

# SECURITIES AND EXCHANGE COMMISSION

## FORM SC 13G

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities by passive investors and certain institutions

Filing Date: **1999-09-10**  
SEC Accession No. **0000891836-99-000700**

([HTML Version](#) on [secdatabase.com](#))

### SUBJECT COMPANY

#### MASCO CORP /DE/

CIK: **62996** | IRS No.: **381794485** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **SC 13G** | Act: **34** | File No.: **005-10568** | Film No.: **99709302**  
SIC: **3430** Hearing equip, except elec & warm air; & plumbing fixtures

Mailing Address  
21001 VAN BORN ROAD  
TAYLOR MI 48180

Business Address  
21001 VAN BORN RD  
TAYLOR MI 48180  
3132747400

### FILED BY

#### HEALEY MALCOLM S

CIK: **1094071**  
Type: **SC 13G**

Mailing Address  
250 SOUTH AUSTRALIAN  
AVENUE  
13TH FLOOR  
WEST PALM BEACH FL 33401

Business Address  
250 SOUTH AUSTRALIAN  
AVENUE  
13TH FLOOR  
WEST PALM BEACH FL 33401  
5618034510

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Masco Corporation

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(Name of Issuer)

Common Stock, par value \$1.00 per share

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(Title of Class of Securities)

574599106

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(CUSIP Number)

August 31, 1999

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Date of Event Which Requires Filing of this Statement

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter

disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G

FORMS

CUSIP No. 574599106

13G

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1. NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Malcolm S. Healey

---

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

---

3. SEC USE ONLY

---

4. CITIZENSHIP OR PLACE OF ORGANIZATION

United Kingdom - British

---

NUMBER OF 5. SOLE VOTING POWER

SHARES 0

---

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 26,173,979

---

EACH 7. SOLE DISPOSITIVE POWER

REPORTING 0

---

PERSON 8. SHARED DISPOSITIVE POWER

WITH: 26,173,979

---

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

26,173,979

---

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[X]

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11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.9%

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12. TYPE OF REPORTING PERSON\*

IN

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\*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13G

FORMS

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CUSIP No. 574599106

13G

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1. NAME OF REPORTING PERSONS

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Windsor Trust

---

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ ]

(b) [ ]

---

3. SEC USE ONLY

---

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Ohio

---

NUMBER OF 5. SOLE VOTING POWER

SHARES

0

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BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH: 6. SHARED VOTING POWER 26,173,979

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7. SOLE DISPOSITIVE POWER 0

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8. SHARED DISPOSITIVE POWER 26,173,979

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9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 26,173,979

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10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES [X]

---

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.9%

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12. TYPE OF REPORTING PERSON\* 00

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13G FORMS

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1. NAME OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Cabinets Today, Inc.

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2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ] (b) [ ]

---

3. SEC USE ONLY

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4. CITIZENSHIP OR PLACE OF ORGANIZATION

Ohio

---

NUMBER OF 5. SOLE VOTING POWER

SHARES 0

---

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 26,173,979

---

EACH 7. SOLE DISPOSITIVE POWER

REPORTING 0

---

PERSON 8. SHARED DISPOSITIVE POWER

WITH: 26,173,979

---

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

26,173,979

---

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[X]

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11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.9%

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12. TYPE OF REPORTING PERSON\*

CO

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\*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13G

FORMS

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CUSIP No. 574599106

13G

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1. NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Buckingham Limited Partnership

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)   
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Ohio

NUMBER OF 5. SOLE VOTING POWER

SHARES 0

BENEFICIALLY 6. SHARED VOTING POWER

OWNED BY 26,173,979

EACH 7. SOLE DISPOSITIVE POWER

REPORTING 0

PERSON 8. SHARED DISPOSITIVE POWER

WITH: 26,173,979

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

26,173,979

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[X]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.9%

12. TYPE OF REPORTING PERSON\*

PN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 574599106

13G

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1. NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

The Beverley Settlement

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF	5.	SOLE VOTING POWER
SHARES		15,456,337

BENEFICIALLY	6.	SHARED VOTING POWER
OWNED BY		0

EACH	7.	SOLE DISPOSITIVE POWER
REPORTING		15,456,337

PERSON	8.	SHARED DISPOSITIVE POWER
WITH:		0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

15,456,337

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

[X]

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)



3.5%

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12. TYPE OF REPORTING PERSON\*

00

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\*SEE INSTRUCTIONS BEFORE FILLING OUT!

ITEM 1(a). NAME OF ISSUER:

Masco Corporation (the "Issuer").

