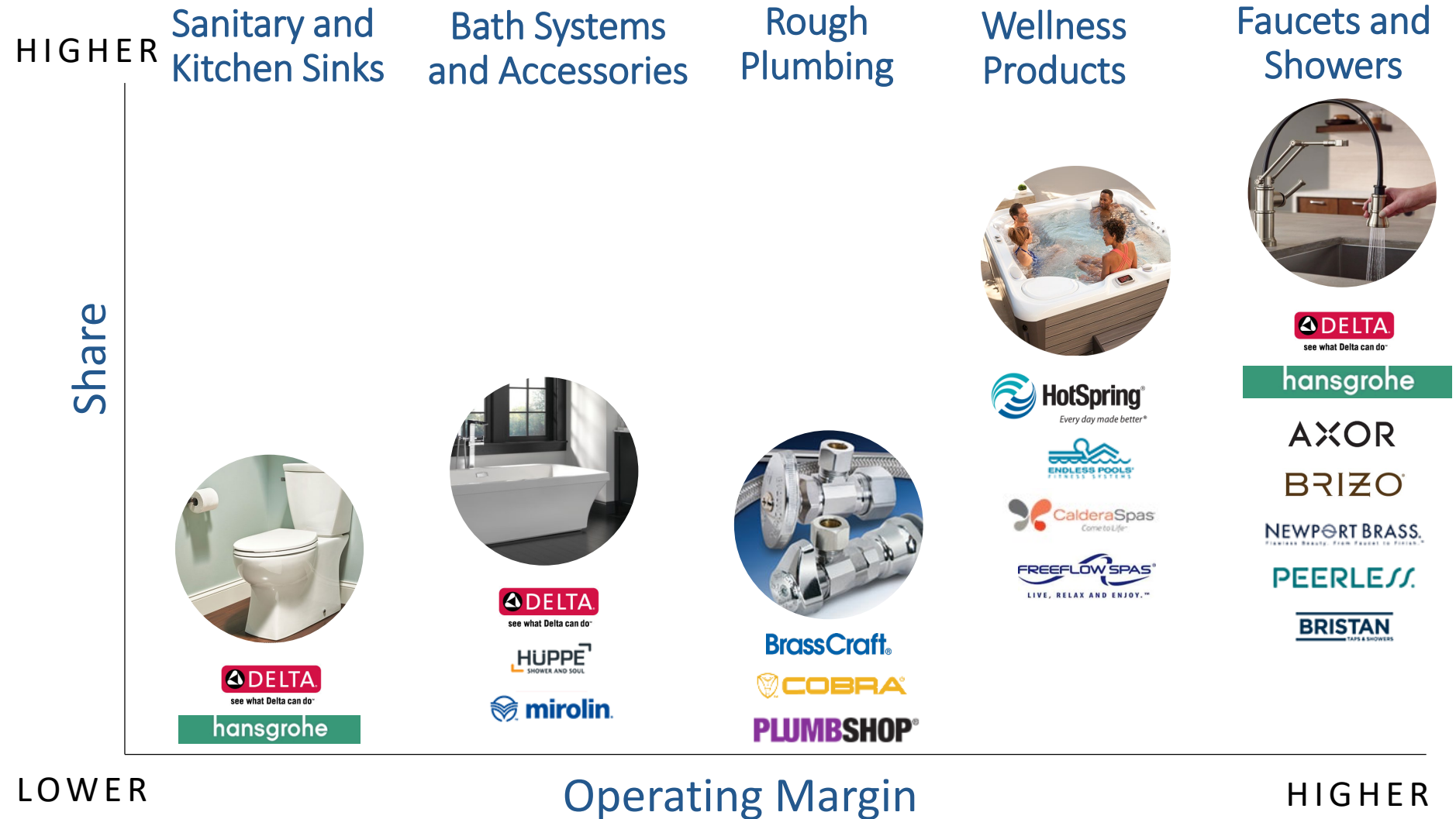
1. Operating profit, as adjusted, excludes \$9M of rationalization charges.

2. Based on company estimates.

Broadest Product Range in the Industry

Opportunity for balanced growth with sustainable margins

MASCO



Note: Based on company estimates.

Brand, Innovation and Distribution Leadership

Demonstrated success in core competencies

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BRANDS

INNOVATION

CHANNEL BREAKDOWN

(% of 2018 Revenue¹)



#1
Share in
North America

Vitality Index ~30%

Trade 55%



#1
Share in
Germany

EPA WaterSense
Sustained
Excellence Award
received by Delta 4
years

Retail 25%

BrassCraft®

#1
Preferred rough
plumbing brand

Awards received
by Hansgrohe
since 1974 601

Specialty dealers 10%



#1
Portable spa
Brand

E-commerce 10%

1. Numbers are approximate and based on company estimates.

Manufacturing Footprint

Provides flexibility to respond to a changing marketplace

MASCO

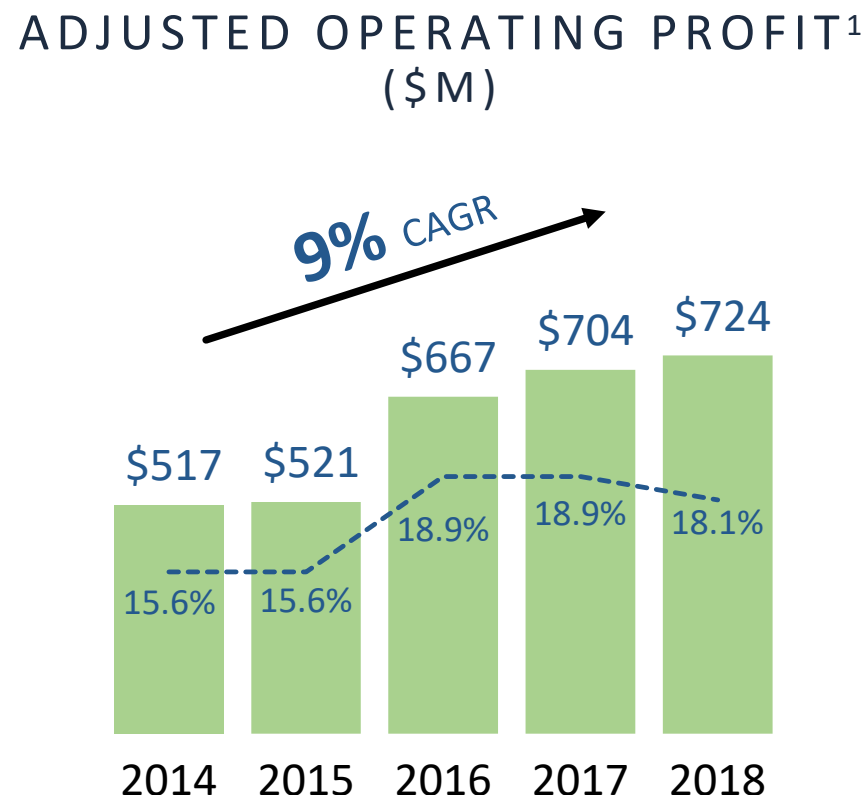
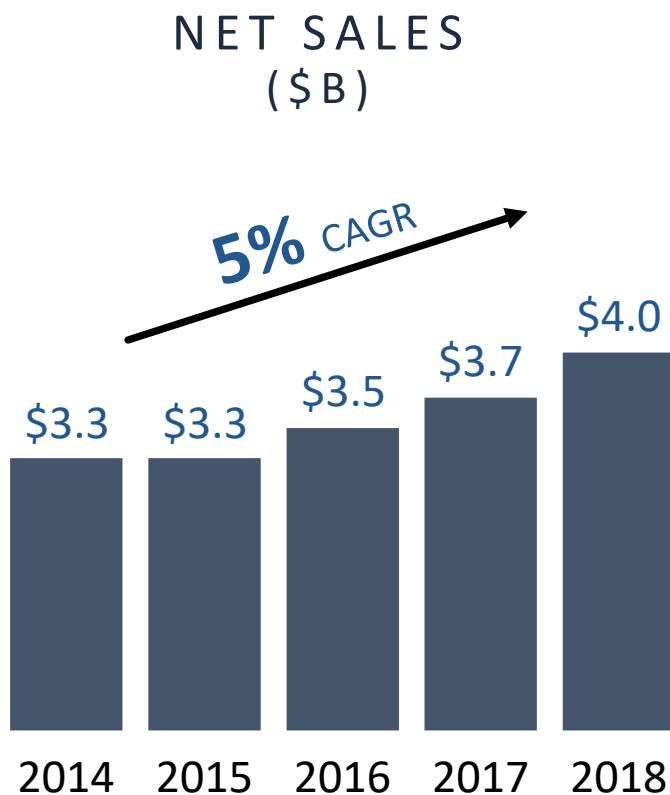


■ Manufacturing locations

Financial Performance

Consistently delivering on our commitments

MASCO



On Track to Deliver 2017 Investor Day Targets of
4-6% Sales CAGR and 18-19.5% Operating Margin

1.Excludes business rationalization charges of \$5M in 2014, \$9M in 2015, \$13M in 2016, \$2M in 2017 and \$9M in 2018.

The Business Today

Growth Above Market

Future Outlook





1 Extend leadership position in North American plumbing



2 Grow in priority international markets



3 Invest to grow

Investments are Working

Basis for continued growth above market

MASCO



Designer advocacy



Growth outside core
faucets and showers



Showroom
penetration

Winning at Both Ends of the Market

Can respond to changing consumer preferences

MASCO

LUXURY



BRIZO®

NEWPORT BRASS.

