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WILLAS-ARRAY ELECTRONICS (HOLDINGS) LIMITED

威雅利電子(集團)有限公司

(Incorporated in Bermuda with limited liability)

(Hong Kong stock code: 854)

(Singapore stock code: BDR)

**NON-COMPLIANCE WITH RULES 3.10(1) AND 3.21 OF
THE HONG KONG LISTING RULES**

This announcement is made by Willas-Array Electronics (Holdings) Limited (the “**Company**”) pursuant to Rules 3.11 and 3.23 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”).

Reference is made to the announcement of the Company dated May 30, 2023 (“**May Announcement**”) in relation to the retirement by rotation of Mr. Lim Lee Meng (“**Mr. Lim**”), one of the independent non-executive directors of the Company (the “**INEDs**”), with effect from the conclusion of the annual general meeting of the Company held on July 28, 2023.

Following Mr. Lim’s retirement, the board of directors of the Company (the “**Board**”) comprises only two INEDs and the audit committee of the Board comprises two members, the number of both of which falls below the minimum number requirement under Rules 3.10(1) and 3.21 of the Hong Kong Listing Rules respectively, and the latter of which also falls below the minimum number requirement under Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited (the “**Singapore Listing Manual**”).

As disclosed in the May Announcement, the Company has begun its process of identifying suitable candidates to fill the vacancy of the position left by Mr. Lim since May 2023. However, the Company still has not identified any appropriate candidates as of the date of this announcement.

The Company will use its best endeavours to identify suitable candidates to fill the vacancies within two months and in any event within three months from July 28, 2023 so as to fulfill the requirements under Rules 3.10(1) and 3.21 of the Hong Kong Listing Rules, as well as Rule 704(8) of the Singapore Listing Manual.

Further announcement(s) will be made by the Company as and when appropriate.

By Order of the Board
Willas-Array Electronics (Holdings) Limited
Leung Hon Shing
Executive Director and Company Secretary

Hong Kong/Singapore, July 28, 2023

As at the date of this announcement, the Board comprises two Non-executive Directors, namely Xie Lishu (Chairman) and Huang Shaoli; two Executive Directors, namely Hon Kar Chun (Managing Director) and Leung Hon Shing; and two Independent Non-executive Directors, namely Tang Wai Loong Kenneth and Tong Kai Cheong.

In the case of inconsistency, the English text of this announcement shall prevail over the Chinese text.