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ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

21001 Van Born Road, Taylor, Michigan 48180.

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ITEM 2(a). NAME OF PERSONS FILING:

Malcolm S. Healey  
Windsor Trust  
Cabinets Today, Inc.  
Buckingham Limited Partnership  
The Beverley Settlement

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ITEM 2(b). ADDRESS OR PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

Malcolm S. Healey - 250 South Australian Avenue, 13th Floor  
West Palm Beach, Florida 33401

Windsor Trust - c/o James A. Rutledge, Trustee  
Bricker & Eckler LLP  
100 South Third Street  
Columbus, Ohio 43215

Cabinets Today, Inc. - c/o James A. Rutledge  
Bricker & Eckler LLP  
100 South Third Street  
Columbus, Ohio 43215

Buckingham Limited Partnership - c/o James A. Rutledge  
Bricker & Eckler LLP  
100 South Third Street  
Columbus, Ohio 43215

The Beverley Settlement - c/o The Bank of New York Trust Company  
(Cayman) Limited  
Attention: J. Norman A. Wylie  
1290 Avenue of the Americas  
5th Floor  
New York, NY 10104

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ITEM 2 (c). CITIZENSHIP:

Malcolm S. Healey - United Kingdom (British)

Windsor Trust - Ohio

Cabinets Today, Inc. - Ohio

Buckingham Limited Partnership - Ohio

The Beverley Settlement - Cayman Islands

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ITEM 2 (d). TITLE OF CLASS OF SECURITIES:

Common Stock, \$1.00 par value per share (the "Common Stock").

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ITEM 2 (e). CUSIP NUMBER:

574599106

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ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13D-1(B), OR 13D-2(B) OR (C), CHECK WHETHER THE PERSON FILING IS A:

- (a)  Broker or dealer registered under Section 15 of the Exchange Act;
- (b)  Bank as defined in Section 3(a)(6) of the Act;
- (c)  Insurance Company as defined in Section 3(a)(19) of the Act;
- (d)  Investment Company registered under Section 8 of the

- (e)  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan, or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with rule 13d-1(b)(1)(ii)(G);
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i)  A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940;
- (j)  Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c); check this box.

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ITEM 4. OWNERSHIP.

Buckingham Limited Partnership ("Buckingham") holds 26,173,979 shares of Common Stock, which represents approximately 5.9% of the class outstanding. Buckingham, Cabinets Today, Inc., the general partner of Buckingham, Windsor Trust, a trust established for the benefit of Malcolm Healey and the sole shareholder of Cabinets Today, Inc., and Malcolm S. Healey, the grantor of Windsor Trust (such entities collectively are referred to as the "Buckingham Reporting Entities") may be deemed pursuant to Rule 13d-3 under the Securities Exchange Act of 1934 to beneficially own, and to share voting and dispositive power in respect of, the 26,173,979 shares held by Buckingham.

The Beverley Settlement, a trust established for the benefit of Malcolm Healey's children, holds 15,456,337 shares of Common Stock, which represents approximately 3.5% of the class outstanding. Mr. Healey may be deemed pursuant to Rule 13d-3 under the Securities Exchange Act of 1934 to beneficially own the 15,456,337 shares held by The Beverley Settlement.

Mr. Healey and each of the other Buckingham Reporting Entities disclaim beneficial ownership as to the shares of Common Stock held by The Beverley Settlement. The Beverley Settlement disclaims beneficial ownership as to the shares of Common Stock held by Buckingham.

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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

ITEM 10. CERTIFICATION.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 10, 1999

/s/ Malcolm Healey

-----  
Malcolm Healey\*

WINDSOR TRUST\*

By: /s/ James Rutledge

-----  
James Rutledge, Trustee

CABINETS TODAY, INC.\*

By: /s/ Malcolm Healey

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Title: President

BUCKINGHAM LIMITED PARTNERSHIP\*  
by Cabinets Today, Inc., its general partner

By: /s/ Malcolm Healey

-----  
Title: President

THE BEVERLEY SETTLEMENT\*

By: /s/ J. Norman A. Wylie

-----  
J. Norman A. Wylie  
President of The Bank of New York  
Trust Company (Cayman) Limited  
as Trustee

-----  
\*Pursuant to the Joint Filing Agreement attached hereto as Exhibit I, among

Malcolm Healey, Windsor Trust, Cabinets Today, Inc., Buckingham Limited Partnership and The Beverley Settlement, this statement on Schedule 13G is filed on behalf of each of the Buckingham Reporting Persons and The Beverley Settlement.

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JOINT FILING AGREEMENT

The undersigned agree that the Schedule 13G to which this statement is attached as an exhibit is filed on behalf of each of the undersigned pursuant to Rule 13d-1(k)(1) of the Securities Exchange Act of 1934, as amended.

Dated: September 10, 1999

/s/ Malcolm Healey

-----  
Malcolm Healey

WINDSOR TRUST

By: /s/ James A. Rutledge

-----  
James A. Rutledge, Trustee

CABINETS TODAY, INC.

By: /s/ Malcolm Healey

-----  
Title: President

BUCKINGHAM LIMITED PARTNERSHIP  
by Cabinets Today, Inc., its general partner

By: /s/ Malcolm Healey

-----  
Title: President

THE BEVERLEY SETTLEMENT\*

By: /s/ J. Norman A. Wylie

-----  
J. Norman A. Wylie  
President of The Bank of New York  
Trust Company (Cayman) Limited  
as Trustee

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