ENTRY LEVEL



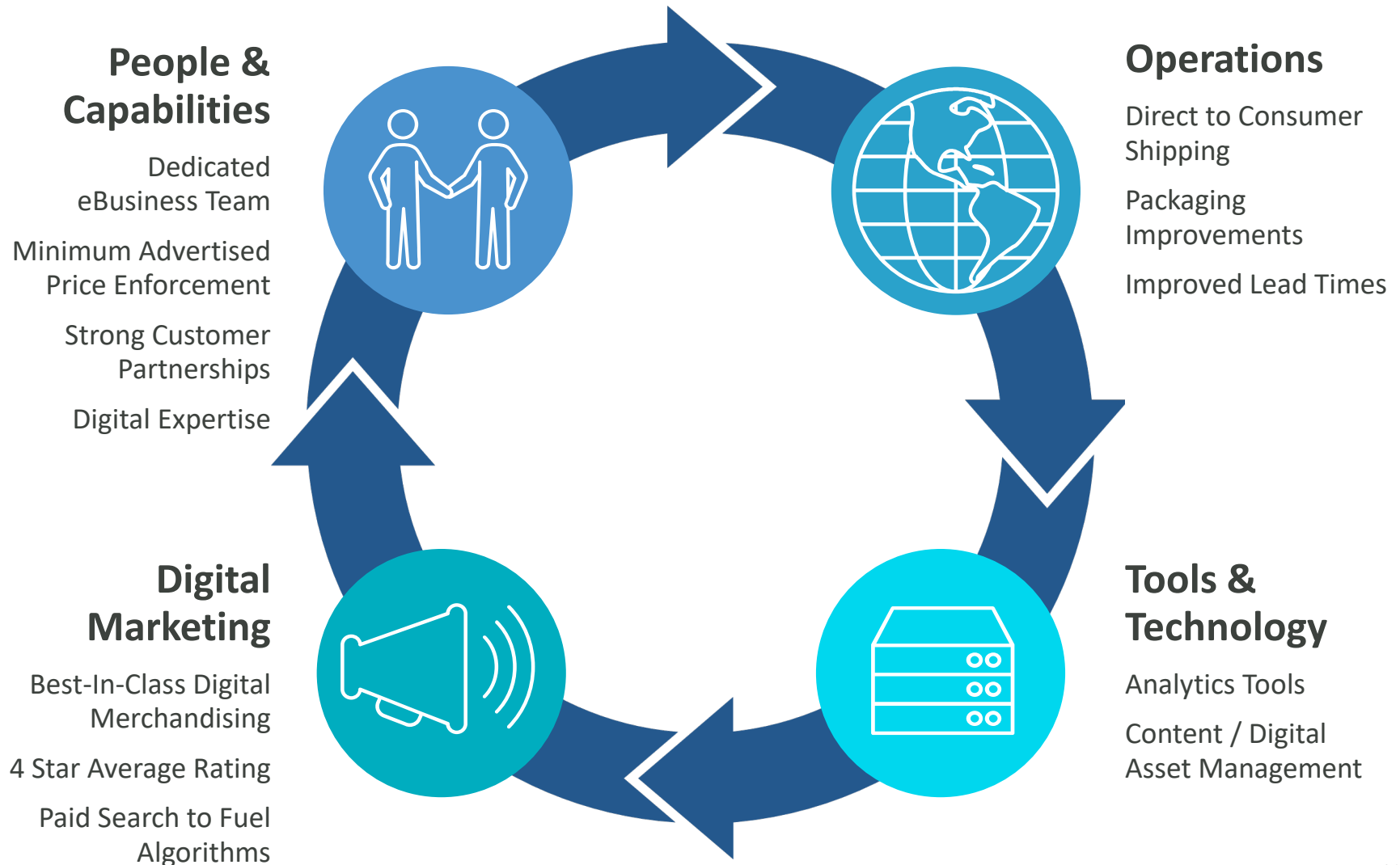
PEERLESS®

Delta® Foundations® Collection

Comprehensive E-Commerce Strategies

Infrastructure in place to support channel dynamics

MASCO



Delta Faucet Company E-Commerce Position

Market leader with strong partnerships and above market growth

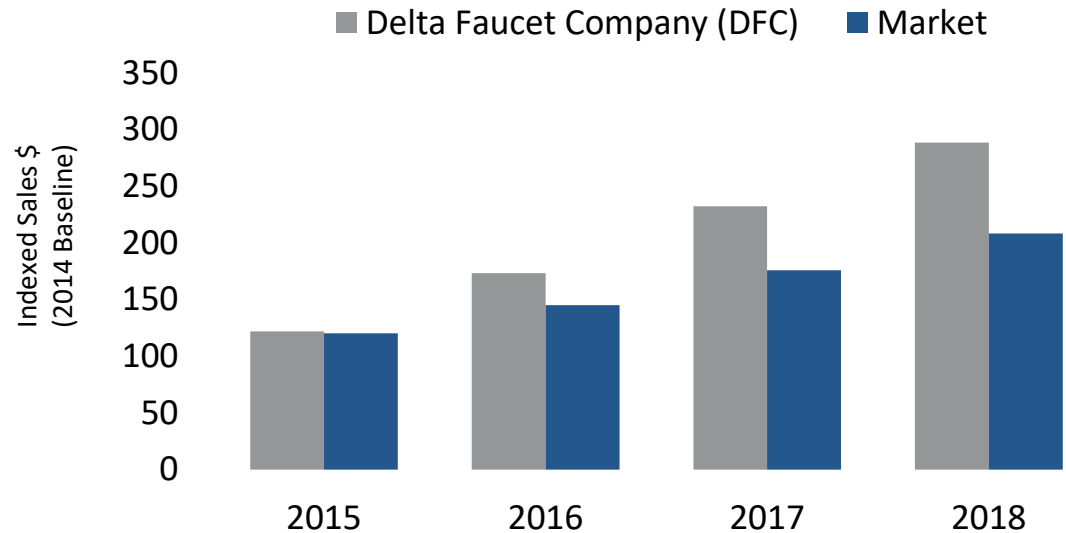
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ONLINE FAUCET SHARE LEADER

#1



E-COMMERCE MARKET GROWTH



2015 to 2018 CAGR

 **DELTA**
FAUCET COMPANY
33%

vs

Market
20%



1 Extend leadership position in North American plumbing



2 Grow in priority international markets



3 Invest to grow

Global Leader in Premium and Luxury Market

Ability to respond to global market dynamics

MASCO

hansgrohe

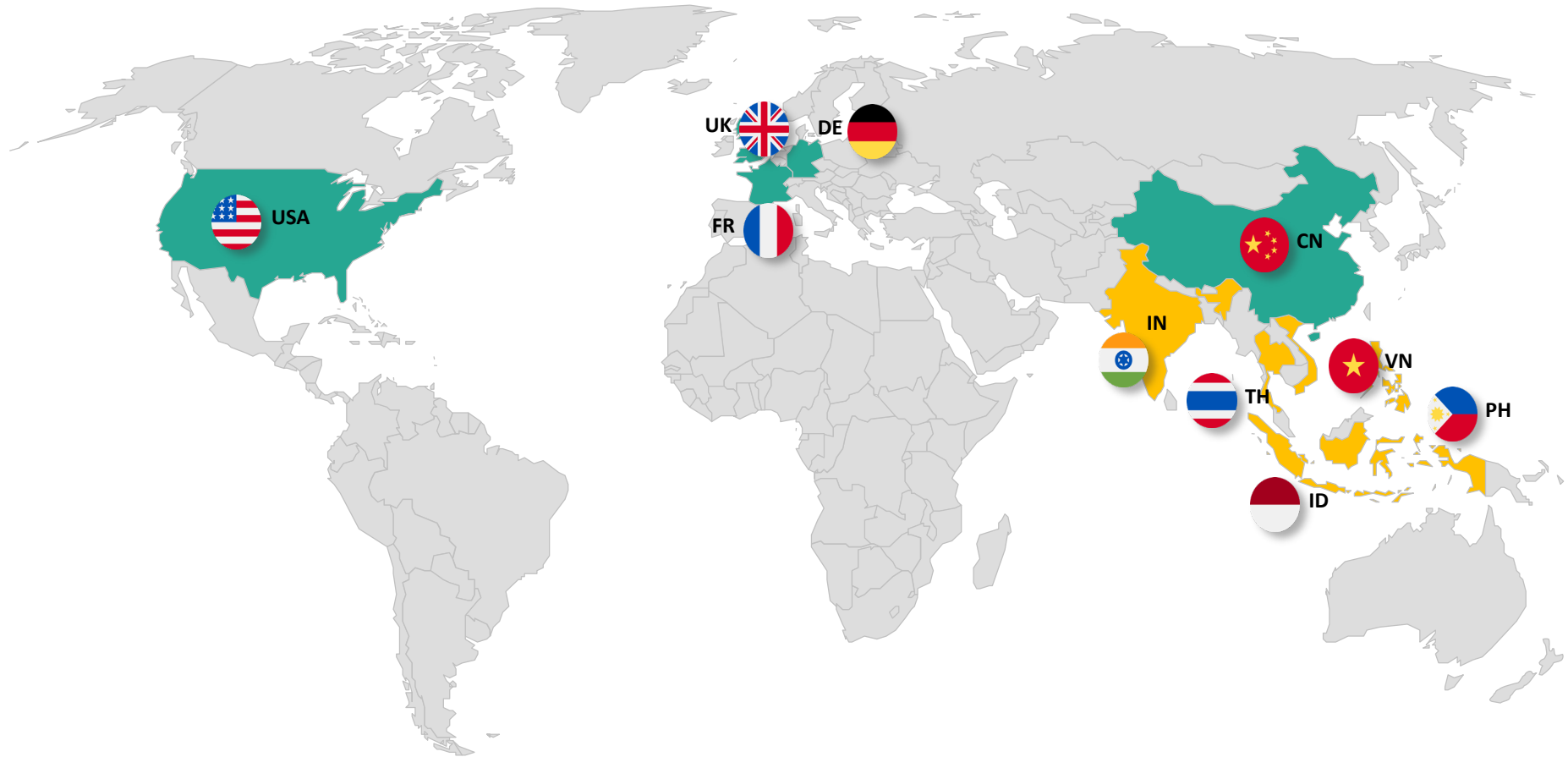


• subsidiary ◯ sales office

Priority International Markets

Balanced attention on large core and emerging markets

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Focus markets: Germany, China, USA, France, UK



Key Emerging markets: India, South East Asia

Industry Trendsetter in Innovation and Design

Key elements to international appeal across countries

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hansgrohe



Rainfinity

AXOR



AXOR Edge

601

Awards since 1974



Expand Multi-Channel Distribution Globally

Responsive to global channel dynamics

MASCO



**Promotion of global
E-commerce growth**



**Drive DIY expansion
in Europe**



**Expand global trade
business**



**Grow hospitality and
residential project business**



Expand Into Adjacent Product Categories in China

Bundled solution approach driving growth

MASCO

LAUNCHED IN 2015

Kitchen Sinks



LAUNCHED IN 2018/2019

Cross-selling potential in **Kitchen & Bath**



Drinking water solutions



Water filtration solutions



Shower toilets



1

Extend leadership position in North American plumbing



2

Grow in priority international markets



3

Invest to grow

Investing to Grow

Continuing innovation legacy

MASCO



Functional Innovation
VoiceIQ™ Technology



Material Innovation
Brizo® Concrete Faucet



Personalization / Customization
Precision Powder Room

Investing to Grow

Building capabilities for future growth

MASCO



Connected Products



Agile Product /Market
Development Processes



New Product Categories

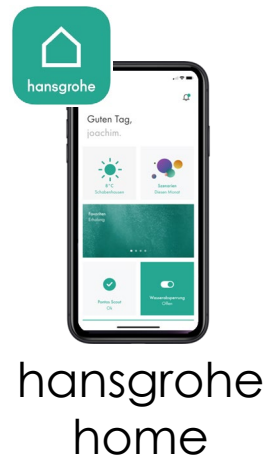
Investing to Grow

Developing smart living and digital solutions

MASCO



RainTunes
Multisensory Shower Experience



hansgrohe
home



Pontos
Innovative Water Management
System

The Business Today

Growth Above Market

Future Outlook





Q&A

Keith Allman and Richard O'Reagan

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Decorative Architectural Products

