





**Item 2.02. Results of Operations and Financial Condition.**

On January 14, 2013, Material Sciences Corporation (the “Company”) issued a press release reporting results of operations for the three and nine months ended November 30, 2012. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information, including Exhibit 99.1, in this Item 2.02 is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section. The information in this Item 2.02 shall not be incorporated by reference into any filing under the Securities Act of 1933, except as shall otherwise be expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits.**

Exhibit No.	Document
99.1	Press Release dated January 14, 2013

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**SIGNATURES**

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 hereunto duly authorized.

**MATERIAL SCIENCES CORPORATION**

By: /s/ James D. Pawlak  
James D. Pawlak  
Vice President, Chief Financial Officer,  
Corporate  
Controller and Corporate Secretary

Date: January 14, 2013