

**PUBLIC  
DISCLOSURE  
COPY**

**Return of Private Foundation**

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.

▶ Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

**2017**

Open to Public Inspection

Form **990-PF**

Department of the Treasury  
Internal Revenue Service

For calendar year 2017 or tax year beginning , and ending

Name of foundation <b>MATTEL CHILDREN'S FOUNDATION</b>		<b>A Employer identification number</b> 95-3263647
Number and street (or P.O. box number if mail is not delivered to street address) <b>333 CONTINENTAL BLVD</b>	Room/suite	<b>B Telephone number</b> (310) 252-2536
City or town, state or province, country, and ZIP or foreign postal code <b>EL SEGUNDO, CA 90245</b>		<b>C</b> If exemption application is pending, check here ... <input type="checkbox"/>
<b>G</b> Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here ..... <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation ..... <input type="checkbox"/>
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ... <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>147,419.</b>	<b>J</b> Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>

<b>Part I Analysis of Revenue and Expenses</b> <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received .....	820,206.		N/A	
	<b>2</b> Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	<b>3</b> Interest on savings and temporary cash investments .....				
	<b>4</b> Dividends and interest from securities .....				
	<b>5a</b> Gross rents .....				
	<b>b</b> Net rental income or (loss) .....				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10 .....				
	<b>b</b> Gross sales price for all assets on line 6a .....				
	<b>7</b> Capital gain net income (from Part IV, line 2) .....		0.		
	<b>8</b> Net short-term capital gain .....				
	<b>9</b> Income modifications .....				
	<b>10a</b> Gross sales less returns and allowances .....				
<b>b</b> Less: Cost of goods sold .....					
<b>c</b> Gross profit or (loss) .....					
<b>11</b> Other income .....					
<b>12 Total.</b> Add lines 1 through 11 .....		820,206.	0.		
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc. ....	0.	0.		0.
	<b>14</b> Other employee salaries and wages .....				
	<b>15</b> Pension plans, employee benefits .....				
	<b>16a</b> Legal fees .....				
	<b>b</b> Accounting fees .....				
	<b>c</b> Other professional fees ..... <b>STMT 1</b>	14,092.	0.		14,092.
	<b>17</b> Interest .....				
	<b>18</b> Taxes .....				
	<b>19</b> Depreciation and depletion .....				
	<b>20</b> Occupancy .....				
	<b>21</b> Travel, conferences, and meetings .....				
	<b>22</b> Printing and publications .....				
	<b>23</b> Other expenses ..... <b>STMT 2</b>	585.	0.		585.
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 .....	14,677.	0.		14,677.
	<b>25</b> Contributions, gifts, grants paid .....	805,529.			825,631.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25 .....	820,206.	0.		840,308.	
<b>27</b> Subtract line 26 from line 12:					
<b>a</b> Excess of revenue over expenses and disbursements ...	0.				
<b>b Net investment income</b> (if negative, enter -0-) .....		0.			
<b>c Adjusted net income</b> (if negative, enter -0-) .....			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	27,941.	48,443.	48,443.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable	98,976.		
	Less: allowance for doubtful accounts		98,976.	98,976.
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	3,002.		
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis			
Less: accumulated depreciation				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation				
15 Other assets (describe)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	167,521.	147,419.	147,419.	
Liabilities	17 Accounts payable and accrued expenses	167,521.	147,419.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	167,521.	147,419.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	0.	0.		
31 Total liabilities and net assets/fund balances	167,521.	147,419.		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	0.
2 Enter amount from Part I, line 27a	2	0.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	0.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	0.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	NONE			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ..... }		2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 .....		3	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? .....  Yes  No  
 If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	1,649,449.	100,999.	16.331340
2015	1,082,481.	87,034.	12.437450
2014	4,564,944.	195,329.	23.370539
2013	4,668,850.	201,475.	23.173347
2012	4,480,930.	159,489.	28.095543
2	Total of line 1, column (d) .....		2 103.408219
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years .....		3 20.681644
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5 .....		4 43,038.
5	Multiply line 4 by line 3 .....		5 890,097.
6	Enter 1% of net investment income (1% of Part I, line 27b) .....		6 0.
7	Add lines 5 and 6 .....		7 890,097.
8	Enter qualifying distributions from Part XII, line 4 .....		8 840,308.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-		5	0.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	0.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	0.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
9 <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	0.	
10 <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10		
11 Enter the amount of line 10 to be: <b>Credited to 2018 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file <b>Form 1120-POL</b> for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? N/A		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> <u>CA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**Part VII-A Statements Regarding Activities** (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X	
Website address ► WWW.MATTEL.COM/ABOUT-US/PHILANTHROPY		
14 The books are in care of ► LAURA MITCHELL Telephone no. ► 310-795-6161		
Located at ► 333 CONTINENTAL BLVD., EL SEGUNDO, CA ZIP+4 ► 90245		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year	15 N/A	
16 At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year, did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions		X
Organizations relying on a current notice regarding disaster assistance, check here	► <input type="checkbox"/>	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years	► _____, _____, _____, _____	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	► _____, _____, _____, _____	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		X

