

MATTEL INC /DE/  
Form DEFA14A  
March 30, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 14A**

(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

**SCHEDULE 14A INFORMATION**

Proxy Statement Pursuant to Section 14(a)

of the Securities Exchange Act of 1934

(Amendment No.        )

Filed by the Registrant   
Check the appropriate box:

- Preliminary Proxy Statement
- Definitive Proxy Statement

- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

Filed by a Party other than the Registrant

- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

**Mattel, Inc.**

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.

- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.



(3) Filing Party:

(4) Date Filed:

**\*\*\* Exercise Your *Right* to Vote \*\*\***

**Important Notice Regarding the Availability of Proxy Materials for the  
Shareholder Meeting to Be Held on May 13, 2011.**

**Meeting Information**

**MATTEL, INC.**

**Meeting Type:** Annual Meeting  
**For holders as of:** March 18, 2011  
**Date:** May 13, 2011 **Time:** 9:00 AM  
**Location:** The Manhattan Beach Marriott  
1400 Parkview Avenue  
Manhattan Beach, CA 90266

*MATTEL, INC.*

*333 CONTINENTAL BLVD.*

*EL SEGUNDO, CA 90245-5012*

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at [www.proxyvote.com](http://www.proxyvote.com) or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

**See the reverse side of this notice to obtain proxy materials and voting instructions.**

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## Before You Vote

### How to Access the Proxy Materials

**Proxy Materials Available to VIEW or RECEIVE:**

NOTICE AND PROXY STATEMENT      ANNUAL REPORT      ADMISSION POLICY

**How to View Online:**

Have the information that is printed in the box marked by the arrow  $\Rightarrow$       XXXX XXXX XXXX      (located on the following page) and visit: [www.proxyvote.com](http://www.proxyvote.com).

**How to Request and Receive a PAPER or E-MAIL Copy:**

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) *BY INTERNET:*      [www.proxyvote.com](http://www.proxyvote.com)
- 2) *BY TELEPHONE:*      1-800-579-1639
- 3) *BY E-MAIL\*:*      [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)

\* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow  $\Rightarrow$       XXXX XXXX XXXX      (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before May 1, 2011 to facilitate timely delivery.

## How To Vote

### Please Choose One of the Following Voting Methods

**Vote In Person:** Mattel stockholder meetings have attendance requirements including, but not limited to, proof of stock ownership and appropriate photo identification at the meeting. Please check the proxy materials, in particular, the Admission Policy, for more detailed information. At the meeting, you will need to request a ballot to vote these shares.

**Vote By Internet:** To vote now by Internet, go to [www.proxyvote.com](http://www.proxyvote.com). Have the information that is printed in the box marked by the arrow  $\Rightarrow$       XXXX XXXX XXXX      available and follow the instructions.

**Vote By Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

**Voting Items**

**The Board of Directors recommends a vote**

**FOR all nominees listed.**

1. Election of Directors.

**Nominees:**

1a. Michael J. Dolan

**The Board of Directors recommends a vote FOR Proposal 2.**

2. Advisory vote to approve executive compensation, as described in the Mattel, Inc. Proxy Statement.

1b. Robert A. Eckert

**The Board of Directors recommends a vote for 1 YEAR on Proposal 3.**

1c. Dr. Frances D. Fergusson

3. Advisory vote on the frequency of future advisory votes on executive compensation every 1, 2 or 3 years, as indicated.

1d. Tully M. Friedman

1e. Dominic Ng

**The Board of Directors recommends a vote FOR Proposals 4 and 5.**

1f. Vasant M. Prabhu

4. Approval of amendments to Mattel, Inc. Bylaws regarding special stockholder meetings.

5. Ratification of the selection of PricewaterhouseCoopers LLP as Mattel, Inc.'s independent registered public accounting firm for the year ending December 31, 2011.

1g. Dr. Andrea L. Rich

1h. Dean A. Scarborough

**NOTE:** Such other business as may properly come before the meeting or any adjournment thereof.

1i. Christopher A. Sinclair

1j. G. Craig Sullivan

1k. Kathy Brittain White

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