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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)

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 of the document which has been published by Willas-Array Electronics (Holdings) Limited (the “Company”) on the website of Singapore Exchange Securities Trading Limited on August 24, 2023.

For and on behalf of
Willas-Array Electronics (Holdings) Limited
Leung Hon Shing
Executive Director and Company Secretary

Hong Kong, August 24, 2023

As at the date of this announcement, the Board comprises two Non-executive Directors, namely Xie Lishu (Chairman) and Huang Shaoli; two Executive Directors, namely Hon Kar Chun (Managing Director) and Leung Hon Shing; and six Independent Non-executive Directors, namely Tang Wai Loong Kenneth, Tong Kai Cheong, Chong Eng Wee, Lau Chin Huat, Tso Sze Wai and Jiang Maolin.

CHANGE - ANNOUNCEMENT OF APPOINTMENT::APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR - MR TSO SZE WAI

Issuer & Securities

Issuer/ Manager

WILLAS-ARRAY ELEC (HLDGS) LTD

Securities

WILLAS-ARRAY ELEC (HLDGS) LTD - BMG9643L1349 - BDR

Stapled Security

No

Announcement Details

Announcement Title

Change - Announcement of Appointment

Date & Time of Broadcast

24-Aug-2023 20:13:00

Status

New

Announcement Sub Title

Appointment of Independent Non-executive Director - Mr Tso Sze Wai

Announcement Reference

SG230824OTHRDM0D

Submitted By (Co./ Ind. Name)

Leung Hon Shing

Designation

Executive Director and Company Secretary

Description (Please provide a detailed description of the event in the box below)

Appointment of Mr Tso Sze Wai as Independent Non-executive Director

Additional Details

Date Of Appointment

23/08/2023

Name Of Person

Tso Sze Wai

Age

53

Country Of Principal Residence

Hong Kong

The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations, and the search and nomination process)

The Board had considered the Nomination Committee's recommendation and assessment on Mr. Tso's background, qualifications, experience, independence and commitment in the discharge of his duties as a Director of Willas-Array Electronics (Holdings) Limited, and being satisfied that he has the requisite capabilities to contribute to the Board, has approved his appointment.

Whether appointment is executive, and if so, the area of responsibility

Non-executive

Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)

INED, Member of AC, NC, RC, Compliance Committee and Employee Share Option Scheme Committee
RC Chairman (with effect from November 1, 2023)

Professional qualifications

Member of Hong Kong Institute of Certified Public Accountants
Graduate Diploma in Business Computing, The University of Western Sydney, Australia, in 2000
Degree of Bachelor of Commerce in Accounting, The University of New South Wales, Australia, in 1994

Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or any of its principal subsidiaries

No

Conflict of interests (including any competing business)

No

Working experience and occupation(s) during the past 10 years

Independent Non-executive Director, China Jicheng Holdings Limited (Oct 2016 - present)
Independent Non-executive Director, China Asia Valley Group Limited (Jul 2021 - present)
Independent Non-executive Director, Net Pacific Financial Holdings Limited (Jul 2020 - present)
Independent Non-executive Director, Hop Fung Group Holdings Limited (Oct 2022 - present)
Independent Non-executive Director, C-Link Squared Limited (Dec 2021 - Mar 2022)
Independent Non-executive Director, KTL Global Limited (Jun 2020 - Aug 2021)
Financial Controller and Company Secretary, Green Energy Group Limited (Aug 2014 - Dec 2019)
Independent Non-executive Director, Hua Han Health Industry Holdings Limited (Jul 2015 - Jul 2017)
Chief Financial Officer and joint Company Secretary, Qingmei Group Holdings Limited (May 2011 - Jun 2014)

Undertaking submitted to the listed issuer in the form of Appendix 7.7 (Listing Rule 704(7)) Or Appendix 7H (Catalist Rule 704(6))

Yes

Shareholding interest in the listed issuer and its subsidiaries?

No

These fields are not applicable for announcements of appointments pursuant to Listing Rule 704 (9) or Catalist Rule 704 (8).

Past (for the last 5 years)

Independent Non-executive Director, C-Link Squared Limited (Dec 2021 - Mar 2022)
Independent Non-executive Director, KTL Global Limited (Jun 2020 - Aug 2021)
Financial Controller and Company Secretary, Green Energy Group Limited (Aug 2014 - Dec 2019)

Present

Independent Non-executive Director, China Jicheng Holdings Limited (Oct 2016 - present)

Independent Non-executive Director, China Asia Valley Group Limited (Jul 2021 - present)

Independent Non-executive Director, Net Pacific Financial Holdings Limited (Jul 2020 - present)

Independent Non-executive Director, Hop Fung Group Holdings Limited (Oct 2022 - present)

(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?

No

(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?

No

(c) Whether there is any unsatisfied judgment against him?

No

(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?

No

(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?

No

(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?

No

(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?

No

(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?

No

(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?

No

(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of :-

(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or

No

(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or

No

(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or

No

(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?

No

(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?

No

Any prior experience as a director of an issuer listed on the Exchange?

Yes

If Yes, Please provide details of prior experience

Independent Non-executive Director, Net Pacific Financial Holdings Limited (SGX-ST stock code: 5QY) (Jul 2020 - present)

Independent Non-executive Director, KTL Global Limited (SGX-ST stock code: EB7) (Jun 2020 - Aug 2021)