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)

		Yes	No
<b>5a</b> During the year, did the foundation pay or incur any amount to:			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions <input type="checkbox"/>	5b	X
Organizations relying on a current notice regarding disaster assistance, check here <input type="checkbox"/>			
<b>c</b>	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <b>SEE STATEMENT 4</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
<b>6a</b>	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
If "Yes" to 6b, file Form 8870.			
<b>7a</b>	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? <b>N/A</b>	7b	

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

**1** List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 3		0.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

**Total** number of other employees paid over \$50,000 0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ..... 0

**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
3 All other program-related investments. See instructions.	

Total. Add lines 1 through 3 ..... 0.

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities .....	1a	0.
b	Average of monthly cash balances .....	1b	43,693.
c	Fair market value of all other assets .....	1c	
d	<b>Total</b> (add lines 1a, b, and c) .....	1d	43,693.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) .....	1e	0.
2	Acquisition indebtedness applicable to line 1 assets .....	2	0.
3	Subtract line 2 from line 1d .....	3	43,693.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) .....	4	655.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 .....	5	43,038.
6	<b>Minimum investment return.</b> Enter 5% of line 5 .....	6	2,152.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here  and do not complete this part.)

1	Minimum investment return from Part X, line 6 .....	1	2,152.
2a	Tax on investment income for 2017 from Part VI, line 5 .....	2a	
b	Income tax for 2017. (This does not include the tax from Part VI.) .....	2b	
c	Add lines 2a and 2b .....	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1 .....	3	2,152.
4	Recoveries of amounts treated as qualifying distributions .....	4	0.
5	Add lines 3 and 4 .....	5	2,152.
6	Deduction from distributable amount (see instructions) .....	6	0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 .....	7	2,152.

**Part XII Qualifying Distributions** (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 .....	1a	840,308.
b	Program-related investments - total from Part IX-B .....	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes .....	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required) .....	3a	
b	Cash distribution test (attach the required schedule) .....	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4 .....	4	840,308.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b .....	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 .....	6	840,308.

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				2,152.
2 Undistributed income, if any, as of the end of 2017:				
a Enter amount for 2016 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012	4,472,956.			
b From 2013	4,658,776.			
c From 2014	4,555,178.			
d From 2015	1,078,129.			
e From 2016	1,644,399.			
f Total of lines 3a through e	16,409,438.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$	840,308.			
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				2,152.
e Remaining amount distributed out of corpus	838,156.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	17,247,594.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	4,472,956.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	12,774,638.			
10 Analysis of line 9:				
a Excess from 2013	4,658,776.			
b Excess from 2014	4,555,178.			
c Excess from 2015	1,078,129.			
d Excess from 2016	1,644,399.			
e Excess from 2017	838,156.			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling ▶

**b** Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year				(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
<b>2 a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test - enter:					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test - enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**

**1 Information Regarding Foundation Managers:**  
**a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

**b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc., to individuals or organizations under other conditions, complete items 2a, b, c, and d.

