

MATTEL INC /DE/  
Form FWP  
March 05, 2008

Filed pursuant to Rule 433  
Registration Statement No. 333-134740

**FREE WRITING PROSPECTUS DATED MARCH 4, 2008**

**\$350,000,000**

**Mattel, Inc.**

**5.625% Notes due 2013**

**Final Term Sheet**

Issuer:	Mattel, Inc.
Principal Amount:	\$350,000,000
Maturity Date:	March 15, 2013
Coupon (Interest Rate):	5.625%
Interest Payment Dates:	Semi-annually on March 15 and September 15, commencing on September 15, 2008 and ending on the Maturity Date
Yield to Maturity:	5.672%
Spread to Benchmark Treasury:	325 basis points
Benchmark Treasury:	UST 2-3/4 due February 28, 2013
Benchmark Treasury Price and Yield:	101.17; 2.422%
Redemption Provision:	Callable at the greater of par or the make whole (T + 50 basis points)
Price to Public:	99.795%
Settlement Date:	March 7, 2008
Bookrunners:	Banc of America Securities LLC  Greenwich Capital Markets, Inc.
Co-managers:	Banca IMI S.p.A.  Barclays Capital Inc.  BNP Paribas Securities Corp.  Calyon Securities (USA) Inc.  Citigroup Global Markets Inc.  SG Americas Securities, LLC  Wachovia Capital Markets, LLC  Wells Fargo Securities, LLC

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The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, Banc of America Securities LLC and Greenwich Capital Markets, Inc. can arrange to send you the prospectus if you request it by calling or e-mailing Banc of America Securities LLC at 1-800-294-1322 or [dg.prospectus\\_distribution@bofasecurities.com](mailto:dg.prospectus_distribution@bofasecurities.com) or Greenwich Capital Markets, Inc. at 1-866-884-2071.