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PLAYMATES HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code : 635)

Annual General Meeting held on 24 May 2019 – Poll Results Retirement of Independent Non-executive Director Change of Composition of the Board Committees

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the Annual General Meeting of Playmates Holdings Limited (the “**Company**”) held on 24 May 2019 (“**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 26 March 2019.

As at the date of the AGM, the number of issued shares of the Company was 2,030,856,000 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:

	Ordinary Resolutions	No. of Votes (%)		Total number of votes cast
		For	Against	
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 2018.	1,374,354,858 (100.00%)	0 (0.00%)	1,374,354,858
2.	(a) To re-elect Mr. To Shu Sing, Sidney as director of the Company.	1,365,022,758 (99.32%)	9,352,100 (0.68%)	1,374,374,858
	(b) To re-elect Mr. Ip Shu Wing, Charles as director of the Company.	1,373,460,858 (99.93%)	914,000 (0.07%)	1,374,374,858

	Ordinary Resolutions	No. of Votes (%)		Total number of votes cast
		For	Against	
3.	To appoint Grant Thornton Hong Kong Limited as the auditors of the Company.	1,374,374,856 (99.99%)	2 (0.01%)	1,374,374,858
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.	1,374,374,758 (100.00%)	0 (0.00%)	1,374,374,758
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.	1,321,028,556 (96.12%)	53,346,202 (3.88%)	1,374,374,758
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.	1,321,169,756 (96.13%)	53,205,102 (3.87%)	1,374,374,858

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 26 March 2019 that they intended to abstain from voting on or vote against any of the resolutions at the AGM.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF THE BOARD COMMITTEES

Reference is made to the Announcement of the Company on 26 March 2019.

As previously announced, Mr. Lee Peng Fei, Allen (“**Mr. Lee**”) would not offer himself for re-election at the AGM and accordingly he has retired as an independent non-executive director of the Company at the conclusion of the AGM. Following his retirement, Mr. Lee also ceased to be the chairman of the Compensation Committee and a member of the Audit Committee and the Nomination Committee of the Company.

Mr. Lee 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 and his retirement.

The Board would like to express sincere appreciation to Mr. Lee for his invaluable contribution to the Company during his tenure of office.

The Board is pleased to announce that Mr. Ip Shu Wing, Charles, an independent non-executive director of the Company, has been appointed as the chairman of the Compensation Committee and a member of the Nomination Committee of the Company with effect from 24 May 2019.

The Board further announces that Mr. Yu Hon To, David, an independent non-executive director of the Company, has been appointed as a member of the Compensation Committee of the Company with effect from 24 May 2019.

By order of the Board
Ng Ka Yan
Company Secretary

Hong Kong, 24 May 2019

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*), Ms. Chan, Helen (*Executive Director*), Mr. Cheng Bing Kin, Alain (*Executive Director*), Mr. Ip Shu Wing, Charles (*Independent Non-executive Director*), Mr. Lo Kai Yiu, Anthony (*Independent Non-executive Director*), Mr. Tsim Tak Lung (*Deputy Chairman and Non-executive Director*) and Mr. Yu Hon To, David (*Independent Non-executive Director*)