**a** The name, address, and telephone number or email address of the person to whom applications should be addressed:

**SEE STATEMENT 5**

**b** The form in which applications should be submitted and information and materials they should include:

**c** Any submission deadlines:

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a Paid during the year</b>				
MATCHING GRANTS 333 CONTINENTAL BLVD EL SEGUNDO, CA 90245		PC	SCHOLARSHIPS	195,659.
FUTANG RESEARCH CENTER OF PED DEV UNIT 619,11 CHONGWENMENWAI STREET, DONGCHENG DISTRICT BEIJING, CHINA		NC	BCHG CHILDREN'S HEALTHCARE	35,000.
CHILDREN'S HEALTH COUNCIL 650 CLARK WAY PALO ALTO, CA 94304		PC	GENERAL OPERATING SUPPORT	30,000.
MERCY HIGH SCHOOL 2750 ADELINE DRIVE BURLINGAME, CA 94010		PC	GENERAL OPERATING SUPPORT	30,000.
AMERICAN RED CROSS 11355 OHIO AVE LOS ANGELES, CA 90025		PC	DISASTER RELIEF GRANT	26,214.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>825,631.</b>
<b>b Approved for future payment</b>				
FUNDACION MEXICANA DE APOYO INFANTIL AC AVENIDA FRANCISCO SOSA 30, VILLA COYOACAN, MEXICO CITY, COYOACAN, MEXICO 04000		NC	REBUILDING EFFORTS FROM DISASTERS	71,000.
MATCHING GRANTS 333 CONTINENTAL BLVD EL SEGUNDO, CA 90245		PC	GENERAL OPERATING SUPPORT	29,870.
FUNDACION PARA LOS NINOS DE LAS CALIFORNIAS AV. ALEJANDRO VON HUMBOLDT 11431 GARITA DE OTAY TIJUANA, C.P. TIJUANA, BAJA CALIFORNIA, MEXICO		NC	SURGICAL PROGRAM	20,000.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>147,419.</b>





**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE ALANNAH & MADELINE FOUNDATION LEVEL 1, 256 CLARENDON STREET SOUTH MELBOURNE, VICTORIA, AUSTRALIA		NC	PROGRAM EXPENSES	25,000.
MASOOM PLOT NO. 788, NEXT TO RTI CAKE SHOP, JAME JAMSHED ROAD, PARSİ COLONY, NEAR F MUMBAI, INDIA		NC	GIRLS LEADERSHIP PROGRAM	24,350.
SAVE THE CHILDREN 501 KINGS HIGHWAY E SUITE 400 FAIRFIELD, CT 06825		PC	GENERAL OPERATING SUPPORT	22,769.
CHILDREN'S SCHOLARSHIP FUND 8 W. 38TH STREET, 9TH FLOOR NEW YORK, NY 10018		PC	GENERAL OPERATING SUPPORT	20,000.
SECOND STAGE THEATRE 1501 BROADWAY NEW YORK, NY 10036		PC	GENERAL OPERATING SUPPORT	16,500.
ARKANSAS STATE UNIVERSITY FOUNDATION 1600 S COLLEGE ST MOUNTAIN HOME, AR 72653		PC	GENERAL OPERATING SUPPORT	15,000.
FIT FOUNDATION 227 WEST 27TH ST NEW YORK, NY 10001		PC	GENERAL OPERATING SUPPORT	15,000.
FLINTRIDGE SACRED HEART ACADEMY 440 ST KATHERINE DR LA CANADA FLINTRIDGE, CA 91011		PC	GENERAL OPERATING SUPPORT	15,000.
HIRAM COLLEGE 11715 GARFIELD RD HIRAM, OH 44234		PC	GENERAL OPERATING SUPPORT	15,000.
MUSE / IQUE 300 E GREEN ST PASADENA, CA 91101		PC	GENERAL OPERATING SUPPORT	15,000.
<b>Total from continuation sheets</b>				<b>508,758.</b>

