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**Moore & Van Allen**

June 14, 2013

**Ann P. West**  
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**CERTIFIED MAIL  
RETURN RECEIPT REQUESTED**

Moore & Van Allen PLLC

Top Hat Plan Exemption  
Employee Benefits Security Administration  
Room N-1513, U.S. Department of Labor  
200 Constitution Avenue, N.W.  
Washington, D.C. 20210

Suite 4700  
100 North Tryon Street  
Charlotte, NC 28202-4003

**Re: Mattel Inc.**

Sir or Madam:

Mattel, Inc. (EIN 95-1567322) hereby files the declaration and statement described in Department of Labor Regulation § 2520.104-23 that the Company maintains four plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

If you have any questions regarding the enclosed filing or need additional information, please contact us.

Very truly yours,

Moore & Van Allen PLLC



Ann P. West

Enclosure

cc: Ms. Julie Kwok (w/enc.)  
Mr. William Whitman (w/encl.)

**DECLARATION OF PLANS MAINTAINED  
FOR A SELECT GROUP OF MANAGEMENT  
OR HIGHLY COMPENSATED EMPLOYEES**

The undersigned sponsor of the unfunded pension plans listed in Paragraph 3 below (the "Plans") hereby makes the following declaration pursuant to Department of Labor Regulation § 2520.104-23:

1. The name, address and employer identification number of the employer sponsoring the Plans is:

Mattel, Inc.  
333 Continental Blvd  
El Segundo, CA 90245  
EIN: 95-1567322

2. The sponsor maintains the Plans primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

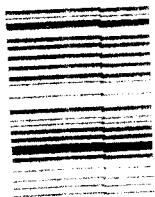
3. The sponsor maintains a total of four (4) such plans for its employees. The name of the Plans and the number of employees participating in each plan are as follows:

<u>Name of Plan</u>	<u>No. of Employees Participating</u>
Mattel, Inc. International Retirement Plan	4
Mattel, Inc. Deferred Compensation and PIP Excess Plan	181
Mattel, Inc. 2005 Supplemental Executive Retirement Plan	4
Mattel Cash Balance Excess Benefit Plan	30

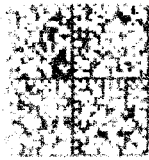
IN WITNESS WHEREOF, the undersigned sponsor of the Plans has caused this Declaration to be executed by its duly authorized officer as of the 11<sup>th</sup> day of June, 2013.

Mattel, Inc.

By: *M. Charmello*  
Name: Michelle Charmello  
Title: Vice President, Compensation & Benefits



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