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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)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (the "**SGM**") of Willas-Array Electronics (Holdings) Limited (the "**Company**") will be held on Friday, November 27, 2026 at 9:30 a.m. at 988 Toa Payoh North, #03-02, Singapore 319002, to consider and, if thought fit, approve the ordinary resolutions below. Unless the context otherwise requires, terms defined in the circular of the Company dated November 11, 2026 (the "**Circular**") shall have the same meanings when used in this notice.

ORDINARY RESOLUTIONS

To consider and, if thought fit, to pass, with or without any modifications, the following resolutions as Ordinary Resolutions:

1. ORDINARY RESOLUTION 1 – THE APPROVAL OF THE 2026 MASTER SUPPLY FRAMEWORK AGREEMENT, THE SUPPLEMENTAL SUPPLY DEED AND THE REVISED SUPPLY ANNUAL CAPS

THAT:

(a) the 2026 Master Supply Framework Agreement, the Supplemental Supply Deed, the Revised Supply Annual Caps for the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and

(b) any one Director, or any two Directors if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters and transactions contemplated under the 2026 Master Supply Framework Agreement, the Supplemental Supply Deed and the Revised Supply Annual Caps.

2. ORDINARY RESOLUTION 2 – THE PROPOSED ADOPTION OF THE IPT GENERAL MANDATE

THAT:

(a) Approval be and is hereby given, for the purposes of Chapter 9 of the SGX-ST Listing Manual, for the Company to enter into any of the transactions falling within the types of Mandated Transactions as set out in the Circular, provided that such transactions are made on normal commercial terms and is not prejudicial to the interests of the Company and its minority Shareholders, and is entered into in accordance with the review procedures for such interested person transactions as set out in the Circular (the "**Proposed IPT General Mandate**");

(b) the Proposed IPT General Mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is earlier; and

(c) the Directors and each of them be and is hereby authorised to complete and do all such acts and things (including, without limitation, executing all such documents as may be required) as they or he may consider necessary, desirable, expedient or in the interests of the Company to give effect to the Proposed IPT General Mandate and/or this ordinary resolution.

By order of the Board
WILLAS-ARRAY ELECTRONICS (HOLDINGS) LIMITED
XIE Lishu
Chairman and Executive Director

Hong Kong/Singapore,
November 11, 2026

Registered Office:
Victoria Place, 5/F
31 Victoria Street
Hamilton HM10
Bermuda

Head Office and Principal Place of Business:
24/F, Wyler Centre, Phase 2
200 Tai Lin Pai Road
Kwai Chung, New Territories
Hong Kong

Notes:

1. With the exception of the depository or a clearing house (both as defined under the Bye-Laws of the Company), including The Central Depository (Pte) Limited (the "**Depository**") and HKSCC Nominees Limited ("**HKSCC Nominees**"), which may appoint more than two (2) proxies, a member of the Company (the "**Member**" or the "**Shareholder**") who is the holder of two (2) or more shares and is entitled to attend and vote at the SGM is entitled to appoint no more than two (2) proxies to attend and vote on his/her/its behalf at the SGM. A proxy need not be a member.

2. Where a form of proxy appoints more than one (1) proxy (including the case where such appointment results from a nomination by the Depository or HKSCC Nominees), the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy.

3. A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its corporate representative at the SGM.

4. Where there are joint registered holders of any Share, any one of such persons may vote at the SGM, either personally or by proxy, in respect of such Share as if he were solely entitled thereto; but if more than one (1) of such joint holders shall be present at the SGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share shall alone be entitled to vote in respect thereof.

5. To be valid, the instrument appointing a proxy or proxies, or nominating a proxy or proxies on behalf of the Depository together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power or authority, must be deposited (a) at the office of the Company's share transfer agent in Singapore (the "**Singapore Share Transfer Agent**"), Boardroom Corporate & Advisory Services Pte. Ltd., via post at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632 (for Shareholders in Singapore), or (b) at the Company's Hong Kong branch share registrar and transfer office (the "**Hong Kong Branch Registrar**"), Boardroom Share Registrars (HK) Limited, via post at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong (for Shareholders in Hong Kong), or (c) by electronic mail to srs.proxy@boardroomlimited.com (for all Shareholders) and deliver the original signed Proxy Form to the office of the Company's Singapore Share Transfer Agent or the office of the Company's Hong Kong Branch Registrar, as soon as possible but in any event no later than 72 hours before the time appointed for holding the SGM or its adjournment (if any).

6. For the purpose of determining the entitlement of the Shareholders to attend and vote at the SGM, for Hong Kong Shareholders, the Hong Kong branch register of members of the Company (the "**Hong Kong Branch Register**") will be closed from Wednesday, November 25, 2026 to Friday, November 27, 2026, both days inclusive. During this period, no transfer of Shares will be registered. In order to qualify for attending and voting at the SGM, the non-registered Hong Kong Shareholders must lodge all duly completed and stamped transfer documents accompanied by the relevant share certificates for registration with the Hong Kong Branch Registrar, Boardroom Share Registrars (HK) Limited, at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong not later than 4:30 p.m. on Tuesday, November 24, 2026.

   For Singapore Shareholders, the share transfer books and Singapore branch register of members (the "**Singapore Branch Register**") will be closed at 5:00 p.m. on Tuesday, November 24, 2026. Duly completed registrable transfers of Shares received by the Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632, up to and including 5:00 p.m. on Tuesday, November 24, 2026 will be registered to determine Singapore Shareholders' entitlements to attend and vote at the SGM.

   Any transfer of the Shares between the Hong Kong Branch Register and the Singapore Branch Register by way of deregistration from one branch register of members and registration on the other branch register of members has to be made not later than 4:30 p.m. on Friday, November 13, 2026 for Hong Kong Shareholders and not later than 5:00 p.m. on Friday, November 13, 2026 for Singapore Shareholders.

7. Pursuant to Rule 13.39(4) of the Hong Kong Listing Rules and Rule 730A(2) of the SGX-ST Listing Manual, all resolutions set out in this notice will be voted by poll.

8. **Submission of Questions:** Shareholders may also submit questions related to the resolutions set out in the notice convening the SGM or other business of the SGM in the following manner:

   (a) via post to (i) the Company's Singapore Share Transfer Agent, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632 (for Singapore Shareholders); or (ii) the Hong Kong Branch Registrar, Boardroom Share Registrars (HK) Limited at Room 2103B, 21/F, 148 Electric Road, North Point, Hong Kong (for Hong Kong Shareholders), shall be received by the Company's Singapore Share Transfer Agent or Hong Kong Branch Registrar (as the case may be) by 5:00 p.m. on November 18, 2026; or

   (b) via e-mail to ir@willas-array.com by 5:00 p.m. on November 18, 2026.

   The Company will respond to substantial and relevant questions received on or before the cut-off time in the foregoing paragraphs (a) and (b) on or before November 20, 2026 (via an announcement on the Stock Exchange's website at https://www.hkexnews.hk, SGXNET at https://www.sgx.com/securities/company-announcements and the Company's website at https://www.willas-array.com.cn). The Company will also address any subsequent written questions or clarifications sought, prior to, or at, the SGM in respect of substantial and relevant matters.

As at the date of this notice, the Board comprises one executive Director, Xie Lishu; 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.