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PAJAMA PROGRAM 114 EAST 39TH ST NEW YORK, NY 10016		PC	GENERAL OPERATING SUPPORT	15,000.
PRATHAM USA 9703 RICHMOND AVE HOUSTON, TX 77042		PC	GENERAL OPERATING SUPPORT	15,000.
SHARE OUR STRENGTH 1030 15TH STREET, NW, SUITE 1100 W WASHINGTON, DC 20005		PC	GENERAL OPERATING SUPPORT	15,000.
UNIVERSITY OF SOUTHERN CALIFORNIA UNIVERSITY GARDENS LOS ANGELES, CA 90089		PC	GENERAL OPERATING SUPPORT	15,000.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BOULEVARD BRONX, NY 10460		PC	GENERAL OPERATING SUPPORT	15,000.
BIG BROTHERS BIG SISTERS OF PEEL INC. 71 WEST DRIVE, UNIT 23 BRAMPTON, ONTARIO, CANADA		NC	GIRLS HEALTH	12,500.
KIDS HELP PHONE 439 UNIVERSITY AVE STE 300 TORONTO, ONTARIO, CANADA		NC	KIDS MENTAL HEALTH	12,500.
CANADIAN RED CROSS 170 METCALFE ST OTTAWA, ONTARIO, CANADA		NC	DISASTER RELIEF GRANT	12,014.
BARUCH COLLEGE ONE BERNARD BARUCH WAY, 55 LEXINGTON AVE NEW YORK, NY 10010		PC	GENERAL OPERATING SUPPORT	11,000.
A CHACUN SON EVEREST 703, RUE JOSEPH VALLOT CHAMONIX-MONT-BLANC, FRANCE 74400		NC	SPORTS ACTIVITIES FOR SICK CHILDREN	10,500.
<b>Total from continuation sheets</b>				

**Part XV Supplementary Information**

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DEUTSCHE KINDERKREBSSTIFUNG ADENAUERALLEE 134 BONN, GERMANY		NC	CAMP FOR KIDS	10,500.
DISABILITY CHALLENGERS LTD CHALLENGERS PLAY CENTRE, STOKE PARK GUILDFORD, UNITED KINGDOM		NC	PLAY FOR KIDS	10,500.
FUNDACIO JAUME BOFILL C/ PROVENCA 324 BARCELONA, SPAIN 08037		NC	READING PROGRAM	10,500.
AARON DIAMOND AIDS RESEARCH CENTER 455 FIRST AVE NEW YORK, NY 10016		PC	GENERAL OPERATING SUPPORT	10,000.
CHARITABLE FUND DOWNSIDE UP 3RD PARKOVAYA STREET, 14A MOSCOW, RUSSIA		NC	GENERAL OPERATING SUPPORT	10,000.
GLOBALMINDED 1530 HIGH ST DENVER, CO 80218		PC	GENERAL OPERATING SUPPORT	10,000.
NORTHSIDE CENTER FOR CHILD DEVELOPEMENT 1301 FIFTH AVE NEW YORK, NY 10029		PC	GENERAL OPERATING SUPPORT	10,000.
OCCIDENTAL COLLEGE 1600 CAMPUS RD LOS ANGELES, CA 90041		PC	GENERAL OPERATING SUPPORT	10,000.
RED CROSS MEXICO JUAN LUIS VIVES NO 200-2, COL LOS MORALES POLANCO MEXICO CITY, MEXICO		NC	DISASTER RELIEF GRANT	10,000.
FUNDACJA UNITED WAY POLSKA UL. POPRAWNA 141A WARSAW, POLAND 03-984		NC	PLAY FOR SICK KIDS	8,500.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHILDREN'S BUREAU 1910 MAGNOLIA AVENUE LOS ANGELES, CA 90007		PC	GENERAL OPERATING SUPPORT	7,500.
FONDAZIONE MISSION BAMBINI LARGO ILDEFONSO SCHUSTER, 1, 20122 MILAN, ITALY		NC	GATHERING SPACE FOR CHILDREN	7,500.
DARUSSAFAKA CEMİYETİ DARUSSAFAKA CAD. NO:14 MASLAK SARIYE, ISTANBUL, TURKEY 34457		NC	COMPUTER ROOM FOR KIDS	6,500.
NEW JERUSALEM CHILDRENS HOME PRESIDENT PARK, 138 STEYN ROAD, HALFWAY HOUSE MIDRAND, GAUTENG, SOUTH AFRICA		NC	BOYS RESIDENTIAL HOME	6,500.
STICHTING COMMUNITY SERVICE CLUB BLOMSTRAAT 11, 1421 AV UITHOORN, NETHERLANDS		NC	AQUARIUM FOR CHILDREN	6,500.
ARKANSAS STATE UNIVERSITY MOUNTAIN HOME FOUNDATION 1600 S COLLEGE ST MOUNTAIN HOME, AR 72653		PC	GENERAL OPERATING SUPPORT	5,000.
FRENCH AMERICAN INTERNATIONAL SCHOOL 8500 NW JOHNSON ST PORTLAND, OR 97229		PC	GENERAL OPERATING SUPPORT	5,000.
MANAGEMENT LEADERSHIP FOR TOMORROW 7201 WISCONSIN AVE BETHESDA, MD 20814		PC	GENERAL OPERATING SUPPORT	5,000.
NATIONAL ALOPECIA AREATA FOUNDATION 65 MITCHELL BLVD STE 200-B SAN RAFAEL, CA 94903		PC	GENERAL OPERATING SUPPORT	5,000.
OPEN SCHOOL 7633 N WABASH AVE PORTLAND, OR 97217		PC	GENERAL OPERATING SUPPORT	5,000.
<b>Total from continuation sheets</b> .....				

