

IMPORTANT

THIS FORM IS VALUABLE BUT IS NOT TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS DOCUMENT AND THE ACCOMPANYING PAL EXPIRES AT 4:00 P.M. ON TUESDAY, 20 JULY 2010. IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS FORM, OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR LICENSED SECURITIES DEALER, OTHER LICENSED CORPORATION, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

Reference is made to the prospectus issued by Playmates Toys Limited dated 6 July 2010 in relation to the Rights Issue (the "Prospectus"). Terms defined in the Prospectus shall have the same meanings when used herein unless the context otherwise requires.

A copy of this Prospectus, together with copies of the PAL and EAF and the written consent of Grant Thornton, has been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies Ordinance of Hong Kong. A copy of this Prospectus, together with copies of the PAL and the EAF, has also been filed with the Registrar of Companies in Bermuda. The Registrar of Companies in Hong Kong, the Securities and Futures Commission of Hong Kong and the Registrar of Companies in Bermuda take no responsibility as to the contents of any of the documents referred to above.

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in both nil-paid and fully-paid forms on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Rights Shares in both nil-paid and fully-paid forms will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from their respective commencement dates of dealings on the Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

It should be noted that the Underwriting Agreement contains provisions entitling the Underwriters, by notice in writing, to terminate its obligations thereunder on the occurrence of certain events. If at any time on or before 5:00 p.m. on the third Business Day after the Acceptance Date for the provisional allotments:-

(a) the Underwriters shall become aware of the fact that, or shall have reasonable cause to believe that, any of the warranties under the Underwriting Agreement is untrue, inaccurate, misleading or breached, and in each case the same is (in the reasonable opinion of the Underwriters) material in the context of the Rights Issue; or

(b) (i) any new law or regulation is enacted, or there is any change in existing laws or regulations or any change in the interpretation or application thereof by any court or other competent authority, whether in Hong Kong or elsewhere;

(ii) there is any change in local, national or international financial, political, industrial or economic conditions;

(iii) there is any change of an exceptional nature in local, national or international equity securities or currency markets;

(iv) there is any local, national or international outbreak or escalation of hostilities, insurrection or armed conflict;

(v) there is any moratorium, suspension or material restriction on trading in securities generally on the Stock Exchange;

(vi) there is any suspension in the trading of the Shares on the Stock Exchange for a continuous period of ten (10) Business Days;

(vii) there is any change or development involving a prospective change in taxation or exchange controls in Hong Kong or elsewhere which will or may materially and adversely affect the Group or a material proportion of the Shareholders in their capacity as such, which event or events is or are in the reasonable opinion of the Underwriters;

(a) likely to have a material adverse effect on the business or financial or trading position or prospects of the Group taken as a whole; or

(b) likely to have a material adverse effect on the success of the Rights Issue or the level of Rights Shares to be Taken Up; or

(c) so material as to make it inappropriate, inadvisable or inexpedient to proceed further with the Rights Issue,

then and in such cases the Underwriters may by notice in writing given to the Company on or before 5:00 p.m. on the third Business Day after the Acceptance Date for the provisional allotment rescind the Underwriting Agreement and thereupon all obligations of the Underwriters thereunder will cease and determine and no party will have any claim against any other party in respect of any matter or thing arising out of or in connection with the Underwriting Agreement and the Rights Issue will not proceed.



PLAYMATES TOYS LIMITED

彩星玩具有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 869)

**RIGHTS ISSUE OF 347,750,000 RIGHTS SHARES
AT HK\$0.30 EACH ON THE BASIS OF
ONE RIGHTS SHARE FOR EVERY TWO EXISTING SHARES HELD
ON THE RIGHTS ISSUE RECORD DATE PAYABLE
IN FULL ON ACCEPTANCE
BY NOT LATER THAN 4:00 P.M. ON TUESDAY, 20 JULY 2010**

EXCESS APPLICATION FORM

Registrar:
Tricor Abacus Limited
26th Floor
Tesbury Centre
28 Queen's Road East
Hong Kong

Principal place of business
in Hong Kong:
21/F., The Toy House
100 Canton Road
Tsimshatsui, Kowloon
Hong Kong

Application can only be made by the Rights Issue
Qualifying Shareholder(s) named here.

Name(s) and address of the Rights Issue Qualifying Shareholder(s)

To: The Directors
Playmates Toys Limited
Dear Sir/Madam,

I/We, being the Rights Issue Qualifying Shareholder(s) named above, hereby irrevocably apply for _____ excess Rights Share(s) at the Subscription Price of HK\$0.30 per Rights Share under the Rights Issue in respect of which I/we enclose a separate remittance in favour of "**PLAYMATES TOYS LIMITED – Excess Application Account**" and crossed "**Account Payee Only**" issued for HK\$ _____ being payment in full on application for the aforementioned number of excess Rights Shares and I/we hereby request you to allot such excess Rights Shares applied for, or any lesser number, to me/us and to send by ordinary post at my/our risk to the address shown above my/our share certificate(s) for the number of additional Rights Shares as may be allotted to me/us in respect of this application and/or a cheque for any application money refundable to me/us. I/We understand that the Directors will allocate the excess Rights Shares at their discretion and on a fair and reasonable basis and may give preference to topping up odd lots to whole board lots. Any further remaining excess Rights Shares (if any) will be allocated to all applicants based on a sliding scale with reference to the excess Rights Shares applied by them (that is, Rights Issue Qualifying Shareholders applying for a smaller number of excess Rights Shares will be allocated with a higher percentage of excess Rights Shares they have applied for; whereas Rights Issue Qualifying Shareholders applying for a larger number of excess Rights Shares will be allocated with a smaller percentage of excess Rights Shares they have applied for (although they will receive a greater number of excess Rights Shares than those applying for a smaller number), subject always to the rights of the Directors to reject any applications with an intention to abuse this mechanism of application for excess Rights Shares.