JAI SHAH
GROUP PRESIDENT

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Segment Overview

Lighting Category

Coatings Category

Future Outlook



Decorative Architectural Products

Segment overview

MASCO

2018

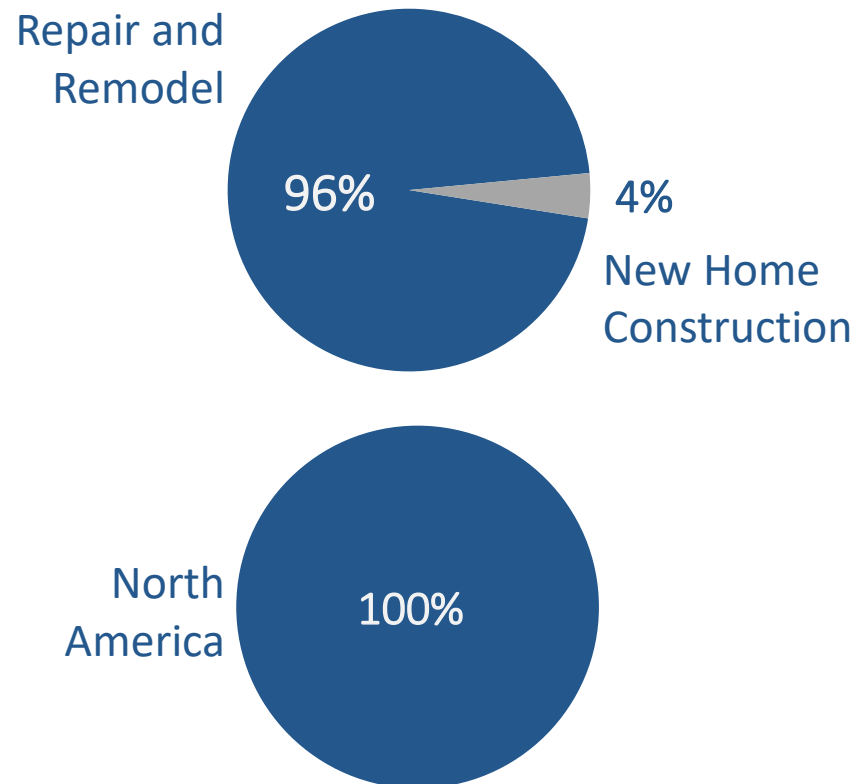
Revenue **\$2.7B**

Margin as
Adjusted¹ **18.7%**

Currency
Exposure **USD / CAD / MXN / RMB**

Commodity
Exposure **TiO₂ / Resins / Zinc**

REVENUE BREAKDOWN²



1. Excludes Kichler inventory step up adjustment of \$40m in 2018.

2. Based on company estimates.

Multiple Low Ticket Categories and Brands

Broad assortment and market-leading brands

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COATINGS

Paints, primers, stains

Specialty coatings

Aerosols



MAGNOLIA
HOME
BY JOANNA GAINES

premium paint by **KILZ**

HARDWARE

Cabinet and bath hardware

Shower doors

Hooks, wall plates, mirrors



FranklinBrass®
A Liberty Hardware Brand



LIGHTING

Decorative fixtures

Fans

Landscape



Innovation Leadership

Proven track record

MASCO



ColorSmart®
digital color tool



Premium Plus Ultra®
1st paint & primer in one



Behr Marquee® Paint
one-coat hide guarantee



Behr PRO
line

LIBERTY HARDWARE®
MANUFACTURING CORPORATION



Customizable shower doors

KICHLER®



Elan
Premium decorative
LED lighting

Channel Partnerships

#1 position across multiple categories and customers

MASCO

RETAIL



TRADE



25,000 independent paint dealers



3,000 independent lighting dealers & showrooms

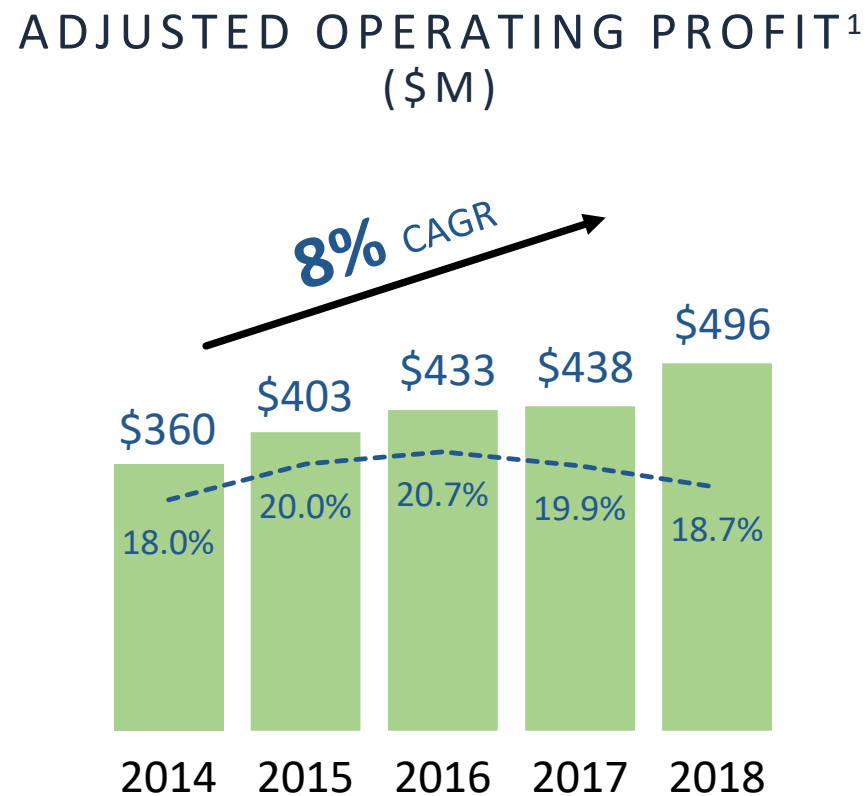
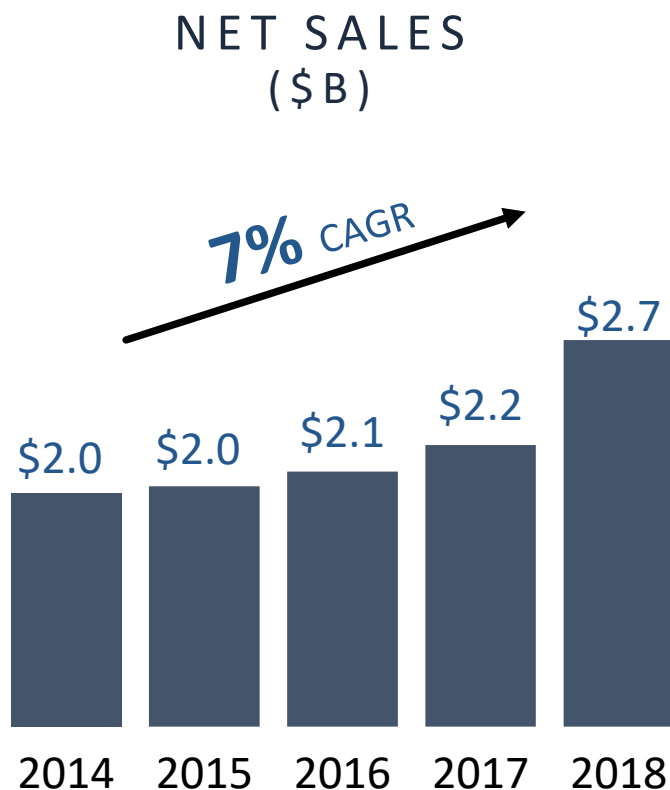
E-COMMERCE



Financial Performance

Consistently high earnings and cash flow generation

MASCO



On track to deliver 2017 investor day targets of
4-6% sales CAGR and 16.5-18.5% operating margins²

1. Excludes Kichler inventory step up adjustment of \$40m in 2018.

2. Margin guidance from 2017 investor conference updated with acquisition of Kichler.

Segment Overview

Lighting Category

Coatings Category

Future Outlook



U.S. Lighting Industry

Scale position in fragmented industry to extend our leadership

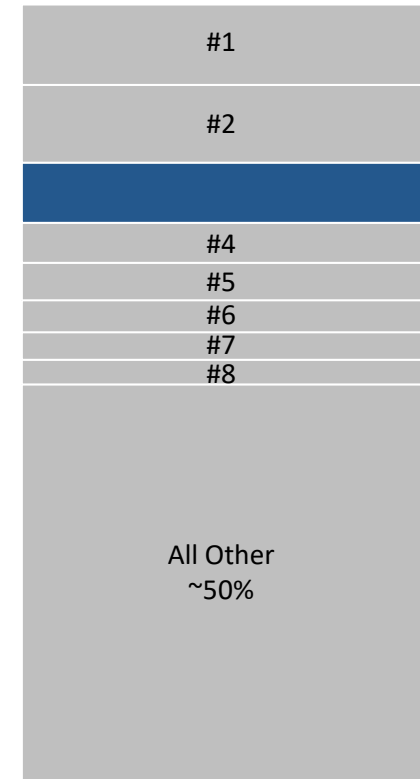
MASCO

U.S. RESIDENTIAL/ LIGHT COMMERCIAL LIGHTING MARKET

- Attractive industry
- Kichler well-positioned
- Ability to realize value

Kichler #3

~\$6.0B

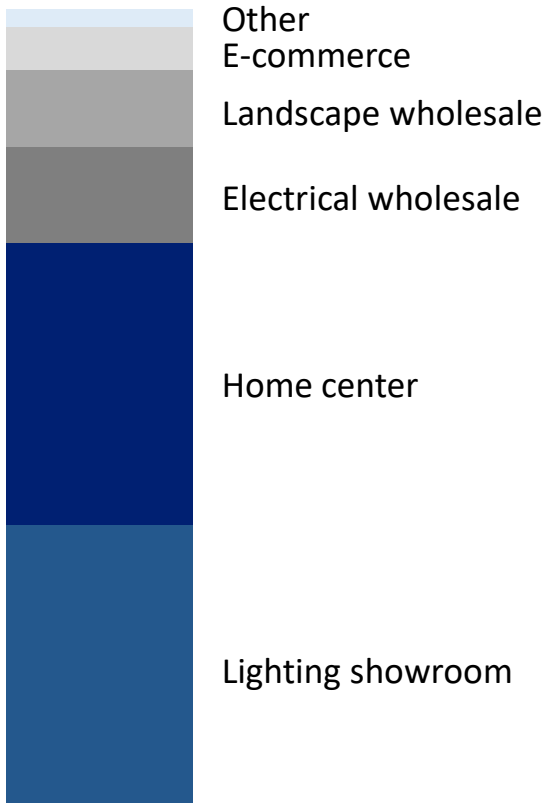


Kichler – Broad Depth and Breadth

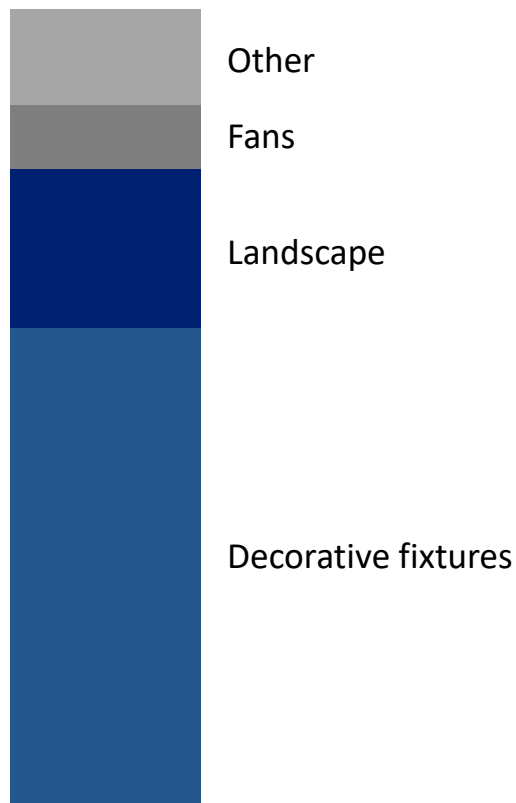
Ability and options to grow through further penetration

