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威雅利電子(集團)有限公司

WILLAS-ARRAY ELECTRONICS (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)

(Hong Kong stock code: 854)

(Singapore stock code: W12)

OVERSEAS REGULATORY ANNOUNCEMENT

This overseas regulatory announcement is issued pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Please refer to the following pages for the document which has been published by Willas-Array Electronics (Holdings) Limited (the “**Company**”) on the website of Singapore Exchange Securities Trading Limited on June 19, 2015.

By Order of the Board

Willas-Array Electronics (Holdings) Limited

Leung Chun Wah

Chairman and Executive Director

Hong Kong, June 19, 2015

As at the date of this announcement, the Board comprises four Executive Directors, namely Leung Chun Wah (Chairman), Kwok Chan Cheung (Deputy Chairman), Hon Kar Chun (Managing Director) and Leung Hon Shing; and three Independent Non-executive Directors, namely Jovenal R. Santiago, Wong Kwan Seng, Robert and Iu Po Chan, Eugene.

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RECEIPT OF APPROVAL IN-PRINCIPLE FROM SGX-ST IN RELATION TO THE PROPOSED SHARE CONSOLIDATION

1. Introduction

The board of directors (the "**Board**") of Willas-Array Electronics (Holdings) Limited (the "**Company**") refers to the Company's announcement on 29 May 2015 in relation to the proposed share consolidation (the "**Proposed Share Consolidation**") of every five existing issued and unissued ordinary shares of par value HK\$0.20 each in the capital of the Company (the Company does not have any treasury shares) as at a books closure date to be determined by the Board into one consolidated ordinary share of par value HK\$1.00 each in the capital of the Company (a "**Consolidated Share**").

2. In-principle Approval from the SGX-ST

The Board wishes to announce that in-principle approval has been obtained from Singapore Exchange Securities Trading Limited (the "**SGX-ST**") for the dealing in, listing of and quotation for the Consolidated Shares. The in-principle approval is subject to the following conditions:

- (a) approval of the shareholders of the Company ("**Shareholders**") being obtained for the Proposed Share Consolidation at the upcoming annual general meeting to be convened by the Company ("**2015 AGM**"); and
- (b) compliance with the SGX-ST's listing requirements.

Shareholders should note that the in-principle approval of the SGX-ST is not to be taken as an indication of the merits of the Proposed Share Consolidation, the Consolidated Shares, the Company and/or its subsidiaries.

3. Circular to Shareholders

The circular to Shareholders containing, *inter alia*, further details of the Proposed Share Consolidation and the notice convening the 2015 AGM will be despatched to Shareholders in due course.

By Order of the Board
Willas-Array Electronics (Holdings) Limited
Leung Chun Wah
Chairman and Executive Director

Hong Kong/Singapore, June 19, 2015

As at the date of this announcement, the Board comprises four Executive Directors, namely Leung Chun Wah (Chairman), Kwok Chan Cheung (Deputy Chairman), Hon Kar Chun (Managing Director) and Leung Hon Shing; and three Independent Non-executive Directors, namely Jovenal R. Santiago, Wong Kwan Seng, Robert and Lu Po Chan, Eugene.