

(English Translation of the Japanese Press Release)

May 14, 2013

To all related parties:

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**Notice Concerning Continuation of Policy toward Large-scale Purchases of
Company's Shares, etc. (Anti-Takeover Measures)**

TOMY Company (hereinafter the "Company") obtained approval from the shareholders, at the 56th Ordinary General Meeting of Shareholders of the Company held on June 26, 2007, concerning the introduction of a specific policy toward large-scale purchases of shares issued by the Company, etc. for the purpose of securing and enhancing the corporate value of the Company and the common interests of its shareholders. The Company then resolved at a meeting of the Board of Directors held on May 11, 2010 to partially amend and continue the said Policy, and such amended anti-takeover measures (hereinafter referred to as "the Former Policy") was approved by the shareholders at the 59th Ordinary General Meeting of Shareholders of the Company held on June 23, 2010. However, the effective term of the Former Policy will expire at the conclusion of the 62nd Ordinary General Meeting of Shareholders of the Company scheduled to be held on June 26, 2013 (hereinafter referred to as "this Ordinary General Meeting of Shareholders").

The Company has for some time given consideration to renewing the Former Policy and, taking into account changes in business practices since the introduction of the Former Policy, has decided with a unanimous vote by all Directors present at the meeting of the Board of Directors held today, subject to approval of the shareholders at this Ordinary General Meeting of Shareholders, to revise the content of the Former Policy and to continue the Policy as revised (the revised Policy is hereinafter referred to as "this Policy"). The Company has also decided with a unanimous vote by all Directors present at the above-mentioned meeting of the Board of Directors to submit for approval a proposal concerning the continuation of anti-takeover measures under this Policy at this Ordinary General Meeting of Shareholders. Please note that all Corporate Auditors including four Outside Corporate Auditors were present at the above-mentioned meeting of the Board of Directors and that every Corporate Auditor expressed an opinion of approval for this Policy, provided that specific measures will be properly implemented.

Major changes from the Former Policy are as follows:

(1) Under this Policy, the Board of Directors and special committee must conduct a review, evaluation, etc. of a

purchase proposal in an extremely limited amount of time. In order to ensure the full and proper implementation of such review, evaluation, etc., the language to be used in the statement of intent and the Necessary Information (including additional information) shall be limited to Japanese.

- (2) In order to ensure the effectiveness of the Former Policy, it has been made clear that the persons who attempt to conduct the large-scale purchases, etc. that are subject to the application of this Policy include “persons who the Company’s Board of Directors, based on the special committee’s recommendation, reasonably determines to fall within the scope of persons attempting to conduct large-scale purchases, etc.”
- (3) From the perspective of ensuring a quick implementation of this Policy, the Necessary Information shall be required to be provided within a time period considered reasonable by the Company’s Board of Directors. Such time period may be extended when an extension request is made by a subject-to-policy purchaser with a reasonable reason. In addition, from the same perspective, when the Board of Directors requests for additional information on the Necessary Information and if a subject-to-policy purchaser provides a reasonable explanation as to the unavailability of some part of such information, even if all the information requested by the Company’s Board of Directors is not provided, the relevant purchase proposal may be referred to the special committee.
- (4) Since the Company’s Articles of Incorporation do not provide for the quorum for ordinary resolutions at General Meeting of Shareholders, there shall be no quorum requirement for the resolution at the Company’s General Meeting of Shareholders concerning the implementation of countermeasures based on this Policy.

For details, please refer to the press release available at the following URL:

http://www.takaratomy.co.jp/release/pdf/i130514_5.pdf