

Edgar Filing: MATTEL INC /DE/ - Form FWP

MATTEL INC /DE/  
Form FWP  
March 04, 2013  
Free Writing Prospectus  
(To Prospectus dated September 23, 2010)

Filed Pursuant to Rule 433  
Registration Statement No. 333-169539  
March 4, 2013

**Mattel, Inc.**

\$250,000,000 1.700% Notes due 2018

\$250,000,000 3.150% Notes due 2023

*Final Pricing Term Sheet*

Issuer: Mattel, Inc.  
Ratings (Moody's/S&P):\* Baa1 (Stable)/BBB+ (Stable)  
Trade Date: March 4, 2013  
Settlement Date: March 7, 2013 (T+3)  
Bookrunners: Citigroup Global Markets Inc.  
Merrill Lynch, Pierce, Fenner & Smith  
Incorporated  
Wells Fargo Securities, LLC  
Morgan Stanley & Co. LLC  
RBC Capital Markets, LLC  
Joint Lead Managers: Mitsubishi UFJ Securities (USA), Inc.  
Mizuho Securities USA Inc.  
SG Americas Securities, LLC  
Co-managers: HSBC Securities (USA) Inc.  
KeyBanc Capital Markets Inc.  
RBS Securities Inc.  
US Bancorp Investments, Inc.  
Scotia Capital (USA) Inc.

Title:	2018 Notes	2023 Notes
Principal Amount:	\$250,000,000	\$250,000,000
Maturity Date:	March 15, 2018	March 15, 2023
Coupon (Interest Rate):	1.700%	3.150%
Interest Payment Dates:	Semi-annually on March 15 and September 15, beginning on	Semi-annually on March 15 and September 15, beginning on

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	September 15, 2013	September 15, 2013
Yield to Maturity:	1.705%	3.172%
Spread to Benchmark Treasury:	+ 95 basis points	+ 130 basis points
Benchmark Treasury:	UST 0.750% due February 28, 2018	UST 2.000% due February 15, 2023
Benchmark Treasury Price/Yield:	99-31 <sup>1</sup> / <sub>4</sub> / 0.755%	101-05 / 1.872%
Optional Redemption:	Callable at the greater of par or the make whole (T + 15 basis points)	Prior to December 15, 2022, callable at the greater of par or the make whole  (T + 20 basis points)
Par Call:		December 15, 2022
Price to Public:	99.976%	99.812%
CUSIP:	577081 AX 0	577081 AY 8

\* **Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.**

**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, Citigroup Global Markets Inc., Merrill Lynch, Pierce, Fenner & Smith Incorporated and Wells Fargo Securities, LLC can arrange to send you the prospectus if you request it by calling Citigroup Global Markets Inc., toll-free at (800) 831-9146; calling or e-mailing Merrill Lynch, Pierce, Fenner & Smith Incorporated toll-free at (800) 294-1322 or [dg.prospectus\\_distribution@haml.com](mailto:dg.prospectus_distribution@haml.com); or calling or emailing Wells Fargo Securities, LLC toll-free at (800) 326-5897 or [cmclientsupport@wellsfargo.com](mailto:cmclientsupport@wellsfargo.com).**