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## **PLAYMATES TOYS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code : 869)**

### **Annual General Meeting held on 18 May 2017 – Poll Results Retirement of Chairman, Change of Chairman of Nomination Committee and Change of Composition of Compensation Committee Appointment of Director Change of Authorised Representatives**

At the Annual General Meeting of Playmates Toys Limited (the “**Company**”) held on 18 May 2017 (“**AGM**”), a poll was demanded by the Chairman of the meeting for voting on all proposed resolutions as set out in the notice of AGM dated 12 April 2017.

As at the date of the AGM, the number of issued shares of the Company was 1,210,700,000 shares, which was the total number of shares entitling the holders to attend and vote for or against all resolutions at the AGM. The poll results in respect of each of the proposed resolutions at the AGM are as follows:

	<b>Ordinary Resolutions</b>	<b>No. of Votes (%)</b>		<b>Total number of votes cast</b>
		<b>For</b>	<b>Against</b>	
1.	To receive and consider the audited accounts and the reports of the directors and auditors of the Company for the year ended 31 December 2016.	729,699,470 (100.00%)	0 (0.00%)	729,699,470
2(a).	To re-elect Mr. Chow Yu Chun, Alexander, as director of the Company.	728,447,470 (99.83%)	1,252,000 (0.17%)	729,699,470
2(b).	To approve the appointment of Mr. Chan Kong Keung, Stephen as director of the Company.	721,547,470 (99.91%)	652,000 (0.09%)	722,199,470
3.	To appoint auditors.	729,699,470 (100.00%)	0 (0.00%)	729,699,470

	Ordinary Resolutions	No. of Votes (%)		Total number of votes cast
		For	Against	
4A.	To grant an unconditional mandate to the directors to repurchase the Company's own shares not exceeding 10% of the issued share capital of the Company.	729,699,470 (100.00%)	0 (0.00%)	729,699,470
4B.	To grant an unconditional mandate to the directors to issue and allot additional shares not exceeding 20% of the issued share capital of the Company.	696,298,830 (95.42%)	33,400,640 (4.58%)	729,699,470
4C.	To extend the mandate granted under Resolution No. 4B by including the number of shares repurchased by the Company pursuant to Resolution No. 4A.	695,619,470 (95.33%)	34,080,000 (4.67%)	729,699,470

As more than 50% of the votes were cast in favour of each of the above resolutions, all the above resolutions were duly passed as ordinary resolutions.

The number of votes in the above poll results represent votes cast by shareholders who were present and voting (either personally, by proxy or by corporate representative).

The branch share registrar of the Company, Tricor Abacus Limited, acted as scrutineer for the vote-taking at the AGM.

There was no share entitling the shareholder to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and no shareholder of the Company was required under the Listing Rules to abstain from voting at the AGM. There were no restrictions on any shareholders to cast votes on any of the proposed resolutions at the AGM. No parties have indicated in the circular to the shareholders dated 12 April 2017 ("**Circular**") that they intended to abstain from voting on or vote against any of the resolutions at the AGM.

## **RETIREMENT OF CHAIRMAN, CHANGE OF CHAIRMAN OF NOMINATION COMMITTEE AND CHANGE OF COMPOSITION OF COMPENSATION COMMITTEE**

Reference is made to the Announcement of the Company on 7 April 2017 (“**Announcement**”).

As previously announced, Mr. Chan Chun Hoo, Thomas (“**Mr. Chan**”), the Chairman of the Board of Directors of the Company (“**Board**”), has decided not to stand for re-election upon expiry of the present term of directorship at the AGM. Consequently, Mr. Chan has retired as the Chairman and a director of the Company at the conclusion of the AGM. Following his retirement, Mr. Chan also ceased to be the Chairman of the Nomination Committee of the Company.

Mr. Chan confirmed that he has no disagreement with the Board and there is no matter that needs to be brought to the attention of the shareholders in respect of his not seeking for re-election.

The Board would like to express sincere appreciation to Mr. Chan for his invaluable contribution to Playmates Group over half a century.

The Board designated Mr. To Shu Sing, Sidney (“**Mr. To**”), an executive director of the Company, to succeed Mr. Chan as Chairman of the Board with effect from the conclusion of the AGM. The biographical details of Mr. To are set out in the Announcement.

The Board further announces that Mr. To has also been appointed as the Chairman of the Nomination Committee and a member of the Compensation Committee of the Company with effect from 18 May 2017.

## **APPOINTMENT OF DIRECTOR**

The Board is pleased to announce that, Mr. Chan Kong Keung, Stephen (“**Mr. Stephen Chan**”) was elected by the shareholders at the AGM as a Director of the Company with effect from the conclusion of the AGM. The biographical details of Mr. Stephen Chan are set out in the Announcement and Appendix II to the Circular.

The Company takes this opportunity to express its warmest welcome to Mr. Stephen Chan for joining the Board.

## **CHANGE OF AUTHORISED REPRESENTATIVES**

The Board also announces that Mr. Stephen Chan has been appointed to replace Mr. Chan as one of the authorised representatives of the Company pursuant to Rule 3.05 of the Listing Rules with effect from 18 May 2017.

By order of the Board  
**Ng Ka Yan**  
*Company Secretary*

Hong Kong, 18 May 2017

As at the date of this announcement and after the conclusion of the AGM, the Board of the Company comprises the following directors:

Mr. To Shu Sing, Sidney (*Chairman*), Mr. Chan Kong Keung, Stephen (*Executive Director*), Mr. Cheng Bing Kin, Alain (*Executive Director*), Mr. Chow Yu Chun, Alexander (*Independent Non-executive Director*), Mr. Lee Ching Kwok, Rin (*Independent Non-executive Director*) and Mr. Yang, Victor (*Independent Non-executive Director*)