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
POLYTECHNIC SCHOOL 1030 E CALIFORNIA AVE PASADENA, CA 91106		PC	GENERAL OPERATING SUPPORT	5,000.
TUCK SCHOOL 100 TUCK HALL HANOVER, NH 03755		PC	GENERAL OPERATING SUPPORT	5,000.
UNIVERSITY OF HOUSTON 4800 CALHOUN RD HOUSTON, TX 77004		PC	GENERAL OPERATING SUPPORT	5,000.
WAKE FOREST UNIVERSITY PO BOX 7227 WINSTON SALEM, NC 27109		PC	GENERAL OPERATING SUPPORT	5,000.
RICHSTONE FAMILY CENTER 13634 CORDARY AVE HAWTHORNE, CA 90250		PC	GENERAL OPERATING SUPPORT	2,500.
CENTER FOR CREATIVE EDUCATION 15 RAILROAD AVE KINGSTON, NEW YORK, RUSSIA 12401		NC	COUNSELING	2,000.
THE SCHOOL OF AMERICAN BALLET 70 LINCOLN CENTER PLAZA NEW YORK, NY 10023		PC	GENERAL OPERATING SUPPORT	1,900.
LA FOOD BANK 1734 EAST 41ST ST LOS ANGELES, CA 90058		PC	GENERAL OPERATING SUPPORT	1,500.
MATTHEWS PUBLIC LIBRARY 102 W MAIN ST FREDERICKSBURG, PA 17026		PC	GENERAL OPERATING SUPPORT	1,500.
HARVARD GRADUATE SCHOOL OF EDUCATION 13 APPIAN WAY, LONGFELLOW G012D CAMBRIDGE, MA 02138		PC	GENERAL OPERATING SUPPORT	800.
<b>Total from continuation sheets</b> .....				

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SARASOTA BALLET 5555 N TAMiami TRAIL SARASOTA, FL 34243		PC	GENERAL OPERATING SUPPORT	750.
OMID FOUNDATION 5817 EDSON LANE UNIT T3 BETHESDA, MD 20852		PC	GENERAL OPERATING SUPPORT	500.
CHILDREN'S GUARDIAN FUND PO BOX 49722 SARASOTA, FL 34230		PC	GENERAL OPERATING SUPPORT	350.
COMMUNITY SERVICES UNLIMITED 6569 S VERMONT AVE LOS ANGELES, CA 90044		PC	GENERAL OPERATING SUPPORT	225.
EAR RESEARCH FOUNDATION 1901 FLOYD STREET SARASOTA, FL 34239		PC	GENERAL OPERATING SUPPORT	100.
<b>Total from continuation sheets</b> .....				

