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)

RESPONSES TO QUERIES FROM SINGAPORE EXCHANGE REGULATION

Willas-Array Electronics (Holdings) Limited (the "**Company**", together with its subsidiaries, the "**Group**") has received queries (the "**Queries**") from Singapore Exchange Regulation ("**SGX RegCo**") on August 11, 2026 in relation to an independent non-executive director ("**INED**") of the Company. The Queries and the Company's responses to the Queries are set out in full as follows.

SGX RegCo's Query 1:

We note that Chong Eng Wee is appointed as a Director of the Company. He was also recently appointed to the Board of Unusual Limited ("UL") on 3 August 2026 and is currently a director of nine listed companies in total. Other than the above, he has principal commitments in respect of five non-listed companies.

In response to SGX RegCo's compliance query to UL as announced on 7 August 2026, UL represented among others that Mr Chong shall retire as the Non-Executive and Independent Chairman of a SGX-listed company at its next annual general meeting ("AGM"), and he also does not intend to stand for re-election as a Non-Executive and Independent Director of another SGX-listed company at its next AGM.

(a) Provision 4.5 of the Code of Corporate Governance requires the Company's Nominating Committee ("NC") to determine if a director is able to and has been adequately carrying out his or her duties as a director of the company. Where a director holds a significant number of directorships and principal commitments, the NC and the Board must provide a reasoned assessment of the ability of the director to diligently discharge his or her duties.

Please provide the detailed bases for the Board and NC's assessment on whether Mr Chong will be able to carry out his duties as a Director of the Company effectively, considering his other competing commitments (including multiple board representations).

(b) Please clarify whether Mr Chong has informed the Board that he intends to retire or not stand for re-election as a Director of the Company at the next AGM.

Company's Response:

Response to Query (a):

In assessing Mr. Chong's ability to carry out his duties as a director of the Company (the "**Director**"), the board of the Company (the "**Board**") and the nomination committee of the Company (the "**NC**") (with Mr. Chong abstaining from such deliberations) had considered and assessed Mr. Chong's ability to carry out his duties as follows:

(i) other than his independent directorships at listed companies, Mr. Chong's primary commitments include his practice of Singapore law at Chevalier Law LLC ("**CLL**") and practice of Hong Kong law at Nixon Peabody CWL ("**NPCWL**") which constitute 2 out of his directorships at non-listed companies. The remaining 3 directorships at non-listed companies pertain to him acting in a nominee local director capacity and/or being a director for a dormant company;

(ii) Mr. Chong's practice as a lawyer primarily involves undertaking business development/origination activities and management duties at CLL and business development activities at NPCWL. Being based in Singapore, he typically attends to more Singapore law matters (as opposed to Hong Kong law matters). He also receives substantial support from other lawyers at CLL and NPCWL primarily responsible for the execution of the Singapore and Hong Kong legal work respectively. In this regard, the NC and the Board understand that Mr. Chong is able to plan his business development and origination activities for CLL and/or NPCWL to accommodate the scheduled meetings and/or time required and/or to be incurred in connection with his aforesaid duties as an INED of the Company;

(iii) Mr. Chong has approximately 20 years of legal experience in amongst others, capital markets, mergers & acquisitions, regulatory compliance, China related and Hong Kong law matters. The Board and the NC believe that Mr. Chong's familiarity with the listing rules and applicable laws in Singapore and Hong Kong, and his extensive legal and regulatory expertise will be highly relevant and helpful in addressing the Company's business, legal and regulatory governance needs across various jurisdictions in Singapore, Hong Kong and China;

(iv) In addition to his legal practice, Mr. Chong has extensive experience serving as an INED and/or chairman of SGX-ST listed companies. His prior experience as an INED of both SGX-ST and Hong Kong listed companies allows Mr. Chong to be well placed to provide valuable input in areas such as corporate governance, regulatory compliance, risk management and board oversight, enabling him to contribute effectively to the Company;

(v) Mr. Chong was appointed as the Lead Independent Director of the Company since August 2023 and, through his interactions, discussions and meetings with management, became familiar with the Company's business, corporate developments and industry outlook including the challenges and risks associated with the industry. The Board and the NC therefore consider that Mr. Chong possesses a good understanding of the Group's business, operations, markets and the regulatory environment in the geographical regions in which the Group operates. Over the past few years, Mr. Chong has consistently delivered highly effective performance and provided insightful guidance to the Board. The above, coupled with Mr. Chong's ability to communicate in both English and Chinese, enables him to be efficient and effective in communicating with the management and other Board members.

Having considered the foregoing, including but not limited to the nature and/or extent of Mr Chong's principal commitments, his professional qualifications and experience, his familiarity with the Company and the laws and regulatory compliance requirements applicable to the Company, the Board and the NC are satisfied that Mr. Chong is able to devote sufficient time and attention to the Company's affairs and to discharge his duties and responsibilities effectively as an INED and as the chairman and/or member of the various committees which have been established by the Board, notwithstanding his other principal commitments and board appointments.

Response to Query (b):

Mr. Chong has not been a director of the Company for an aggregate period of more than 9 years and last stood for re-election as an INED on June 27, 2025. The Company understands from Mr. Chong that he does not intend to retire nor not stand for re-election as a Director of the Company at the next annual general meeting of the Company.

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

Hong Kong/Singapore, August 13, 2026

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.