

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims 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 HOLDINGS LIMITED
彩星集團有限公司*

(Incorporated in Bermuda with limited liability)
(Stock Code: 0635)

NOTICE OF EXPIRY OF SUBSCRIPTION RIGHTS
ATTACHED TO THE WARRANTS 2006
(Stock Code: 0407)

The board of directors of the Company wishes to remind holders of the Warrants 2006 (stock code: 0407) that the subscription rights attached to the Warrants 2006 will expire after the close of business on Tuesday, 23 May, 2006. The following deadlines regarding the dealings, transfers and exercise of the Warrants 2006 should be noted:–

- i) Dealings of the Warrants 2006 on the Stock Exchange will cease after the close of business on Thursday, 18 May, 2006;
- ii) Listing of the Warrants 2006 on the Stock Exchange will cease after the close of business on Tuesday, 23 May, 2006;
- iii) Exercise of the subscription rights attached to the Warrants 2006 and the registration of transfer of the Warrants 2006 (if applicable) will cease to be accepted after 4:00 p.m. on Tuesday, 23 May, 2006.

Holders of the Warrants 2006 who are in any doubt as to any action to be taken should consult their stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

EXPIRY OF WARRANTS 2006

The board of directors of Playmates Holdings Limited (the “Company”) wishes to remind holders (“Warrantholders 2006”) of the existing warrants 2006 (stock code: 0407) (the “Warrant(s) 2006”) carrying rights to subscribe for new shares of HK\$0.10 each in the capital of the Company (the “Share(s)”) at the subscription price of HK\$2.03 per Share (subject to adjustments) **THAT after 4:00 p.m. on Tuesday, 23 May, 2006, the subscription rights attached to the Warrants 2006 (the “Subscription Rights”) which have not been exercised will lapse and the Warrant 2006 certificates will cease to be valid for any purpose.**

In respect of the expiry of the Subscription Rights, the Company has made the following arrangements regarding the dealings, transfers and exercise of the Warrants 2006:–

(1) **Dealings of the Warrants 2006 on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”)** will cease after the close of business on **Thursday, 18 May, 2006** and the listing of the Warrants 2006 will be withdrawn from the Stock Exchange **after the close of business on Tuesday, 23 May, 2006**. Application will be made to the Stock Exchange for the withdrawal of the listing of the Warrants 2006 on the Stock Exchange with effect from the close of business on Tuesday, 23 May, 2006.

(2) Exercise of the Subscription Rights by registered holders of the Warrants 2006

The registered holders of the Warrants 2006 who wish to exercise, in whole or in part, the Subscription Rights are requested to lodge the following documents with the Company’s branch warrant registrars in Hong Kong, Abacus Share Registrars Limited at 26/F, Tesbury Centre, 28 Queen’s Road East, Hong Kong (the “Warrant Registrars”) by **no later than 4:00 p.m. on Tuesday, 23 May, 2006:–**

- (i) relevant duly completed and signed subscription forms prescribed for the Warrants 2006 (the “Subscription Forms”);
- (ii) remittances for the requisite subscription moneys; and
- (iii) relevant Warrant 2006 certificates.

(3) Exercise of the Subscription Rights by non-registered holders of the Warrants 2006

Person(s) who purchased and have not yet been registered as holders of the Warrants 2006 and who wish(es) to exercise in whole or in part of the Subscription Rights are required to lodge the following documents with the Warrant Registrars by **no later than 4:00 p.m. on Tuesday, 23 May, 2006:–**

- (i) relevant duly completed and signed Subscription Forms;
- (ii) remittances for the requisite subscription moneys;
- (iii) relevant Warrant 2006 certificates; and
- (iv) relevant duly executed and stamped forms of transfer and/or other documents of title.

(4) Subscription Forms and other relevant accompanying documentation lodged with the Warrant Registrars after 4:00 p.m. on Tuesday, 23 May, 2006 will not be accepted.

(5) Shares arising as a result of the exercise of any Subscription Rights will be allotted and issued not later than 21 business days after the date of due exercise of the Subscription Rights and will rank pari passu in all respects with the then existing Shares in issue on the relevant date of exercise of the Subscription Rights.

BONUS WARRANTS

Holders of Warrants 2006 are reminded that if they wish to be entitled to the bonus issue of warrants (“Bonus Warrants”) referred to in the announcement of 2 March, 2006 and the circular dated 24 March, 2006, they should exercise the Subscription Rights attaching to their Warrants 2006 by lodging the completed Subscription Forms, together with the relevant certificates and subscription moneys with the Warrant Registrars on or before 4:00 p.m. on 4 May, 2006.

Transferees of Warrants 2006 are also reminded that, in order to qualify for the entitlement of the Bonus Warrants, they should lodge completed Subscription Forms, together with the relevant certificates, transfer forms and subscription moneys with the Warrant Registrars not later than 4:00 p.m. on 4 May, 2006.

Holders of Warrants 2006 who are in any doubt as to any action to be taken should consult their stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

A circular in relation to the expiry of the Warrants 2006 will be despatched to the holders of Warrants 2006 and, for information only, shareholders and option holders of the Company shortly.

By order of the board
Playmates Holdings Limited
Tracy Fong Yuk Yu
Company Secretary

Hong Kong, 12 April, 2006

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

Executive Directors: Mr. Thomas Chan Chun Hoo (*Chairman*); Mr. Sidney To Shu Sing; Mr. Alain Cheng Bing Kin

Independent Non-executive Directors: Mr. Allen Lee Peng Fei; Mr. Anthony Lo Kai Yiu; Mr. David Yu Hon To; Mr. Alexander Chow Yu Chun

Non-executive Directors: Mr. Tsim Tak Lung (*Deputy Chairman*); Mr. Charles Ip Shu Wing

* *for identification purpose only*

Please also refer to the published version of this announcement in South China Morning Post and Hong Kong Economic Journal.