

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: March 28, 1994

MATTEL, INC.

(Exact name of registrant as specified in its charter)

Delaware

001-05647

95-1567322

(State or other jurisdiction
of incorporation)

(Commission
File No.)

(I.R.S. Employer
Identification No.)

333 Continental Boulevard, El Segundo, California

90245-5012

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code

(310) 524-2000

N/A

(Former name or former address, if changed since last report)

Information to be included in the Report

Item 5. Other Events

Mattel, Inc. hereby incorporates by reference herein its press release, dated March 28, 1994, regarding its agreement to acquire Kransco. A copy of such press released is included as Exhibit 99 hereto.

Item 7. Financial Statements and Exhibits

- (a) Financial statements of businesses acquired: None
- (b) Pro forma financial information: None
- (c) Exhibits:
 - (99) Press Release dated March 28, 1994.

SIGNATURES

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

MATTEL, INC.
Registrant

By: /s/ Robert Normile

Robert Normile
Assistant General Counsel
and Assistant Secretary

Date: As of March 28, 1994

FOR IMMEDIATE RELEASE

CONTACT: Glenn Bozarth
Mattel, Inc.
310-524-3521

MATTEL AND KRANSCO REACH ACQUISITION AGREEMENT

LOS ANGELES, March 28--Mattel, Inc. and Kransco today announced that the two companies have reached an agreement by which Mattel will acquire the San Francisco-based toymaker. It is anticipated that the transaction, which is subject to governmental approval, will be completed by May 31, 1994.

"Kransco's principal product lines include Power Wheels battery-powered, ride-on vehicles; Hula Hoop and Frisbee products marketed under the Wham-O trademark; and Morey Boogie boards and other water sport toys. Kransco revenues for 1993 were approximately \$175 million.

"The Kransco businesses will provide Mattel with established brand franchises and a strong market share position in categories of the toy industry where we don't currently compete," John W. Amerman, Mattel's chairman and chief executive officer, said. "We see immediate opportunity for expansion of these businesses in the U.S., Canada and Mexico, and longer-term opportunity in other parts of the world."

"Mattel is the toy industry leader in the development and expansion of brand franchises," John G. Bowes, Kransco's chairman, said. "The resources of Mattel will provide our already strong businesses with additional growth momentum."

Mattel, Inc., which reported annual revenues of \$2.7 billion in 1993, is a worldwide leader in the design, manufacture and marketing of children's toys. With headquarters in El Segundo, Calif., Mattel has offices and facilities in 34 foreign countries and sells its products in more than 140 nations throughout the world.