

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**PLAYMATES TOYS LIMITED**

**彩星玩具有限公司\***

*(incorporated in Bermuda with limited liability)*

(Stock Code: 869)

**RESULTS OF THE RIGHTS ISSUE OF 347,750,000 RIGHTS SHARES  
AT HK\$0.30 EACH ON THE BASIS OF ONE RIGHTS SHARE  
FOR EVERY TWO SHARES HELD**

The Board announces that the Rights Issue has become unconditional at 5:00 p.m. on Friday, 23 July 2010 and the Rights Issue was oversubscribed by 2,587,853,943 Rights Shares representing 744.17% of the total number of Rights Shares under the Rights Issue.

As at 4:00 p.m. on Tuesday, 20 July 2010, being the latest time for acceptance of, and payment for, the Rights Shares and applications for excess Rights Shares, a total of 965 valid acceptances of provisional allotment of Rights Shares have been received for a total of 294,828,106 Rights Shares, representing approximately 84.78% of the total number of the Rights Shares under the Rights Issue, and a total of 1,384 valid applications for excess Rights Shares had been received for a total of 2,640,775,837 Rights Shares, representing approximately 759.39% of the total number of the Rights Shares under the Rights Issue. In aggregate, a total of 2,349 valid applications for 2,935,603,943 Rights Shares have been received, representing approximately 844.17% of the total number of 347,750,000 Rights Shares under the Rights Issue.

As the Rights Issue was over-subscribed, the obligations of the Underwriters under the Underwriting Agreement have been or are regarded to have been fully discharged.

Pursuant to the Irrevocable Undertakings, all Rights Shares provisionally allotted to each of PIL Toys, TGC and Mr. Chan being 173,900,000, 27,175,000 and 4,635,000 Rights Shares respectively, have been taken up by them in full.

It is expected that the share certificates for the Rights Shares in respect of the valid acceptances of the Rights Shares on PALs and successful applications for excess Rights Shares, in their fully-paid form, will be despatched to the allottees by ordinary post at their own risks on Monday, 26 July 2010. Refund cheques in respect of partially unsuccessful applications for excess Rights Shares will also be despatched to the applicants by ordinary post at its own risk on Monday, 26 July 2010. Dealings in the Rights Shares in fully-paid form are expected to commence at 9:30 a.m. on Wednesday, 28 July 2010.

Capitalised terms used herein shall have the same meanings as defined in the prospectus of the Company dated 6 July 2010 (the “**Prospectus**”).

## **RESULTS OF THE RIGHTS ISSUE**

The Board announces that the Rights Issue has become unconditional at 5:00 p.m. on Friday, 23 July 2010 and the Rights Issue was oversubscribed by 2,587,853,943 Rights Shares representing 744.17% of the total number of Rights Shares under the Rights Issue.

As at 4:00 p.m. on Tuesday, 20 July 2010, being the latest time for acceptance of, and payment for, the Rights Shares and applications for excess Rights Shares, a total of 965 valid acceptances of provisional allotment of Rights Shares have been received for a total of 294,828,106 Rights Shares, representing approximately 84.78% of the total number of the Rights Shares under the Rights Issue, and a total of 1,384 valid applications for excess Rights Shares had been received for a total of 2,640,775,837 Rights Shares, representing approximately 759.39% of the total number of the Rights Shares under the Rights Issue. In aggregate, a total of 2,349 valid applications for 2,935,603,943 Rights Shares have been received, representing approximately 844.17% of the total number of 347,750,000 Rights Shares under the Rights Issue.

As the Rights Issue was over-subscribed, the obligations of the Underwriters under the Underwriting Agreement have been or are regarded to have been fully discharged.

Pursuant to the Irrevocable Undertakings, all Rights Shares provisionally allotted to each of PIL Toys, TGC and Mr. Chan being 173,900,000, 27,175,000 and 4,635,000 Rights Shares respectively, have been taken up by them in full.

