



PLAYMATES HOLDINGS LIMITED

彩星集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 635)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (“SGM”) of Playmates Holdings Limited (“Company”) will be held at 22/F., The Toy House, 100 Canton Road, Tsimshatsui, Kowloon, Hong Kong on Tuesday, 3 March 2009 at 9:00 a.m. for the purposes of considering and, if thought fit, passing the following resolution of the Company as an Ordinary Resolution:

ORDINARY RESOLUTION

“**THAT** the entering into of the Agreement by the Company, the terms of the Agreement, the transactions contemplated thereunder (including but not limited to the provision of the Charge on Deposit in conformity with the provisions of the Agreement, and the execution of the relevant Charge on Deposit by the relevant subsidiary of the Group) and the Annual Cap be and are hereby approved, confirmed and ratified; AND that the directors of the Company be and are hereby authorised to do for and on behalf of the Company all such further acts and things and execute all such documents (including but not limited to the Charge on Deposit) for and on behalf of the Company by hand or under seal, which, at their absolute discretion, may be necessary, desirable or expedient to give effect to the transactions contemplated in the Agreement and all other matters in relation thereto or in connection therewith.

Capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 13 February 2009, unless the context requires otherwise.”

By order of the Board
Ng Ka Yan
Company Secretary

Hong Kong, 13 February 2009

Notes :

- (1) Every member of the Company entitled to attend and vote at the SGM is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
- (2) In order to be valid, the form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, must be delivered to the Company’s branch share registrars, Tricor Abacus Limited at 26/F., Tesbury Centre, 28 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the SGM.

As at the date of this announcement, the board of directors of the Company comprises the following directors:

Mr. Chan Chun Hoo, Thomas (*Chairman and Executive Director*); Mr. Cheng Bing Kin, Alain (*Executive Director*); Mr. Ip Shu Wing, Charles (*Non-executive Director*); Mr. Lee Peng Fei, Allen (*Independent Non-executive Director*); Mr. Lo Kai Yiu, Anthony (*Independent Non-executive Director*); Mr. To Shu Sing, Sidney (*Executive Director*); Mr. Tsim Tak Lung (*Deputy Chairman and Non-executive Director*) and Mr. Yu Hon To, David (*Independent Non-executive Director*)

* For identification purpose only