MASCO

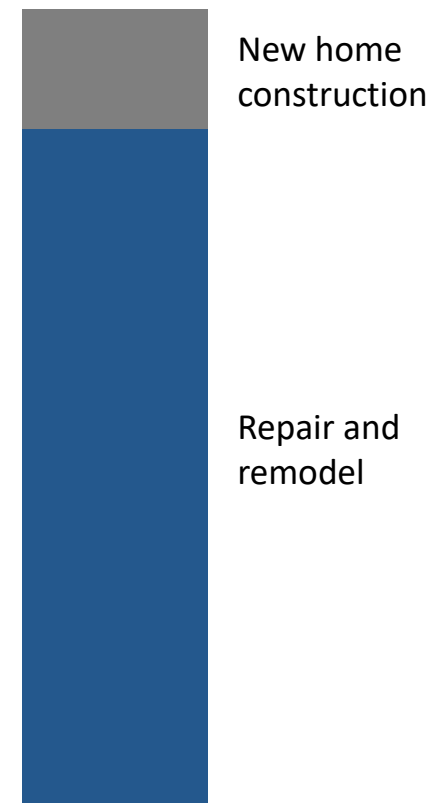
CHANNEL



CATEGORY



R&R VS. NHC



Lighting: An Interconnected Category

We know the playbook to win in lighting

MASCO



FERGUSON
Bath, Kitchen & Lighting Gallery



amazon

LOWE'S

wayfair

build.com

Kichler Post Acquisition Journey

Laying the foundation to drive towards full potential

MASCO



To Date

Masco
Operating System
embedded



2020 - 2021

Targeted growth
in showroom and
E-commerce



2021+

Full
potential
realization

Kichler Post Acquisition Journey

Laying the foundation to drive towards full potential

MASCO



To Date

Masco
Operating System
embedded



2020 - 2021

Targeted growth
in showroom and
E-commerce



2021+

Full
potential
realization

Kichler Post Acquisition Journey

Laying the foundation to drive towards full potential

MASCO



To Date

Masco
Operating System
embedded



2020 - 2021

Targeted growth
in showroom and
E-commerce



2021+

Full
potential
realization

Segment Overview

Lighting Category

Coatings Category

Future Outlook



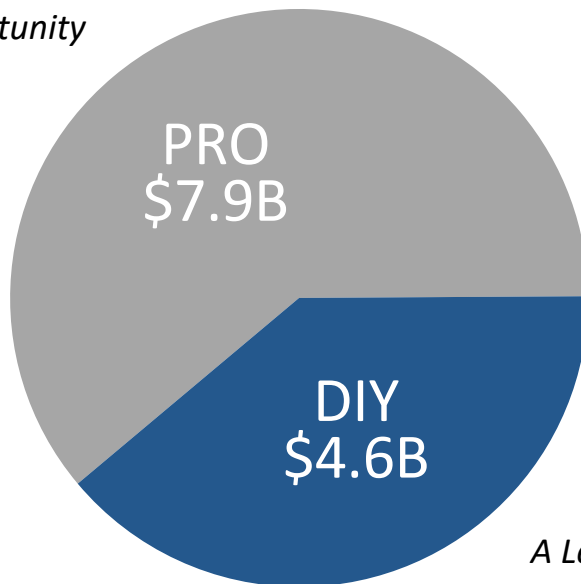
Coatings Category

Transitioning from DIY focused to meaningfully diversified

MASCO

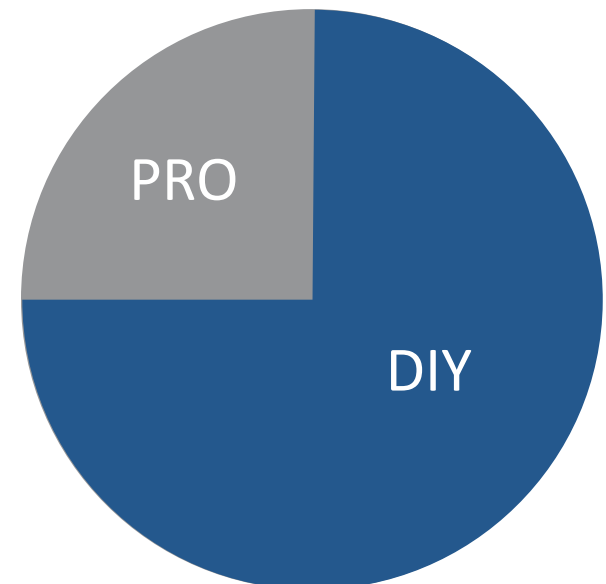
TOTAL U.S. ARCHITECTURAL COATINGS MARKET (2018) \$12.5B

Opportunity



A Leader

BEHR PAINT COMPANY SALES MIX (2018)



Leading Brands

Strong pull from consumers and professionals

MASCO

#1 JD Power customer satisfaction for interior paint

#1 Brand awareness, consideration and conversion

#1 Net promoter score

#1 Most trusted paint brand in the U.S. and Canada

#1 Primer brand in North America

#1 Net reputation score (primer)

>90% Positive impressions with pros



Highest primer brand loyalty and preference



Quality Leadership

#1 in quality for multiple years running

MASCO

2019 Ratings

Rated #1 by Consumers

INTERIOR

#1



BEHR Marquee
Interior



EXTERIOR

#1



BEHR Ultra
Exterior



EXTERIOR
STAIN

#1



BEHR Premium
Semi-Transparent
Wood Stain/Sealer



Source: Independent consumer research testing firm.

40-Year Partnership with The Home Depot

Strongest partnership in the industry

MASCO

SINCE
1979

Supplier to
The Home
Depot

6x

Innovation of
the Year
Award Winner

13x

Partner
of the Year





1 Extend DIY leadership



2 Drive PRO growth



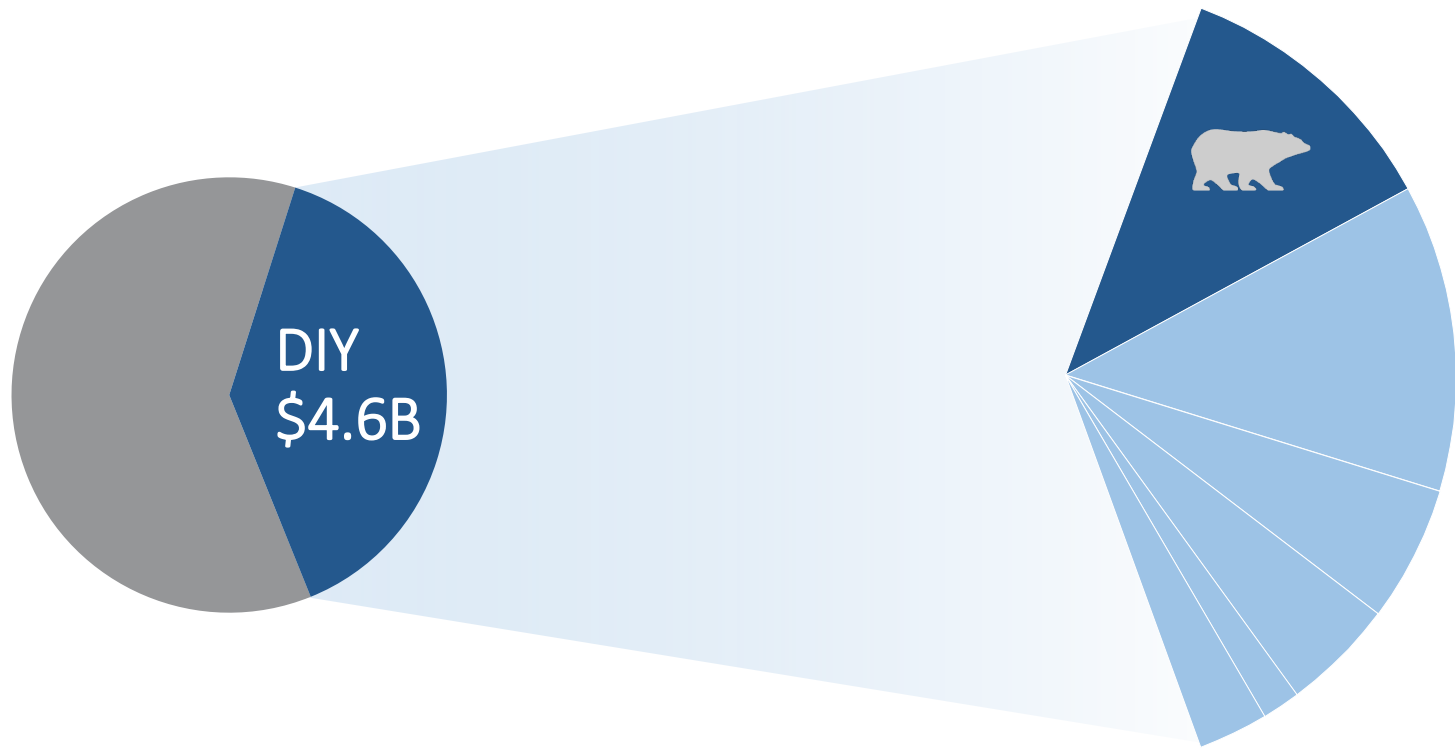
3 Grow adjacencies

Extend DIY Leadership

#1 DIY brand

MASCO

U.S. DIY MARKET – \$4.6B (2018)

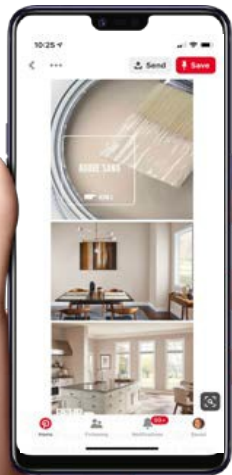


DIY Growth

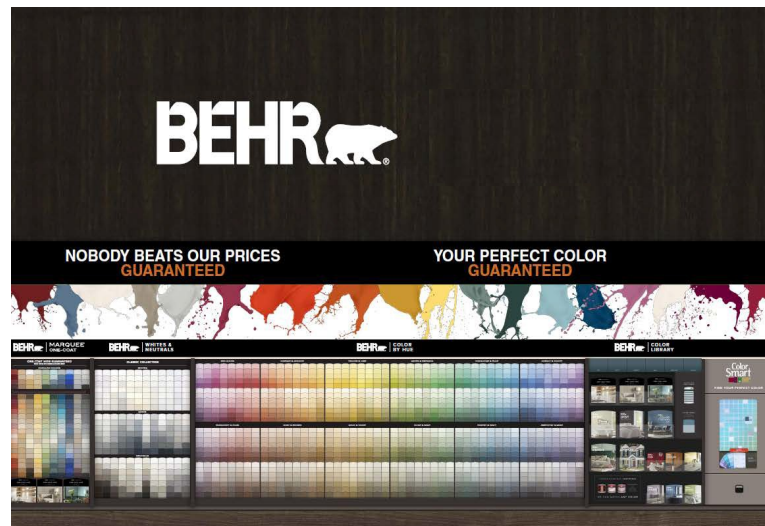
Improve shopping experience to drive increased conversion

