

MBIA INC  
Form 8-K  
November 20, 2012

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

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 20, 2012

**MBIA INC.**  
(Exact name of registrant as specified in its charter)

**Connecticut**                      **1-9583**                      **06-1185706**  
(State or other jurisdiction of    (Commission File Number)    (IRS Employer Identification No.)  
incorporation)

**113 King Street,**  
**Armonk, New York**                      **10504**  
(Address of principal executive offices)    (Zip Code)

Registrant's telephone number, including area code:  
**914-273-4545**

**Not Applicable**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 8.01. OTHER EVENTS.**

Pursuant to MBIA Inc.'s (the "Company" or "MBIA") obligations under Rule 14e-2 under the Securities Exchange Act of 1934, on November 20, 2012, MBIA issued a press release announcing that it recommends rejection of the unsolicited tender offer by Bank of America Corporation on November 13, 2012 to purchase all of MBIA's outstanding 5.70% Senior Notes due 2034.

A copy of the press release is attached hereto as Exhibit 99.1 to this Form 8-K and is incorporated by reference to this Item 8.01 as if fully set forth herein.

**Item 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

99.1 Press Release issued by MBIA Inc., dated November 20, 2012

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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.

MBIA INC.

**By:** /s/ Ram D. Wertheim

Ram D. Wertheim

Chief Legal Officer

Date: November 20, 2012

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**EXHIBIT INDEX TO CURRENT REPORT ON FORM 8-K**

Dated November 20, 2012

99.1 Press Release issued by MBIA Inc., dated November 20, 2012.