

Monthly Return of Equity Issuer on Movements in Securities

For the month ended
(dd/mm/yyyy) :

28/02/2017

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer

WILLAS-ARRAY ELECTRONICS (HOLDINGS) LIMITED

Date Submitted

03/03/2017

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 854 Description : Ordinary Shares

| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
|-------------------------------------|------------------------|----------------------------------|---|
| Balance at close of preceding month | <u>120,000,000</u> | <u>HK\$1.00</u> | <u>HK\$120,000,000</u> |
| Increase/(decrease) | <u>0</u> | | <u>0</u> |
| Balance at close of the month | <u>120,000,000</u> | <u>HK\$1.00</u> | <u>HK\$120,000,000</u> |

(2) Stock code : N/A Description : _____

| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) |
|-------------------------------------|------------------------|----------------------------------|---|
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

2. Preference Shares

| | | | |
|-------------------------------------|--------------------------------|--|--|
| Stock code : N/A | Description : _____ | | |
| | No. of preference shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | _____ | _____ |
| Balance at close of the month | _____ | _____ | _____ |

3. Other Classes of Shares

| | | | |
|-------------------------------------|--------------------------------------|--|--|
| Stock code : N/A | Description : _____ | | |
| | No. of other classes of shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | _____ | _____ |
| Balance at close of the month | _____ | _____ | _____ |

Total authorised share capital at the end of the month (*State currency*) : **HK\$120,000,000**

II. Movements in Issued Share Capital

| | No. of ordinary shares (1) | (2) | No of preference shares | No. of other classes of shares |
|---------------------------------------|-------------------------------|-----|----------------------------|-----------------------------------|
| Balance at close of preceding month | 75,505,960 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | 0 | N/A | N/A | N/A |
| Balance at close of the month | 75,505,960 | N/A | N/A | N/A |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during the month | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|---------------------------|-----------|----------------------------|--------|--|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Employee Share Option Scheme II was approved on 11/06/2001, exercise price of S\$0.335 per share (granted on 02/10/2009) (/ /) Ordinary shares (Note 1) | 0 | 0 | 0 | 0 | 0 | 836,600 |
| 2. (/ /) shares (Note 1) | | | | | | |
| 3. (/ /) shares (Note 1) | | | | | | |
| | | | Total A. (Ordinary shares) | | 0 | |
| | | | (Preference shares) | | N/A | |
| | | | (Other class) | | N/A | |
| Total funds raised during the month from exercise of options (State currency) | | | | 0 | | |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of preceding month | Exercised during the month | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|---------------------------------|--|----------------------------------|---|---|---|
| 1. N/A | | | | | | |
| (/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 2. N/A | | | | | | |
| (/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 3. N/A | | | | | | |
| (/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 4. N/A | | | | | | |
| (/ /) Stock code (if listed) _____ Class of shares issuable (Note 1) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| Total B. | | | | | (Ordinary shares) _____ | N/A |
| | | | | | (Preference shares) _____ | N/A |
| | | | | | (Other class) _____ | N/A |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 1. N/A _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 2. N/A _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 3. N/A _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| 4. N/A _____ _____ _____ | | | | | | |
| Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | | | | | | |
| Total C. (Ordinary shares) _____ N/A (Preference shares) _____ N/A (Other class) _____ N/A | | | | | | |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|--|---|
| 1. N/A <hr/> <hr/> <div style="text-align: right;">(/ /)</div> shares (Note 1) | | |
| 2. N/A <hr/> <hr/> <div style="text-align: right;">(/ /)</div> shares (Note 1) | | |
| 3. N/A <hr/> <hr/> <div style="text-align: right;">(/ /)</div> shares (Note 1) | | |
| <div style="text-align: right;">Total D. (Ordinary shares)</div> <div style="text-align: right;">(Preference shares)</div> <div style="text-align: right;">(Other class)</div> | N/A N/A N/A | |

Other Movements in Issued Share Capital

| Type of Issue | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|-----------------|------------|----------------------|--|--|---|
| 1. Rights issue | At price : | State currency _____ | Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | _____ |
| 2. Open offer | At price : | State currency _____ | Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | _____ |
| 3. Placing | At price : | State currency _____ | Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | _____ |
| 4. Bonus issue | | | Class of shares _____ issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) (dd/mm/yyyy) | N/A | _____ |

| Type of Issue | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month | |
|---------------|----------------------|------------------|----------------------|---|---|-------|
| 5. | Scrip dividend | At price : _____ | State currency _____ | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd / mm / yyyy) _____ EGM approval date: (dd / mm / yyyy) _____ | N/A | _____ |
| 6. | Repurchase of shares | | | Class of shares repurchased (Note 1) _____ Cancellation date : (dd / mm / yyyy) _____ EGM approval date: (dd / mm / yyyy) _____ | N/A | _____ |
| 7. | Redemption of shares | | | Class of shares redeemed (Note 1) _____ Redemption date : (dd / mm / yyyy) _____ EGM approval date: (dd / mm / yyyy) _____ | N/A | _____ |
| 8. | Consideration issue | At price : _____ | State currency _____ | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd / mm / yyyy) _____ EGM approval date: (dd / mm / yyyy) _____ | N/A | _____ |

| Type of Issue | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----------------------------|------------------|---|--|---|
| 9. Capital reorganisation | | Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | |
| 10. Other (Please specify) | At price : _____ | State currency _____ Class of shares issuable (Note 1) _____ Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | N/A | |
| Total E. (Ordinary shares) | | | N/A | |
| (Preference shares) | | | N/A | |
| (Other class) | | | N/A | |

| | | |
|---|-----|-----|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | 0 |
| | (2) | N/A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | N/A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | N/A |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

Remarks (if any):

Submitted by: Leung Hon Shing

Title: Executive Director and Company Secretary
(Director, Secretary or other duly authorised officer)



Notes :

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*