MASCO

Creating
Inspiration



Simplifying
Shopping Process



Driving
Conversion



DIY Growth

Continue to invest in innovation leadership

MASCO





1 Extend DIY leadership



2 Drive PRO growth



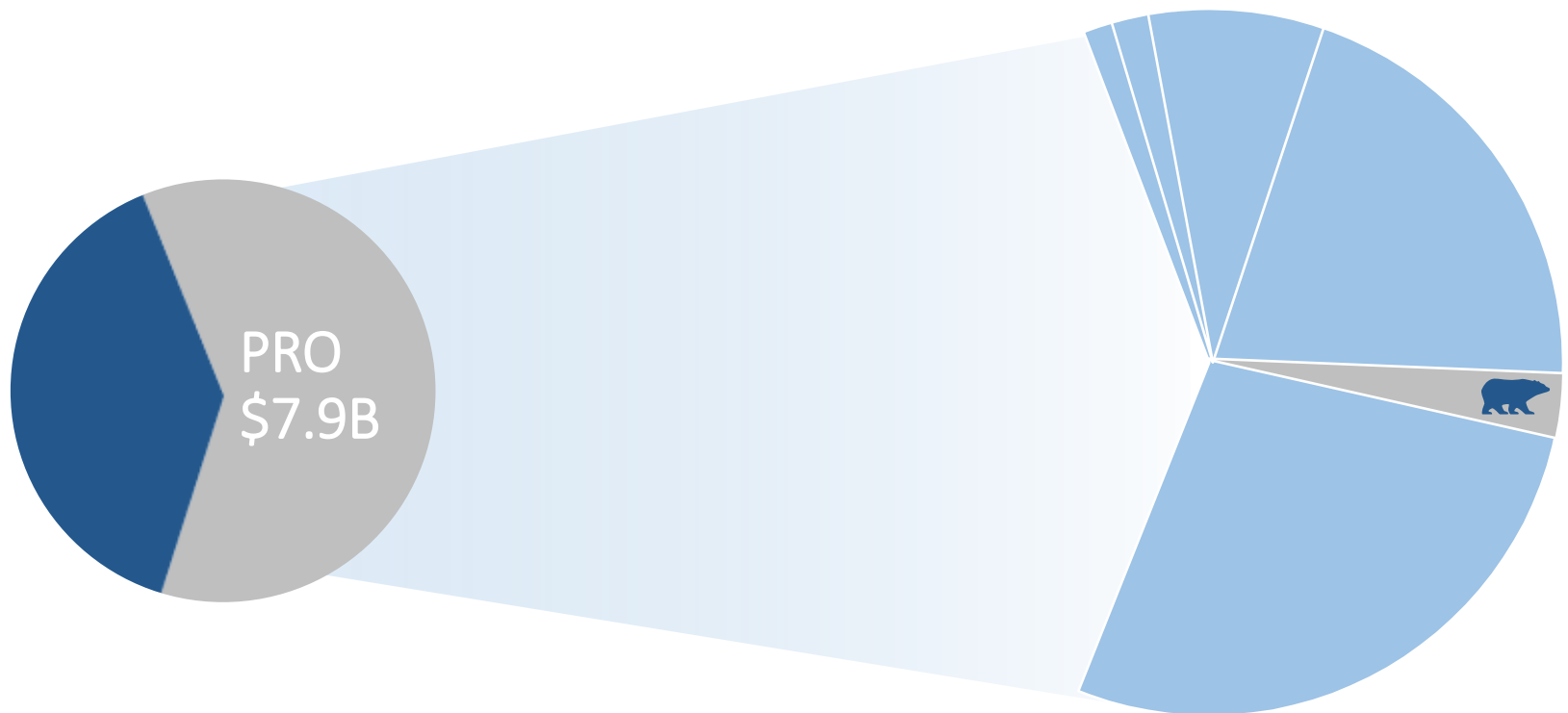
3 Grow adjacencies

PRO Market

Remains large growth opportunity

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U.S. PRO MARKET – \$7.9B (2018)



PRO Growth

Gain share with the PRO with the right products, services and support

MASCO

PRO-CENTRIC PRODUCTS



PRO SERVICES



PRO SALES SUPPORT





1 Extend DIY leadership



2 Drive PRO growth



3 Grow adjacencies

Grow Adjacencies

Leveraging brands, channels and end-user loyalty

MASCO

Core Products



Extend into New Adjacencies



Segment Overview

Lighting Category

Coatings Category

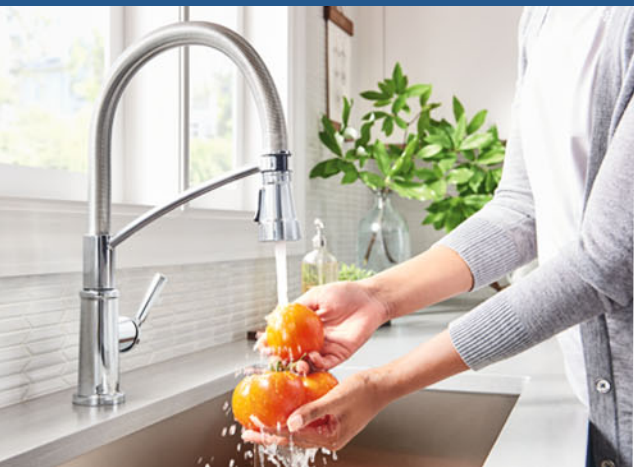
Future Outlook





Q&A

Keith Allman, Jai Shah, Jeff Filley



Financial Overview

JOHN SZNEWAJS
CHIEF FINANCIAL OFFICER

Safe Harbor Statement

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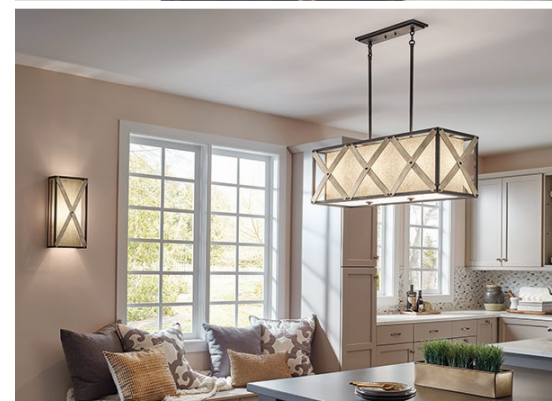
Our future performance may be affected by the levels of residential repair and remodel activity and new home construction, our ability to maintain our strong brands and reputation and to develop new products, our ability to maintain our competitive position in our industries, our reliance on key customers, the cost and availability of raw materials and increasing tariffs, our dependence on third-party suppliers, risks associated with international operations and global strategies, our ability to achieve the anticipated benefits of our strategic initiatives, including the potential divestitures of our Cabinetry and Windows businesses, our ability to successfully execute our acquisition strategy and integrate businesses that we have and may acquire, our ability to attract, develop and retain talented personnel, risks associated with our reliance on information systems and technology, and our ability to achieve the anticipated benefits from our investments in new technology. These and other factors are discussed in detail in Item 1A, “Risk Factors” in our most recent Annual Report on Form 10-K, as well as in our Quarterly Reports on Form 10-Q and in other filings we make with the Securities and Exchange Commission. Any forward-looking statement made by us speaks only as of the date on which it was made. Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for us to predict all of them. Unless required by law, we undertake no obligation to update publicly any forward-looking statements as a result of new information, future events or otherwise.

The Business Today – Pro Forma

Repair and Remodel Fundamentals

Future Outlook

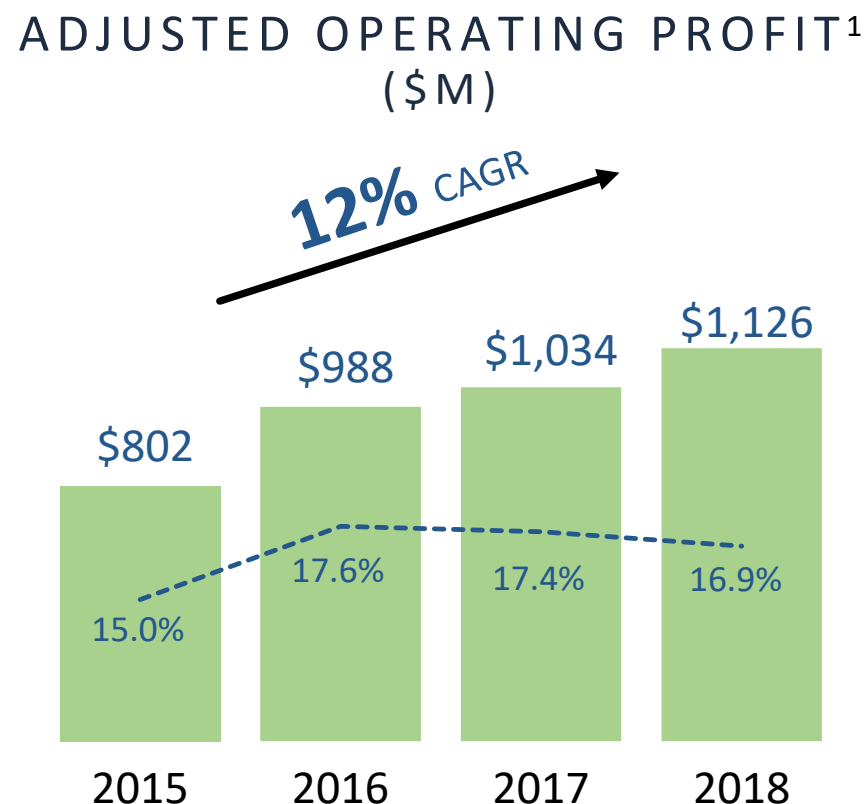
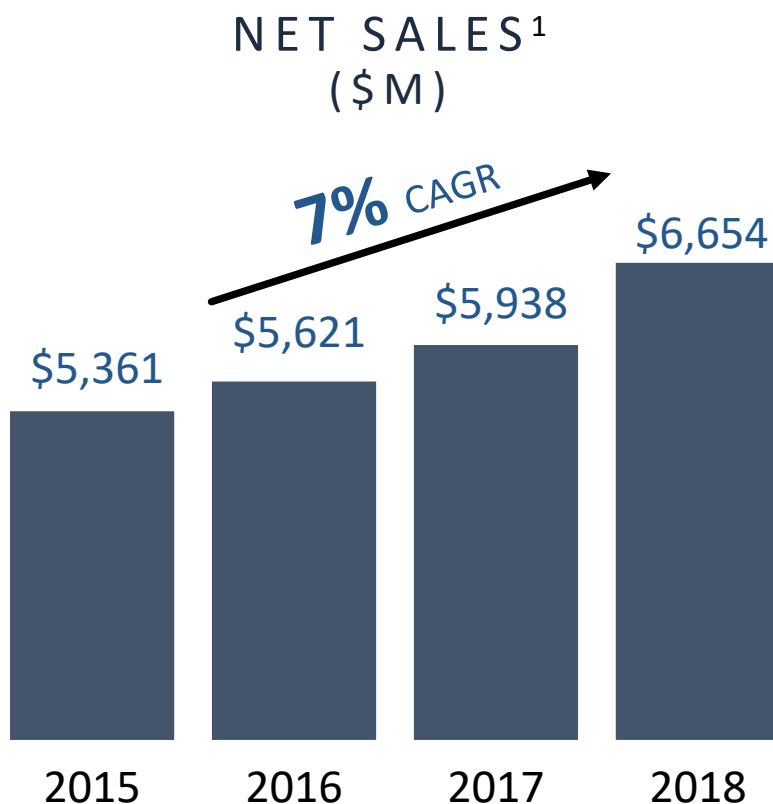
Capital Allocation