I/We, hereby undertake to accept such number of additional Rights Shares as may be allotted to me/us as aforesaid upon the terms set out in the Prospectus and subject to the memorandum of association and the bye-laws of the Company. In respect of any additional Rights Shares allotted to me/us, I/we authorise you to place my/our name(s) on the register of members of the Company as holder(s) of such Rights Shares (as the case may be).

1. _____ 2. _____ 3. _____ 4. _____
Signature(s) of applicant(s) (all joint applicant(s) must sign)

Date: _____, 2010 Contact Tel No.: _____

This form should be completed and lodged, together with payment as to HK\$0.30 per Rights Share for the number of excess Rights Shares applied for, with the Registrar, Tricor Abacus Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong, so as to be received by not later than 4:00 p.m. on Tuesday, 20 July 2010. All remittances must be made in Hong Kong dollars and must be forwarded either by cheque drawn on an account with a licensed bank in Hong Kong or by a cashier's order issued by a licensed bank in Hong Kong. All such cheques or cashier's orders must be made payable to "**PLAYMATES TOYS LIMITED – Excess Application Account**" and crossed "**Account Payee Only**". All enquiries in connection with this form of application for excess Rights Shares should be addressed to the Registrar at the above address.

All cheques and cashier's orders will be presented for payment immediately following receipt and all interest earned on such monies will be retained for the benefit of the Company. Completion and return of an EAF together with a cheque or cashier's order in payment for the excess Rights Shares will be honoured on first presentation. Without prejudice to its other rights in respect thereof, the Company reserves the right to reject any EAF in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation.

The Prospectus Documents have not been and will not be registered and/or filed under any securities or equivalent legislation of any jurisdictions other than the applicable laws in Hong Kong and Bermuda. The Prospectus (without the PAL and this EAF) is being sent to the Excluded Shareholders for their information only. Save as described under the paragraph headed "Excluded Shareholders" in the section headed "Letter from the Board" in the Prospectus, no action has been taken by the Company to permit the offering of the Rights Issue in any territory outside Hong Kong. No person receiving a copy of the Prospectus or a PAL or an EAF and having a registered address in the register of members of the Company in any jurisdiction outside Hong Kong may treat it as an offer or invitation to apply for the Rights Shares, unless in the relevant jurisdiction such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements. It is the responsibility of any person (including but without limitation, a nominee, agent and trustee) receiving the Prospectus Documents outside Hong Kong and wishing to make an application for the Rights Shares under the Rights Issue to satisfy himself/herself/itself as to the full observance of the laws of the relevant territory or jurisdiction including the obtaining of any governmental or other consents for observing any other formalities which may be required in such territory or jurisdiction, and to pay any taxes, duties and other amounts required to be paid in such territory or jurisdiction in connection therewith. No application for Rights Shares will be accepted from any Excluded Shareholders. The Company reserves the right to refuse to accept any application for Rights Shares where it believes that acceptance would violate the applicable securities or other laws or regulations of any jurisdiction outside Hong Kong.

Completion and return of an EAF by any person will be deemed to constitute a representation and warranty from such person to the Company that those local laws and requirements of the relevant territory or jurisdiction have been fully complied with. If you are in doubt as to your position, you should consult your licensed securities dealer, other licensed corporation, bank manager, solicitor, professional accountant or other professional adviser.

You will be notified by the Company of any allotment of excess Rights Shares made to you. If no excess Rights Shares are allotted to you, a refund cheque for the full amount tendered on application will be posted to you at your own risk and, if the number of excess Rights Shares allotted to you is less than the number you applied for, a cheque for the surplus application monies will be posted to you at your own risk. Such posting is expected to take place on or before Monday, 26 July 2010. Any such cheque will be drawn in favour of the person(s) named on this form. It is expected that share certificate(s) in respect of the Rights Shares will be posted at your own risk on or before Monday, 26 July 2010.

All documents, including cheques for amounts due, will be sent by ordinary post at the risk of the relevant applicants or other persons entitled thereto. This EAF and all applications pursuant to it shall be governed by and construed in accordance with the laws of Hong Kong.

**A SEPARATE CHEQUE OR CASHIER'S ORDER MUST ACCOMPANY EACH APPLICATION
NO RECEIPT WILL BE GIVEN**

For office use only

Application number	No. of excess Rights Shares applied for	Amount paid on application	Balance refunded
		HK\$	HK\$

* For identification purpose only