

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Mattel, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

577081-10-2
(Number)

Check the following box if a fee is being paid with this statement .
(A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 4 pages

PAGE

CUSIP NO. 577081-10-2

1. NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

GEICO Corporation
52-1135801

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) _____
(b) _____

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

5. SOLE VOTING POWER
5,932,100

6. SHARED VOTING POWER
- 0 -

7. SOLE DISPOSITIVE POWER
5,932,100

8. SHARED DISPOSITIVE POWER
- 0 -

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,932.100

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

9.00%

12. TYPE OF REPORTING PERSON*

HC, EP

*SEE INSTRUCTION BEFORE FILLING OUT

Page 2 of 4 pages

PAGE

SECURITIES AND EXCHANGE COMMISSION
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Under the Securities Exchange Act of 1934

- Item 1. (a) Name of Issuer: Mattel, Inc.
(b) Address of Issuer's Principal Executive Offices: 333 Continental Blvd
El Segundo, CA 90245
- Item 2. (a) Name of Person Filing: GEICO Corporation
(b) Address of Principal Business Office: GEICO Plaza
Washington, D.C. 20076
(c) Citizenship: Delaware
(d) Title of Class of Securities: Common Stock
(e) CUSIP No.: 577081-10-2
- Item 3. The person filing is a: Parent Holding Company
- Item 4. Ownership*
- (a) Amount Beneficially owned: 5,932,100 Shares
(b) Percent of Class: 9.00%
- (c) Number of shares as to which such person has:
- | | |
|---|-----------|
| (i) Sole power to vote or to direct the vote: | 5,932,100 |
| (ii) Shared power to vote or to direct the vote: | - 0 - |
| (iii) Sole power to dispose or to direct the disposition of: | 5,932,100 |
| (IV) Shared power to dispose or to direct the disposition of: | - 0 - |

* The number of shares beneficially owned and the percentage ownership are as of December 31, 1994.

Item 5. Ownership of 5 Percent or Less of a Class: N/A

Item 6. Ownership of More than 5 Percent on Behalf of Another Person: N/A

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Of the shares reported in this Schedule, 300,000 are owned beneficially by the GEICO Companies Pension Trust, a pension fund which is subject to the requirements of the Employee Retirement Income Security Act of 1974, and which is entitled to receive the dividends on or proceeds from the sale of such securities.

Item 8. Identification and Classification of Members of the Group: N/A

Item 9. Notice of Dissolution of Group: N/A

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

Signature.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in the statement is true, complete and correct.

GEICO Corporation

By: /s/ Charles R. Davies
Charles R. Davies
Vice President and
General Counsel

Date: February 14, 1995

Charles R. Davies, Vice President and
General Counsel