**Part XV** Supplementary Information

**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BARUCH COLLEGE ONE BERNARD BARUCH WAY, 55 LEXINGTON AVE NEW YORK, NY 10010		PC	GENERAL OPERATING SUPPORT	10,000.
TO HAMOGELO TOU PEDIU SMILE OF THE CHILD 10 ZINONOS ELEATOU STR, MAROUSIO, GREECE 15124		NC	KIDS HOME	6,500.
WOMEN'S FOUNDATION OF ARKANSAS 200 RIVER MARKET AVE LITTLE ROCK, AR 72201		PC	GENERAL OPERATING SUPPORT	5,000.
FUTANG RESEARCH CENTER OF PED DEV UNIT 619,11 CHONGWENMENWAI STREET, DONGCHENG DISTRICT BEIJING, CHINA		NC	BCHG CHILDREN'S HEALTHCARE	4,849.
SARASOTA OPERA 61 N PINEAPPLE AVE SARASOTA, FL 34236		PC	GENERAL OPERATING SUPPORT	200.
<b>Total from continuation sheets</b> .....				26,549.

**Schedule B**

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No. 1545-0047

**2017**

Name of the organization

MATTEL CHILDREN ' S FOUNDATION

Employer identification number

95-3263647

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)( ) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000; or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ..... ▶ \$ \_\_\_\_\_

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

<b>Name of organization</b>  <b>MATTEL CHILDREN'S FOUNDATION</b>	<b>Employer identification number</b>  <b>95-3263647</b>
--	--

**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	<b>MATTEL, INC.</b>  333 CONTINENTAL BLVD  EL SEGUNDO, CA 90245	\$ <u>820,206.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
_____	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization  <b>MATTEL CHILDREN'S FOUNDATION</b>	Employer identification number  <b>95-3263647</b>
---	---

**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization  <b>MATTEL CHILDREN'S FOUNDATION</b>	Employer identification number  <b>95-3263647</b>
---	---

**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info. once.) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
<b>(e) Transfer of gift</b>			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

FORM 990-PF		OTHER PROFESSIONAL FEES		STATEMENT 1	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADMINISTRATION FEES	14,092.	0.		14,092.	
TO FORM 990-PF, PG 1, LN 16C	14,092.	0.		14,092.	

FORM 990-PF		OTHER EXPENSES		STATEMENT 2	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEE	585.	0.		585.	
TO FORM 990-PF, PG 1, LN 23	585.	0.		585.	

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ANN LUNDY 333 CONTINENTAL BLVD EL SEGUNDO, CA 90245	CHIEF FINANCIAL OFFICER 0.50	0.	0.	0.
BEVERLY LIVELY 333 CONTINENTAL BLVD EL SEGUNDO, CA 90245	CHAIR, AUDIT COMMITTEE 0.50	0.	0.	0.
JULIE KWOK 333 CONTINENTAL BLVD EL SEGUNDO, CA 90245	VICE PRESIDENT & SECRETARY 0.50	0.	0.	0.
MANDANA SADIGH 333 CONTINENTAL BLVD EL SEGUNDO, CA 90245	VICE PRESIDENT & TREASURER 0.50	0.	0.	0.
ROBERT NORMILE 333 CONTINENTAL BLVD EL SEGUNDO, CA 90245	VICE PRESIDENT & ASST. SEC 0.50	0.	0.	0.
GEOFF WALKER 333 CONTINENTAL BLVD EL SEGUNDO, CA 90245	BOARD MEMBER 0.50	0.	0.	0.
STEPHANIE COTA 333 CONTINENTAL BLVD EL SEGUNDO, CA 90245	BOARD MEMBER 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT  
PART VII-B, LINE 5C

STATEMENT 4

GRANTEE'S NAME

FUTANG RESEARCH CENTER OF PED DEV

GRANTEE'S ADDRESS

UNIT 619,11 CHONGWENMENWAI STREET  
DONGCHENG DISTRICT BEIJING, CHINA

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
35,000.	11/30/17	

PURPOSE OF GRANT

HEALTHCARE

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

THE ALANNAH & MADELINE FOUNDATION

GRANTEE'S ADDRESS

LEVEL 1, 256 CLARENDON STREET  
SOUTH MELBOURNE, AUSTRALIA

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
25,000.	11/30/17	

PURPOSE OF GRANT

PROGRAM EXPENSES

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

MASOOM

GRANTEE'S ADDRESS

PLOT NO. 788, NEXT TO RTI CAKE SHOP, JAME JAMSHED ROAD, PARSI COLONY, NEAR FIVE MUMBAI, INDIA

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
24,350.	11/30/17	

PURPOSE OF GRANT

PROGRAM EXPENSES

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

BIG BROTHERS BIG SISTERS OF PEEL INC.