## **EXCESS RIGHTS SHARES**

Regarding the 1,384 valid applications for the Rights Shares under EAFs, the Directors had resolved to allot, from among the 52,921,894 Rights Shares not applied for under PALs, to the applicants in the following manner:

<b>Number of excess Rights Shares applied for</b>	<b>Number of valid applications under EAFs</b>	<b>Total number of excess Rights Shares applied for</b>	<b>Basis of allotment</b>	<b>Total number of Rights Shares allotted</b>	<b>Approximate percentage of allocation based on the total number of excess Rights Shares applied for in this category</b>
1 to 3,999	1,061	3,983,176	Odd lot excess Rights Shares applied for in full	3,983,176	100%
4,000 to 79,999	143	3,023,738	Odd lot excess Rights Shares applied for in full plus 5% of the remaining excess Rights Shares applied for (rounded up to the nearest board lot)	963,738	31.87%

<b>Number of excess Rights Shares applied for</b>	<b>Number of valid applications under EAFs</b>	<b>Total number of excess Rights Shares applied for</b>	<b>Basis of allotment</b>	<b>Total number of Rights Shares allotted</b>	<b>Approximate percentage of allocation based on the total number of excess Rights Shares applied for in this category</b>
80,000 to 139,999	36	3,558,045	Odd lot excess Rights Shares applied for in full plus 3% of the remaining excess Rights Shares applied for (rounded up to the nearest board lot)	246,045	6.92%
140,000 to 61,451,999	141	505,224,637	Odd lot excess Rights Shares applied for in full plus 2% of the remaining excess Rights Shares applied for (rounded up to the nearest board lot)	10,616,637	2.10%
124,003,990	1	124,003,990	Odd lot excess Rights Shares applied for in full plus 1.90% of the remaining excess Rights Shares applied for (rounded up to the nearest board lot)	2,359,990	1.90%
984,066,252	1	984,066,252	Odd lot excess Rights Shares applied for in full plus 1.75% of the remaining excess Rights Shares applied for (rounded up to the nearest board lot)	17,226,252	1.75%

Number of excess Rights Shares applied for	Number of valid applications under EAFs	Total number of excess Rights Shares applied for	Basis of allotment	Total number of Rights Shares allotted	Approximate percentage of allocation based on the total number of excess Rights Shares applied for in this category
1,016,915,999	1	1,016,915,999	Approximately 1.72% of the excess Rights Shares applied for	17,526,056	1.72%
	<u>1,384</u>	<u>2,640,775,837</u>		<u>52,921,894</u>	

The Directors consider that the allocation of the excess Rights Shares is on a fair and reasonable basis.

#### SHAREHOLDING STRUCTURE OF THE COMPANY

The following is a summary of the shareholding structure of the Company immediately before and after completion of the Rights Issue:

	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	No. of Shares	%	No. of Shares	%
PIL Toys	347,800,000	50.01	521,700,000	50.01
TGC	54,350,000	7.81	81,525,000	7.81
Mr. Chan	9,270,000	1.33	13,905,000	1.33
Directors (other than Mr. Chan)	10,018,000	1.44	12,000,000	1.15
Public shareholders	274,062,000	39.41	414,120,000	39.70
Total	695,500,000	100	1,043,250,000	100

#### DESPATCH OF RIGHTS SHARE CERTIFICATES AND REFUND CHEQUES

It is expected that the share certificates for the Rights Shares in respect of the valid acceptances of the Rights Shares on PALs and successful applications for excess Rights Shares, in their fully-paid form, will be despatched to the allottees by ordinary post at their own risks on Monday, 26 July 2010. Refund cheques in respect of partially unsuccessful applications for excess Rights Shares will also be despatched to the applicants by ordinary post at its own risk on Monday, 26 July 2010. Dealings in the Rights Shares in fully-paid form are expected to commence at 9:30 a.m. on Wednesday, 28 July 2010.

By Order of the Board  
**Playmates Toys Limited**  
 Ng Ka Yan  
*Company Secretary*

Hong Kong, 23 July 2010

*As at the date of this announcement, the Board comprises the following directors:*

Mr. Chan Chun Hoo, Thomas (*Chairman and 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*), Mr. To Shu Sing, Sidney (*Executive Director*) and Mr. Yang, Victor (*Independent Non-executive Director*)

*\* for identification purpose only*