Pro Forma Financial Performance

Plumbing and Decorative Architecture demonstrate strong results

MASCO



2018 Pro Forma adjusted EPS¹ of \$2.16 versus \$2.50

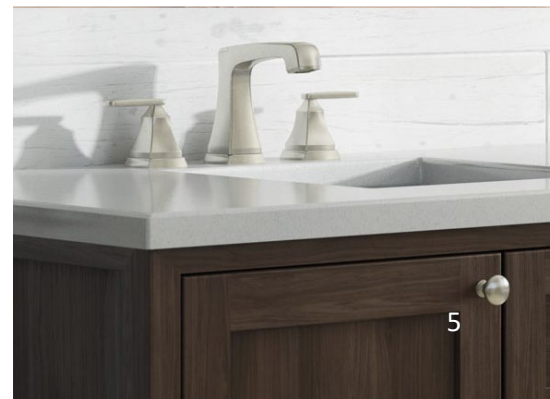
1. See Appendix for GAAP reconciliation.

The Business Today – Pro Forma

Repair and Remodel Fundamentals

Future Outlook

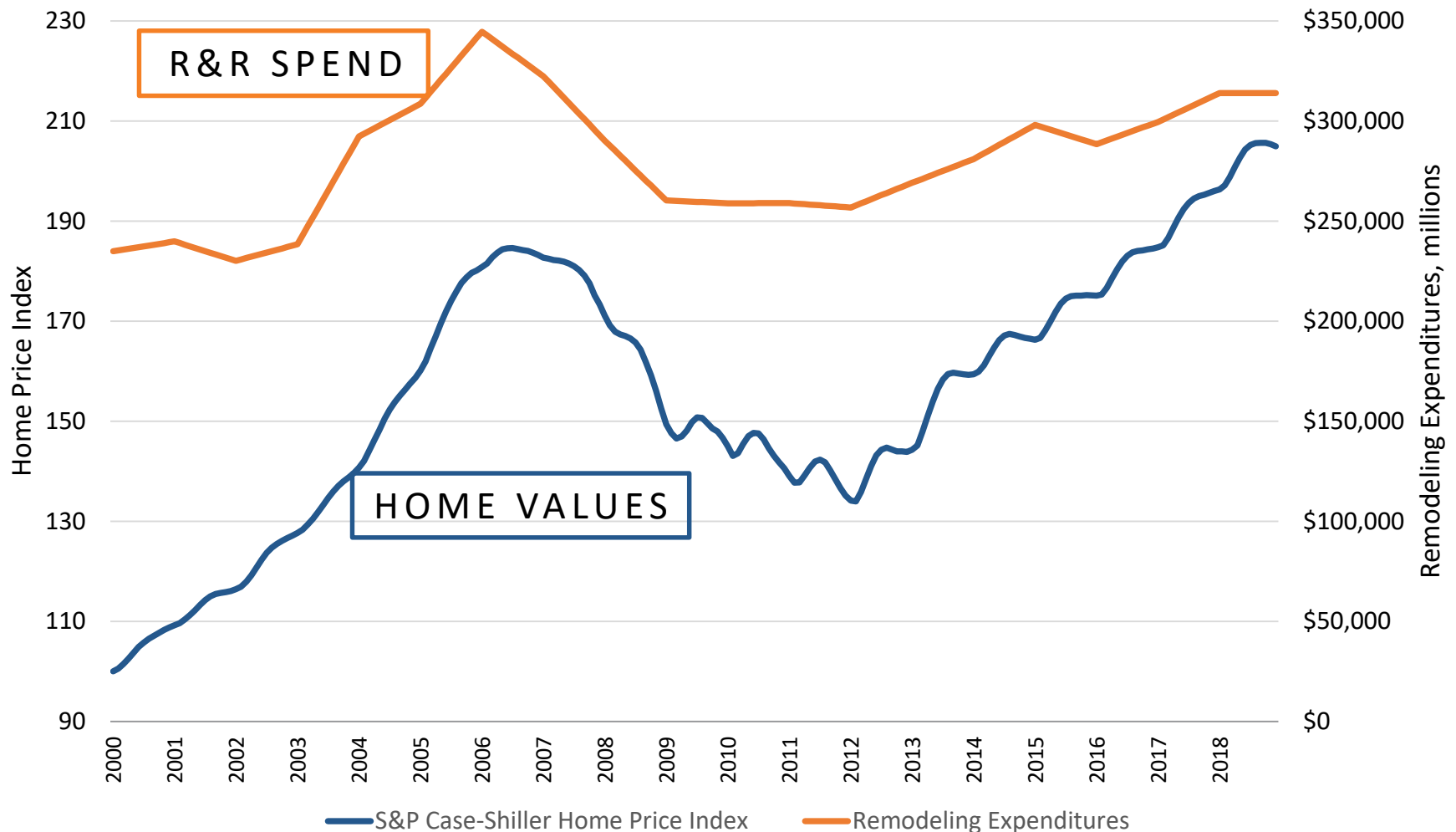
Capital Allocation



Home Prices Continue to Appreciate

Strong correlation with repair and remodel spending

MASCO

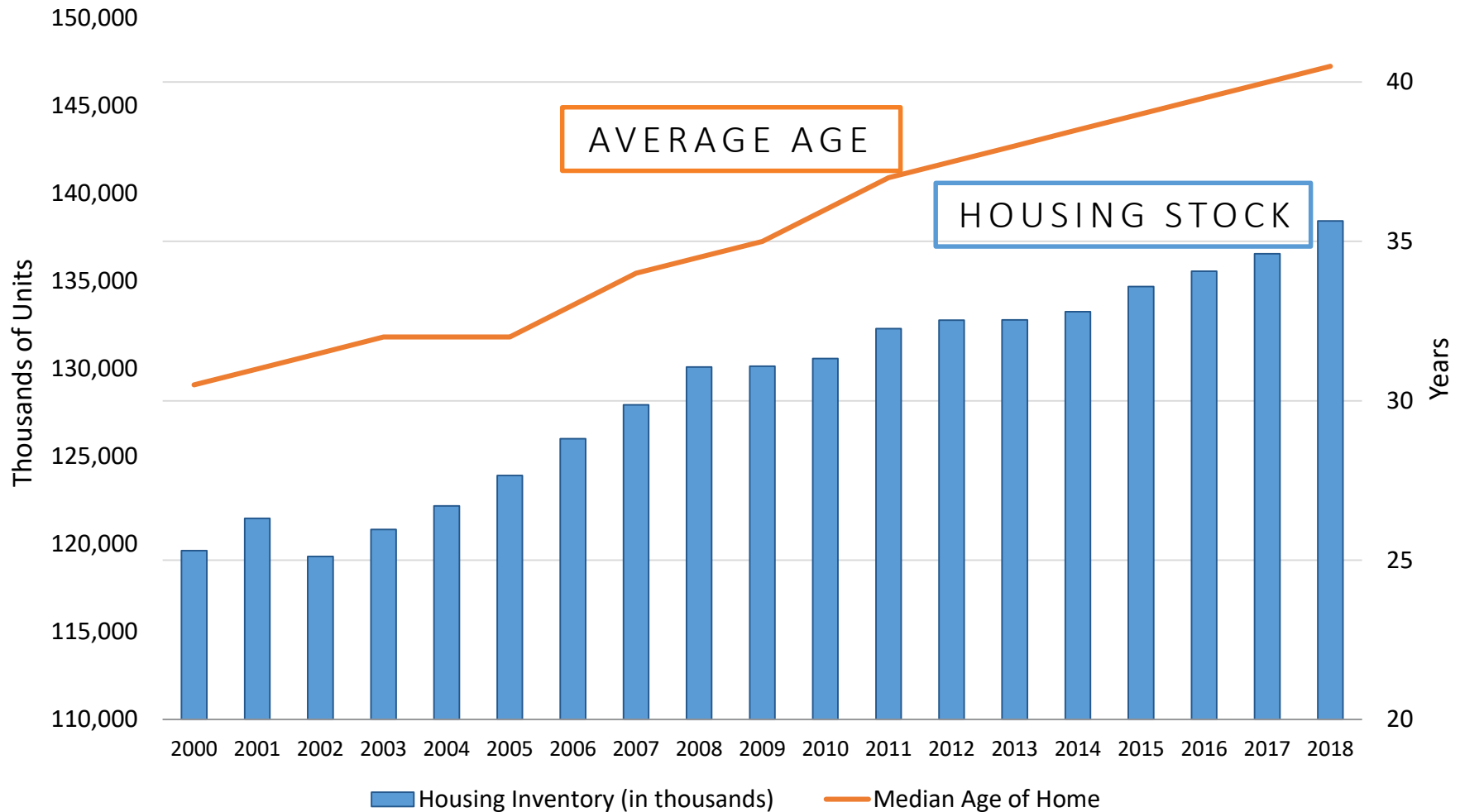


Source: S&P/Case-Shiller U.S. National Home Price Index, Joint Center for Housing Studies Remodeling Expenditures.

