

Playmates Toys Limited

Procedures for shareholders to propose a person for election as a director

Pursuant to Article 88 of the Company's Bye-Laws, if shareholders wish to propose a person other than a retiring director of the Company for election as a director of the Company at the general meeting, the following documents should be lodged at the head office or at the Registration Office within the period commencing on the day after the despatch of the notice of the meeting and no later than 7 days prior to the date of such general meeting:

- (i) his/her written notice of nomination and intention to propose a resolution; and
- (ii) a notice executed by the person to be proposed of his/her willingness to be elected together with the information specified below.

Required information of the candidate(s) nominated by Shareholders

- (a) Full name and age;
- (b) Positions held with the Company and/or its subsidiaries (if any);
- (c) Experience including (i) other directorships held in the past 3 years in public companies of which the securities are listed on any securities market in Hong Kong and overseas, and (ii) other major appointments and professional qualifications;
- (d) Employment, work experience and such other information (which may include relevant business experience and academic qualifications) of which Shareholders should be aware of, pertaining to the ability or integrity of the candidate;
- (e) Length or proposed length of service;
- (f) Relationships with any Directors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company, or an appropriate negative statement;
- (g) Interests in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance, or an appropriate negative statement;
- (h) A declaration made by the nominated candidate in respect of the information required to be disclosed pursuant to Rule 13.51(2)(h) to (w) of the Listing Rules, or an appropriate negative statement to that effect where there is no information to be disclosed pursuant to any of such requirements nor any other matters relating to standing for election as a Director that need to be brought to Shareholders' attention; and
- (i) The nominated candidate's written consent to the publication of his/her personal data.