

MATTEL INC /DE/  
Form 8-K  
January 25, 2013

**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):

January 24, 2013

**MATTEL, INC.**

(Exact name of registrant as specified in its charter)

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(State or other Jurisdiction

(Commission

(IRS. Employer

of Incorporation)

File Number)

Identification No.)

**333 Continental Boulevard, El Segundo, California**

(Address of Principal Executive Offices)

**90245-5012**

(Zip Code)

**Registrant's telephone number, including area code: (310) 252-2000**

N/A

(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))

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

**Item 7.01 Regulation FD Disclosure.**

On January 24, 2013, Mattel, Inc. ( Mattel or the Company ) issued a statement regarding the opinion of the Ninth Circuit Court of Appeals issued on the same day in the litigation between the Company and MGA Entertainment, Inc., a copy of which is furnished as Exhibit 99.1 hereto. This exhibit is incorporated herein by reference.

In accordance with General Instruction B.2 of Form 8-K, the information in Item 2.02 and Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 8.01 Other Events.**

Mattel announced on January 24, 2013, that it has taken a reserve of \$137.8 million with respect to the fourth quarter of 2012 consistent with the Ninth Circuit Court of Appeals' affirmance of the award of fees and costs against Mattel arising out of copyright claims related to the litigation between the Company and MGA Entertainment, Inc.

**Item 9.01 Financial Statements and Exhibits.**

- (a) Financial statements of businesses acquired: None
- (b) Pro forma financial information: None
- (c) Shell company transactions: None
- (d) Exhibits: Statement dated January 24, 2013, issued by Mattel, Inc.

**Exhibit**

No.	Exhibit Description
99.1 **	Statement dated January 24, 2013.

\*\* Furnished herewith.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MATTEL, INC.**

Date: January 25, 2013

By: /s/ Robert Normile  
Name: Robert Normile  
Title: Executive Vice President, Chief Legal Officer and Secretary