

MATTEL INC /DE/
Form 25
January 24, 2007

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 25

NOTIFICATION OF REMOVAL FROM LISTING AND/OR
REGISTRATION UNDER SECTION 12(b) OF THE
SECURITIES EXCHANGE ACT OR 1934.

Commission File Number 001-05647

MATTEL, INC.; **NYSE Arca, Inc.**
(Exact name of registrant as specified in its charter and name of Exchange where security is listed and/or registered)

333 Continental Boulevard, El Segundo, California 90234-4012 310-252-2000

(Address, including zip code, and telephone number, including area code, of the Issuer's principal executive offices)

Common Stock, par value \$1.00 per share

Description of class of securities

Please place an X in the box to designate the rule provision relied upon to strike the class of securities from listing and registration:

.. 17 CFR 240.12d2-2(a)(1)

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.. 17 CFR 240.12d2-2(a)(2)

.. 17 CFR 240.12d2-2(a)(3)

.. 17 CFR 240.12d2-2(a)(4)

.. Pursuant to 17 CFR 240.12d2-2(b), the Exchange has complied with its rules to strike the class of securities from listing and/or withdraw registration on the Exchange.

x Pursuant to 17 CFR 240.12d2-2(c), the Issuer has complied with the rules of the Exchange and the requirements of 17 CFR 240-12d2-2(c) governing the voluntary withdrawal of the class of securities from listing and registration on the Exchange.

Pursuant to the requirements of the Securities Exchange Act of 1934, Mattel, Inc. certifies that it has reasonable grounds to believe that it meets all of the requirements for filing the Form 25 and has caused this notification to be signed on its behalf by the undersigned duly authorized person.

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| January 24, 2007 | /s/ Robert Normile | Senior Vice President, General Counsel and Secretary | |
| Date | By | Name | Title |