Average Age of Housing Stock Increasing

Repair and remodel spend increases with older homes

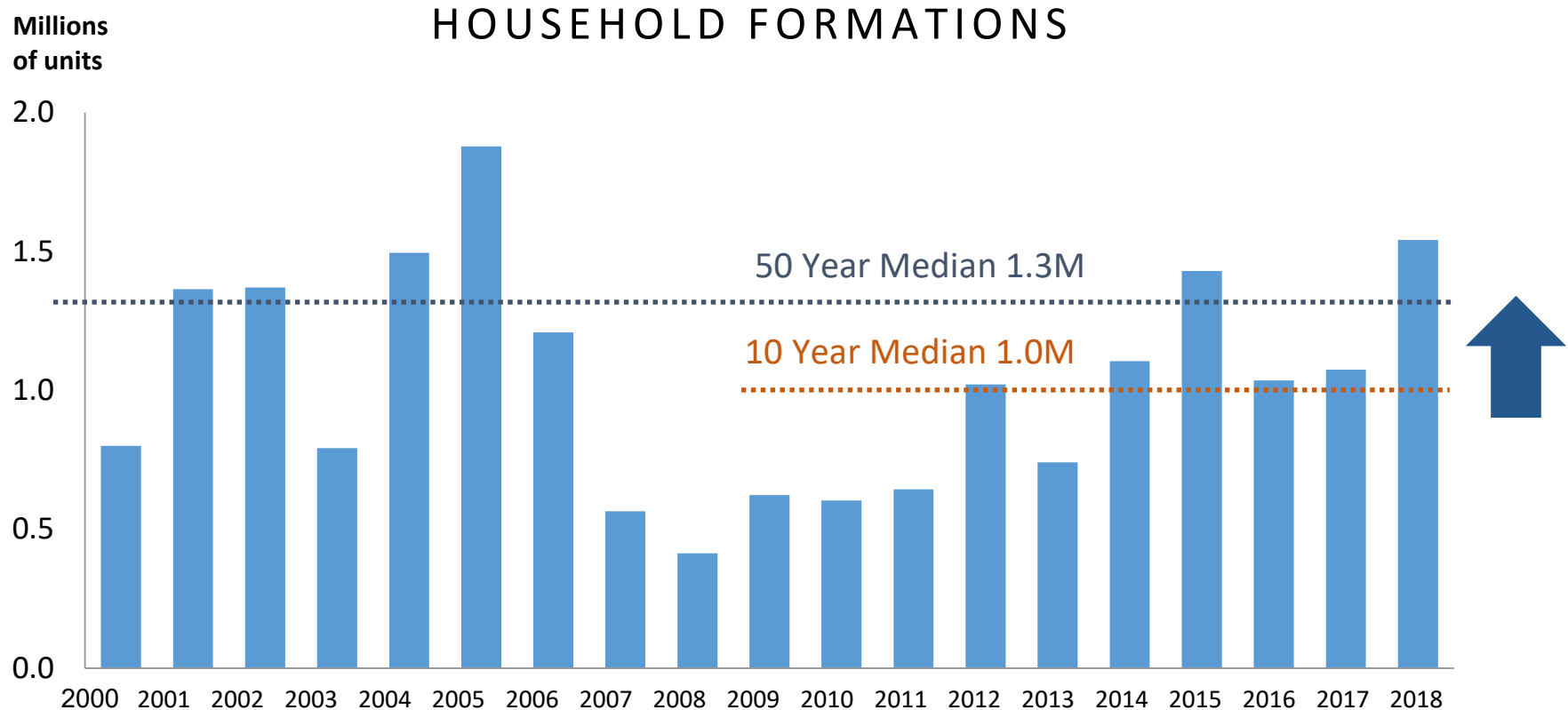
MASCO



Household Formations Accelerating

Younger home buyers are 50% more likely to take on DIY projects

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12M new households expected 2018-2028,
an average of 1.2M per year

Existing Home Sales Remains Healthy

Recent moderation could improve with lower interest rates

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Millions
of Units

EXISTING HOME SALES

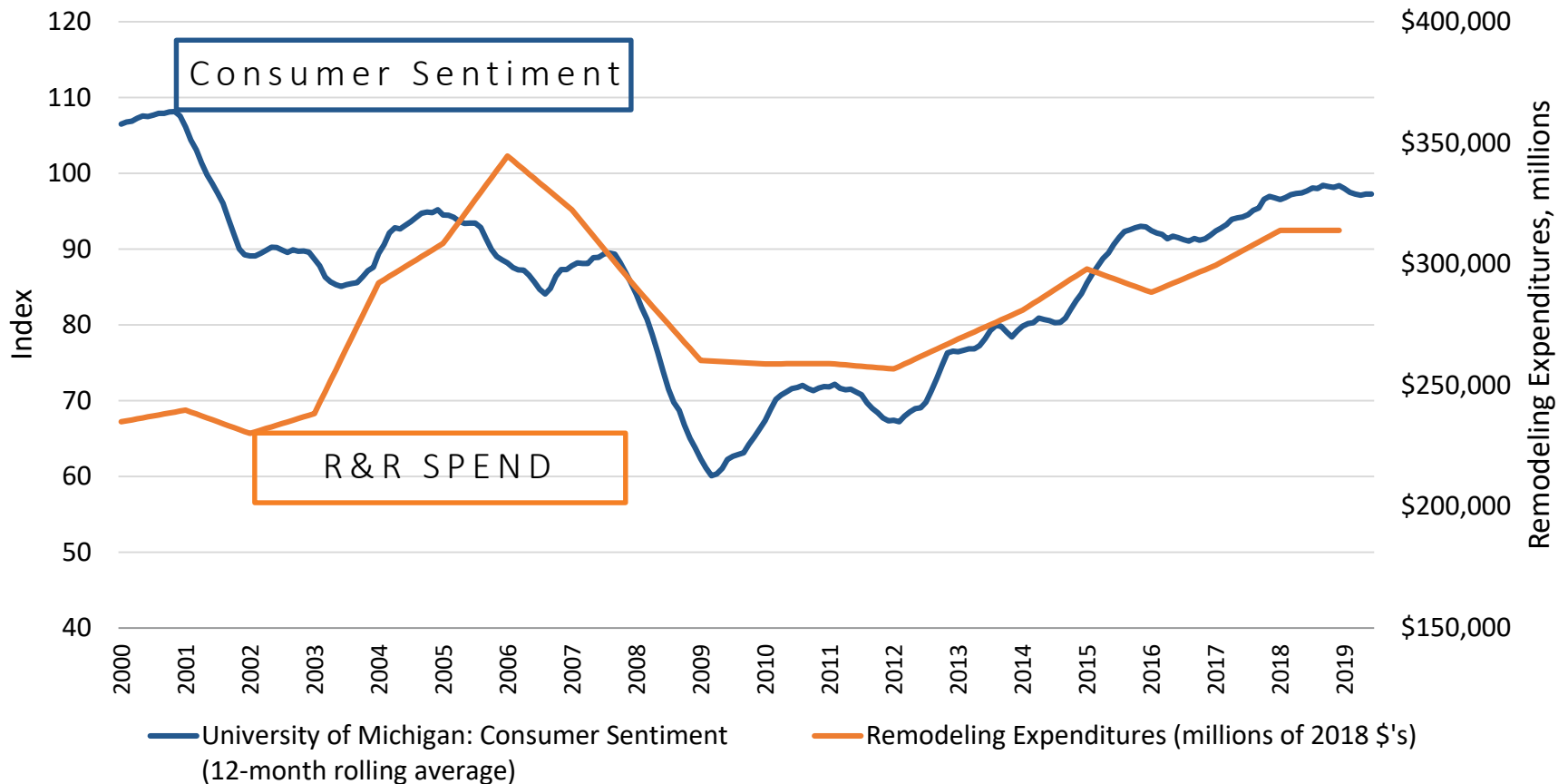


Consumer Confidence is High

Repair and remodel spend driven by health of the consumer

MASCO

CONSUMER SENTIMENT VS. REMODELING SPEND



The Business Today – Pro Forma

Repair and Remodel Fundamentals

Future Outlook

Capital Allocation



Exposure to Tariffs on Chinese Imports

Actively executing on near and long-term counter measures

MASCO

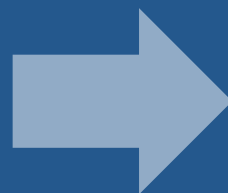
IMPORTS FROM CHINA SUBJECT TO TARIFFS¹

(Approximate \$ in Millions)

Segment	List 3	List 4	Total
Plumbing Products	\$325	\$200	\$525
Decorative Architectural Products	\$200	\$100	\$300
Total imports subject to tariffs	\$525	\$300	\$825
Total operating profit impact prior to mitigation¹	\$158	\$45	\$203

Near-term mitigating actions

- Price
- Cost out opportunities
- Supplier negotiations



Long-term mitigating actions

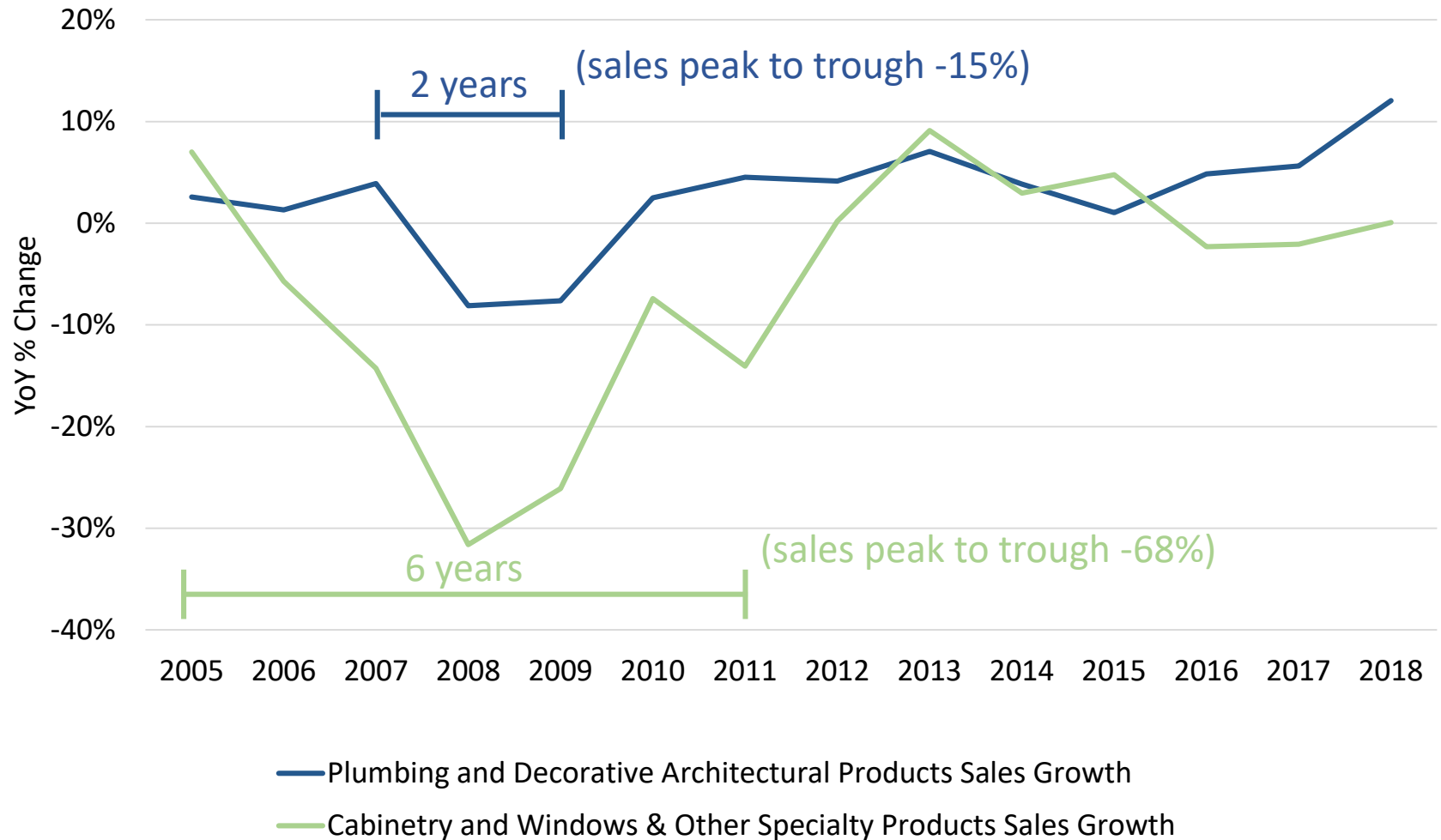
- Sourcing alternatives
- Domestic production