GRANTEE'S ADDRESS

71 WEST DRIVE, UNIT 23  
BRAMPTON, ONTARIO, CANADA

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
12,500.	11/30/17	

PURPOSE OF GRANT

MENTAL HEALTH

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

KIDS HELP PHONE

GRANTEE'S ADDRESS

439 UNIVERSITY AVE STE 300  
TORONTO, ONTARIO, CANADA

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
12,500.	10/30/17	

PURPOSE OF GRANT

MENTAL HEALTH

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

A CHACUN SON EVEREST

GRANTEE'S ADDRESS

703, RUE JOSEPH VALLOT, 74400  
CHAMONIX-MONT-BLANC, FRANCE

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
10,500.	11/30/17	

PURPOSE OF GRANT

PROGRAM EXPENSES

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

DEUTSCHE KINDERKREBSSTIFUNG

GRANTEE'S ADDRESS

ADENAUERALLEE 134  
BONN, GERMANY

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
10,500.	11/10/17	

PURPOSE OF GRANT

KIDS CAMP

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

DISABILITY CHALLENGERS LTD

GRANTEE'S ADDRESS

CHALLENGERS PLAY CENTRE, STOKE PARK  
GUILDFORD, UNITED KINGDOM

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
10,500.	11/30/17	

PURPOSE OF GRANT

PROGRAM EXPENSES

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

FUNDACIO JAUME BOFILL

GRANTEE'S ADDRESS

C/ PROVENCA 324  
BARCELONA, SPAIN, 8037

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
10,500.	11/30/17	

PURPOSE OF GRANT

PROGRAM EXPENSES

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

CHARITABLE FUND DOWNSIDE UP

GRANTEE'S ADDRESS

3RD PARKOVAYA STREET, 14A  
MOSCOW, RUSSIA

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
10,000.	11/30/17	

PURPOSE OF GRANT

ONLINE COUNSELING

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A) APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

