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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 July 29, 2015.

By Order of the Board

Willas-Array Electronics (Holdings) Limited

Leung Chun Wah

Chairman and Executive Director

Hong Kong, July 29, 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.

Response to SGX Queries::

Issuer & Securities

Issuer/ Manager	WILLAS-ARRAY ELEC (HLDGS) LTD
Securities	WILLAS-ARRAY ELEC (HLDGS) LTD - BMG9643L1000 - W12
Stapled Security	No

Announcement Details

Announcement Title	Response to SGX Queries
Date & Time of Broadcast	29-Jul-2015 17:28:25
Status	New
Supplementary Title	On Annual Reports
Announcement Reference	SG150729OTHRBLKD
Submitted By (Co./ Ind. Name)	LEUNG CHUN WAH
Designation	CHAIRMAN AND EXECUTIVE DIRECTOR
Description (Please provide a detailed description of the change in the box below)	Please see attached.
Attachments	WAE - Clarification Announcement 29072015.pdf Total size =188K

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CLARIFICATION ON ANNUAL REPORT 2015

The board of directors (the "**Board**") of Willas-Array Electronics (Holdings) Limited (the "**Company**") refers to the Company's Annual Report 2015 which was announced on SGXNet on 29 June 2015 (Announcement Reference: SG150629OTHRSS89), and wishes to respond to the following queries raised by the Singapore Exchange ("**SGX**") via e-mail to the Company.

SGX Query 1: As required by Rule 1207(12) of the Listing Manual, please make disclosures as recommended in Guideline 9.3 of the Code of Corporate Governance 2012 (the "Code") or otherwise explain the reason(s) for the deviation from the following Code recommendations. We note that the Company had not disclosed the aggregate remuneration paid to the key management personnel (who are not directors or the CEO). Please explain the deviation from the recommendation.

Company's Response: The aggregate total remuneration paid to the top five (5) Senior Management Personnel (as discussed on page 37 of the Annual Report 2015) during the financial year ended 31 March 2015 was approximately equivalent to S\$1,457,000.

SGX Query 2: Please make disclosures as recommended in paragraph 9.4 of the Code of Corporate Governance 2012 (the "Code") or otherwise explain the reason(s) for the deviation from the recommendations. We note that the Company had not disclosed the remuneration of Mr Leung Chi Hang, who is the eldest son of Mr Leung Chun Wah, the Chairman of the Company in incremental bands of S\$50,000 with an upper limit. Please explain the deviation from the recommendation.

Company's Response: The aggregate total remuneration paid to Mr. Leung Chi Hang, Daniel during the financial year ended 31 March 2015 was within the range of S\$250,000 – S\$299,999.

SGX Query 3: As required by Rule 1207(19) (b) of the Listing Manual, please state whether and how the issuer has complied with the following best practices on dealing in securities: 1207(19)(b) An officer should not deal in his Issuer's securities on short-term considerations.

Company's Response: With reference to page 46 of the Annual Report 2015, the Company wishes to clarify that in line with Rule 1207(19) (b) of the Listing Manual, in line with the Company's code of conduct on share dealings, persons should not deal in the Company's securities on short-term considerations.

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

Singapore, July 29, 2015