

(English Translation of the Japanese Press Release)

August 10, 2011

To all related parties:

Name of the Company:	TOMY Company, Ltd.
Name of the Representative:	Kantaro Tomiyama President & CEO
(Code No. 7867; The First Section of the Tokyo Stock Exchange)	
Further Inquiries:	Toshiki Miura Managing Director & Head of Corporate Administration (TEL: 03-5654-1548)

Notice Concerning Issuance of Stock Options (*shinkabu yoyakuken*) to Directors of Overseas Subsidiaries

This is to provide notification that TOMY Company, Ltd. (hereinafter “the Company”) resolved at a meeting of the Board of Directors, held on August 10, 2011, to decide the subscription requirements for stock options and solicit persons to subscribe to the stock options, among other matters, based on the entrustment from the General Meeting of Shareholders of the Company held on June 24, 2011.

I. Reason for Granting Stock Options with Particularly Favorable Conditions

The Company entered into an agreement on March 11, 2011 with RC2 Corporation (hereinafter “RC2”; the company’s name was changed to TOMY Holdings, Inc. on July 13, 2011) to acquire RC2 by a tender offer executed by an indirectly wholly owned U.S. subsidiary of the Company and then by merger involving cash consideration and based on the said agreement, the Company made RC2 a wholly owned subsidiary on April 29, 2011 (New York time). In addition, at the same time as entering into the agreement concerning the above acquisition, the Company, aiming to further foster a management team that strives to contribute to improved consolidated earnings and place importance on the interests of the shareholders subsequent to RC2 becoming a wholly owned subsidiary, among other reasons, concluded employment agreements with Curtis W. Stoelting who is CEO of RC2, Peter J. Henseler who is President of RC2, Gregory J. Kilrea who is COO of RC2, Helena Lo who is Managing Director of RC2 (HK) Limited, Peter A. Nicholson who is CFO of RC2, and Jamie A. Kieffer who is CMO (Chief Marketing Officer) of RC2 that include in addition to cash remuneration that is to be paid by RC2, the allotment of stock options of the Company subject to the approval of the Company’s general meeting of shareholders and Board of Directors. (The maximum total number of shares that can be received by each of the above persons by exercising the stock options is 625,000 ordinary shares of the Company). As stated above, to accompany RC2 becoming a wholly owned subsidiary, the Company would like to issue stock options based on the employment agreements that the Company has entered into with the persons mentioned above.

II. Terms and Conditions of Issuance of Stock Options

1. Name of Stock Options for Subscription:

Fifth Series Stock Option of TOMY Company, Ltd.

2. Total Number of Stock Options for Subscription: 6,250 units

The above number is the number scheduled to be allotted. If the total number of stock options for subscription to be allotted is decreased, such as in the case where no stock option has been subscribed for, the total number of stock options for subscription to be allotted shall be the total number of stock options for subscription to be issued.

3. Class and Number of Shares Covered by Stock Options for Subscription

The class of shares covered by stock options for subscription shall be common stock of the Company, and the number of shares covered by each stock option for subscription shall be 100 shares (the “Number of Granted Shares”).

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

http://www.takaratomy.co.jp/release/pdf/i110810_2.pdf