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WILLAS-ARRAY
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)

SUPPLEMENTAL ANNOUNCEMENT

**(1) REVISION OF ANNUAL CAP FOR PREVIOUSLY FULLY
EXEMPT CONTINUING CONNECTED TRANSACTIONS UNDER
THE MASTER PURCHASE FRAMEWORK AGREEMENT; AND
(2) FURTHER REVISION OF ANNUAL CAP FOR CONTINUING
CONNECTED TRANSACTIONS UNDER THE MASTER SUPPLY
FRAMEWORK AGREEMENT**

Reference is made to the announcement of Willas-Array Electronics (Holdings) Limited dated November 25, 2025 (the “**Announcement**”) in relation to the revision of annual cap for previously fully exempt continuing connected transactions under the Master Purchase Framework Agreement and further revision of annual cap for continuing connected transactions under the Master Supply Framework Agreement. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement.

This announcement is published for the purpose of providing supplemental information to the Announcement.

PRODUCTS UNDER THE MASTER SUPPLY FRAMEWORK AGREEMENT AND MASTER PURCHASE FRAMEWORK AGREEMENT

The semi-conductor electronic components under each of the Master Supply Framework Agreement and the Master Purchase Framework Agreement are products under different brands. Shanghai YCT Group and the Group respectively distribute different ranges of brands, with certain brands overlapping. For the overlapping brands, the product ranges differ in model numbers and specifications between the Group and Shanghai YCT Group. The Group and Shanghai YCT Group will not deal in identical products under the overlapping brands, unless except in the case of stock shortages or when Shanghai YCT Group offers a lower price than third party suppliers. Identical products under overlapping brands accounted for less than 3% of our turnover for the financial year ended December 31, 2024. The Group does not manufacture semi-conductor electronic components distributed by Shanghai YCT Group. Shanghai YCT Group primarily serves customers in the automotive sector, while the Group focuses on industrial, consumer, telecommunications, OEM and trading customers, rather than solely automotive.

Each of the Group and Shanghai YCT Group offers distinct products with only minimal overlap between them. Similarly, each entity serves its own separate customer base, and any overlap is considered immaterial. The Master Purchase Framework Agreement and the Master Supply Framework Agreement enable the Group to expand its product offerings to its existing customers, creating opportunities to increase revenue. The continuing connected transactions aim to facilitate strategic cross-selling, enabling both the Group and Shanghai YCT Group to provide a broader range of products to their respective customers. This approach enhances commercial synergies while preserving the core business focus of each entity.

PRICING POLICIES – MASTER PURCHASE FRAMEWORK AGREEMENT

When determining the pricing of the products under the Master Purchase Framework Agreement, the Group shall also take into account (i) historical purchase prices of previous transactions for similar semi-conductor electronic component products from other independent third parties; (ii) expected demand and market competition during the term of the Master Purchase Framework Agreement; and (iii) reference to the credit terms on which the products are purchased.

The sales and marketing department would obtain quotations for the semi-conductor electronic component products from suppliers which are independent third parties (at least two quotations in respect of products of similar type, quantity and specifications) on a regular basis (at least once every quarter) to ensure the prices of the purchase orders under the Master Purchase Framework Agreement are no less favourable than the market level and assess these alongside with quotations received from Shanghai YCT Group to confirm alignment with the Group's business requirements.

In the event that quotations from independent third parties cannot be obtained (for instance, if there are no unrelated third party vendors of similar products, or if the product is only available from Shanghai YCT Group), the President will determine whether the price and terms offered by Shanghai YCT Group are on normal commercial terms or better after taking into consideration factors such as, delivery schedules, specification compliance, track record, experience and expertise, and where applicable, preferential rates, rebates or discounts accorded for bulk purchases.

The purchase order, along with the latest market prices determined from quotations received from the independent third party suppliers, will be submitted to the President for review and approval.

By Order of the Board
Willas-Array Electronics (Holdings) Limited
Xie Lishu
Chairman and Executive Director

Hong Kong/Singapore, December 12, 2025

As at the date of this announcement, the Board comprises one executive Director, Xie Lishu (Chairman); one non-executive Director, Huang Shaoli; and four independent non-executive Directors, namely Chong Eng Wee (Lead Independent Director), Lau Chin Huat, Tso Sze Wai and Jiang Maolin.

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