1. Assumes List 3 tariffs at 30% and List 4 at 15%.

Historical Sales Performance

Pro Forma sales considerably more stable through a cycle

MASCO



Performance Through a Cycle

Masco better positioned for resilient performance

MASCO

- **Improved portfolio**
Lower ticket and repair oriented products
- **Efficient fixed cost structure**
No significant capacity additions since 2008 recession
- **Strong free cash flow**
Lower capex and working capital offsets volume declines
- **Shift to DIY activity during times of economic softening**



The Business Today – Pro Forma

Repair and Remodel Fundamentals

Future Outlook

Capital Allocation



Capital Allocation Strategy

Balanced approach to continue to drive shareholder value

MASCO

1

Reinvest in the business

- Capex: 2-2.25% of sales
- Working capital: ~16.5% of sales

2

Maintain investment grade credit rating

- Gross debt to EBITDA below 2.5x

3

Maintain relevant dividend

- Dividend payout ratio of ~20%, with annual increases

4

Deploy excess free cash flow to share repurchase or acquisitions

- Consistently in the market for share repurchase, but opportunistic
- New share repurchase authorization of \$2.0 billion for deployment of planned divestiture proceeds and annual excess free cash flow
- Select bolt-on acquisitions



Masco Corporation Investor Day

KEITH ALLMAN

PRESIDENT AND CHIEF EXECUTIVE OFFICER

MASCO

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Key Messages

Competitive advantages to deliver consistent performance

MASCO

1

Continue to deliver against commitments

2

Stronger portfolio for above market growth and resilience

3

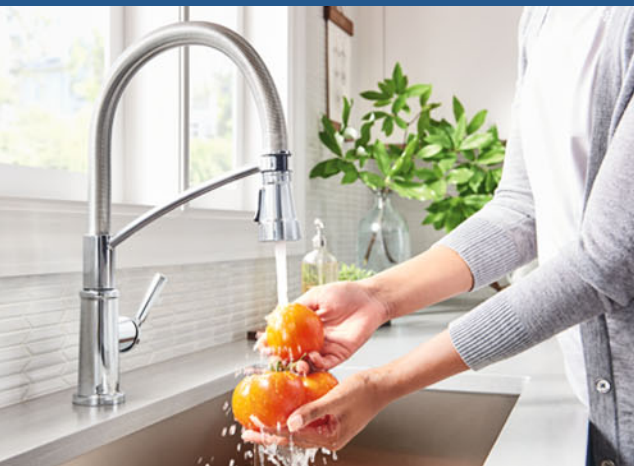
Balanced approach to allocation of substantial free cash flow to continue to drive shareholder value



Q&A

Keith Allman and John Sznewajs

Appendix



Pro Forma Balance Sheet

As of December 31, 2018

MASCO

\$M

Assets

	Dec. 31, 2018	Pro Forma	
	As Reported	Held for Sale	Pro Forma
Current Assets:			
Cash and Cash Investments	\$559	\$(7)	\$552
Receivables	1,153	(164)	989
Inventories	946	(148)	798
Prepaid Expenses and Other	108	(24)	84
Current Assets Held for Sale	-	343	343
Total Current Assets	2,766	-	2,766
Property and Equipment, Net	1,223	(338)	885
Operating Lease Right of Use Assets	-	-	-
Goodwill	898	(387)	511
Other Intangible Assets, Net	406	(118)	288
Other Assets	100	(11)	89
Assets Held for Sale	-	854	854
Total Assets	\$5,393	\$-	\$5,393

Liabilities

	Dec. 31, 2018	Pro Forma	
	As Reported	Held for Sale	Pro Forma
Current Liabilities:			
Accounts Payable	\$926	\$(190)	\$736
Notes Payable	8	-	8
Accrued Liabilities	750	(110)	640
Current Liabilities Held for Sale	-	300	300
Total Current Liabilities	1,684	-	1,684
Long-Term Debt	2,971	-	2,971
Other Liabilities	669	(120)	549
Liabilities Held for Sale	-	120	120
Total Liabilities	5,324	-	5,324
Shareholders' Equity	69	-	69
Total Liabilities and Shareholders' Equity	\$5,393	\$-	\$5,393

Pro Forma Balance Sheet

As of June 30, 2019

MASCO

\$M

<u>Assets</u>	June 30, 2019	Pro Forma		<u>Liabilities</u>	June 30, 2019	Pro Forma	
	As Reported	Held for Sale	Pro Forma		As Reported	Held for Sale	Pro Forma
Current Assets:				Current Liabilities:			
Cash and Cash Investments	\$325	\$(7)	\$318	Accounts Payable	\$1,023	\$(205)	\$818
Receivables	1,423	(198)	1,225	Notes Payable	231	-	231
Inventories	975	(146)	829	Accrued Liabilities	699	(111)	588
Prepaid Expenses and Other	120	(25)	95	Current Liabilities Held for Sale	-	316	316
Current Assets Held for Sale	-	376	376	Total Current Liabilities	1,953	-	1,953
Total Current Assets	2,843	-	2,843	Long-Term Debt	2,771	-	2,771
Property and Equipment, Net	1,212	(338)	874	Other Liabilities	858	(152)	706
Operating Lease Right of Use Assets	228	(43)	185	Liabilities Held for Sale	-	152	152
Goodwill	891	(381)	510	Total Liabilities	5,582	-	5,582
Other Intangible Assets, Net	387	(118)	269				
Other Assets	92	(11)	81	<u>Shareholders' Equity</u>	71	-	71
Assets Held for Sale	-	891	891				
Total Assets	\$5,653	\$-	\$5,653	Total Liabilities and Shareholders' Equity	\$5,653	\$-	\$5,653

2019 EPS Outlook Reconciliation

MASCO

	2019		
	Low End	Midpoint	High End
Net income per common share	\$2.51	\$2.56	\$2.61
Rationalization charges	0.02	0.02	0.02
Impairment charges for goodwill and other intangible assets	0.04	0.04	0.04
Professional fees related to potential divestitures	0.03	0.03	0.03
Allocation to participating securities per share (1)	0.02	0.02	0.02
Net income per common share, as adjusted	\$ 2.62	\$2.67	\$2.72

(1) Represents the impact of distributed dividends and undistributed earnings to unvested restricted stock awards in accordance with the two-class method of calculating earnings per share.

EPS Reconciliation

Full Year 2016

MASCO

<i>(in Millions, Except per Common Share Data)</i>		2016
Income before income taxes, as reported	\$	832
Rationalization charges		22
(Gains) from private equity funds, net		(5)
(Earnings) from equity investments, net		(2)
(Gain) from auction rate securities		(3)
Loss from other investments		3
Income before income taxes, as adjusted	\$	847
Tax at 36% rate		(305)
Less: Net income attributable to noncontrolling interest		43
Net income, as adjusted	\$	499
Net income per common share, as adjusted	\$	1.51
Average diluted common shares outstanding		330

EPS Reconciliation

Full Year 2018

MASCO

<i>(in Millions, Except per Common Share Data)</i>		2018
Income before income taxes, as reported	\$	1,042
Rationalization charges		14
Kichler inventory step up adjustment		40
(Gains) from private equity funds, net		(1)
(Earnings) from equity investments, net		(3)
Income before income taxes, as adjusted	\$	1,092
Tax at 25% rate		(273)
Less: Net income attributable to noncontrolling interest		50
Net income, as adjusted	\$	769
Net income per common share, as adjusted	\$	2.50
Average diluted common shares outstanding		307

Pro Forma EPS Reconciliation

Full Year 2018

MASCO

<i>(in Millions, Except per Common Share Data)</i>		2018
Income before income taxes, as reported	\$	1,042
Less: Cabinetry Products		95
Less: Windows and Other Specialty Products		40
Pro forma income before income taxes	\$	907
Rationalization charges		9
Kichler inventory step up adjustment		40
(Gains) from private equity funds, net		(1)
(Earnings) from equity investments, net		(3)
Pro forma income before income taxes, as adjusted	\$	952
Tax at 25% rate		(238)
Less: Net income attributable to noncontrolling interest		50
Pro forma net income, as adjusted	\$	664
Pro forma net income per common share, as adjusted	\$	2.16
Average diluted common shares outstanding		307

Free Cash Flow Reconciliation

2018, 2017 and 2016

MASCO

	2018		2017		2016
Net cash from operating activities	\$	1,032	\$	751	\$ 789
Capital expenditures		(219)		(173)	(180)
Displays		(10)		(14)	(11)
Free cash flow	\$	803	\$	564	\$ 598
Net income	\$	784	\$	580	\$ 536
Free cash flow conversion rate		102%		97%	112%

Net Sales and Operating Profit Reconciliations

2018, 2017, 2016, and 2015

MASCO

(\$ in Millions)	2018	2017	2016	2015
Net sales, as reported	\$ 8,359	\$ 7,642	\$ 7,361	\$ 7,142
Less: Cabinetry Products	950	934	970	1,025
Less: Windows and Other Specialty Products	755	770	770	756
Pro forma net sales	\$ 6,654	\$ 5,938	\$ 5,621	\$ 5,361
 Operating profit, as reported	 \$ 1,211	 \$ 1,194	 \$ 1,087	 \$ 914
Add: Rationalization charges	14	4	22	18
Add: Kichler inventory step up adjustment	40	-	-	-
Add: (Gain) on sale of property and equipment	-	-	-	(5)
Operating profit, as adjusted	\$ 1,265	\$ 1,198	\$ 1,109	\$ 927
Less: Cabinetry Products	86	92	97	51
Less: Windows and Other Specialty Products	34	54	(3)	57
Less: Rationalization charges related to potential divestitures	5	2	9	5
Less: (Gain) on sale of property and equipment	-	-	-	(5)
Less: Pro forma incremental unallocated general corporate expenses	14	16	18	17
Pro forma operating profit, as adjusted	\$ 1,126	\$ 1,034	\$ 988	\$ 802
Operating margin, as reported	14.5%	15.6%	14.8%	12.8%
Operating margin, as adjusted	15.1%	15.7%	15.1%	13.0%
Pro forma operating margin, as adjusted	16.9%	17.4%	17.6%	15.0%

EBITDA Reconciliations

2018, 2017, and 2016

MASCO

<i>(\$ in Millions)</i>	2018	2017	2016
Operating profit, as adjusted	\$ 1,265	\$ 1,198	\$ 1,109
Add: Depreciation and amortization	154	126	130
EBITDA, as adjusted	\$ 1,419	\$ 1,324	\$ 1,239
EBITDA margin, as adjusted	17.0%	17.3%	16.8%