FUNDACJA UNITED WAY POLSKA

GRANTEE'S ADDRESS

UL. POPRAWNA 141A  
WARSZAWA, POLAND, 03-984

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
8,500.	11/30/17	

PURPOSE OF GRANT

PROGRAM EXPENSES

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

FONDAZIONE MISSION BAMBINI

GRANTEE'S ADDRESS

LARGO ILDEFONSO SCHUSTER, 1, 20122  
MILAN, ITALY

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
7,500.	09/29/17	

PURPOSE OF GRANT

FACILITY UPGRADE

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

DARUSSAFAKA CEMİYETİ

GRANTEE'S ADDRESS

DARUSSAFAKA CAD. NO:14 MASLAK 34457  
SARIYE, STANBUL , TURKEY

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
6,500.	11/30/17	

PURPOSE OF GRANT

FACILITY UPGRADE

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

NEW JERUSALEM CHILDRENS HOME

GRANTEE'S ADDRESS

PRESIDENT PARK, 138 STEYN ROAD, HALFWAY HOUSE  
MIDRAND, SOUTH AFRICA

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
6,500.	11/30/17	

PURPOSE OF GRANT

FACILITY UPGRADE

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

GRANTEE'S NAME

STICHTING COMMUNITY SERVICE CLUB

GRANTEE'S ADDRESS

BLOMSTRAAT 11  
UITHOORN , NETHERLANDS

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
6,500.	11/30/17	

PURPOSE OF GRANT

FACILITY UPGRADE

ANY DIVERSION BY GRANTEE

NONE

RESULTS OF VERIFICATION

IN ORDER TO SATISFY THE MATTEL CHILDREN'S FOUNDATION'S GRANT REPORTING REQUIREMENTS, THE FOUNDATION EXPECTS THAT GRANTEE WILL SUBMIT REPORTS DESCRIBING IN DETAIL THE USE OF THE GRANTED FUNDS, COMPLIANCE WITH THE TERMS OF THE GRANT, AND THE PROGRESS MADE BY THE GRANTEE TOWARD ACHIEVING THE PURPOSES FOR WHICH THE GRANT WAS MADE. REPORTS SHOULD INCLUDE THE GRANT NUMBER, BE LIMITED TO 10 PAGES, WRITTEN IN ENGLISH, AND NOT BOUND. REPORT MUST CONTAIN:

I. NARRATIVE: (A) DESCRIPTION OF THE PROJECT & HOW IT ALIGNS WITH THE FOUNDATION'S PHILANTHROPIC PRIORITIES; (B) THE GRANTEE SHOULD DESCRIBE ITS ACHIEVEMENTS; (C) PLANS FOR DISSEMINATION

II. FINANCIALS: PROVIDE FINANCIAL INFORMATION (IN LOCAL CURRENCY & U.S. DOLLARS) ON THE GRANTED FUNDS (INCOME EARNED ON GRANT FUNDS). INFORMATION SHOULD INCLUDE: (A)APPROVED GRANT BUDGET; (B) ALL EXPENDITURES MADE DURING THE PROJECT; (C) TOTAL INCOME EARNED ON GRANT FUNDS; AND (D) REMAINING FUNDS.

THE ORGANIZATIONS HAVE PROVIDED ALL REQUIRED INFORMATION.

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MATTEL CHILDREN'S FOUNDATION  
333 CONTINENTAL BLVD  
EL SEGUNDO, CA 90245

TELEPHONE NUMBER

310-252-3630

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS FOR DOMESTIC ORGANIZATIONS ARE ACCEPTED BY INVITATION ONLY BY PROGRAM, WITH AN EMPHASIS ON DIRECTLY SERVING CHILDREN IN NEED. APPLICATIONS FOR INTERNATIONAL ORGANIZATIONS SERVING CHILDREN ARE ALSO ACCEPTED BY INVITATION ONLY. APPLICATIONS MUST INCLUDE PROGRAM BUDGET, CERTIFICATION OF CHARITABLE STATUS, AND A CURRENT LIST OF THE ORGANIZATION'S BOARD OF DIRECTORS. DETAILS FOR ALL PROGRAMS, INCLUDING INTERNATIONAL AND DOMESTIC GRANTS, ARE AVAILABLE AT:  
[HTTP://CORPORATE.MATTEL.COM/ABOUT-US/PHILANTHROPY/](http://CORPORATE.MATTEL.COM/ABOUT-US/PHILANTHROPY/)

ANY SUBMISSION DEADLINES

APPLICATIONS ARE CONSIDERED YEAR ROUND, FROM JANUARY 1 - DECEMBER 31

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE MATTEL CHILDREN'S FOUNDATION BELIEVES PLAY IS ESSENTIAL FOR ALL CHILDREN BECAUSE IT IS FUNDAMENTAL TO LEARNING AND DEVELOPMENT BUT MILLIONS OF CHILDREN LACK ACCESS TO PLAY. THE FOUNDATION'S FOCUS IS TO MAKE A MEANINGFUL DIFFERENCE, ONE CHILD AT A TIME BY SUPPORTING ORGANIZATIONS THAT DIRECTLY SERVE CHILDREN IN NEED IN SUPPORT OF OUR BELIEFS. NO AWARDS WILL BE MADE FOR:

- ENDOWMENTS
- INDIVIDUALS
- RELIGIOUS, FRATERNAL, POLITICAL, SOCIAL OR VETERAN'S ORGANIZATIONS
- LABOR GROUPS
- ADVERTISING

---

---

GENERAL EXPLANATION

STATEMENT 6

---

FORM/LINE IDENTIFIER

---

990-PF

EXPLANATION:

IN-KIND SERVICES IN THE AMOUNT OF \$206,074 WERE PROVIDED TO MATTEL CHILDREN'S FOUNDATION IN 2017.