

Unless otherwise defined herein, capitalised terms in this announcement shall have the same respective meanings as those defined in the prospectus dated 13 November 2017 (the “**Prospectus**”) issued by Trio Industrial Electronics Group Limited (the “**Company**”).

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities of the Company. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Company, the Global Offering before deciding whether or not to invest in the Shares thereby being offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States or in any other jurisdictions. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”). The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States. The Offer Shares are being offered and sold outside the United States as offshore transactions in accordance with Regulation S under the U.S. Securities Act.

In connection with the Global Offering, Great Roc Capital Securities Limited as stabilising manager (the “**Stabilising Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilising or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilising Manager or any person acting for it, to conduct any such stabilising action, which, if commenced, will be done at the absolute discretion of the Stabilising Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilising activity is required to be brought to an end on the 30th day after the last date for the lodging of applications under the Hong Kong Public Offering. Such stabilisation action, if taken, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilising action cannot be taken to support the price of the Shares for longer than the stabilisation period which begins on the Listing Date and is expected to expire on Saturday, 16 December 2017, being the 30th day after the last date for the lodging of applications under the Hong Kong Public Offering. After this date, no further stabilising action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.

TRIO INDUSTRIAL ELECTRONICS GROUP LIMITED

致豐工業電子集團有限公司

(Incorporated in Hong Kong with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	250,000,000 Shares (subject to adjustment and the exercise of the Over-allotment Option)
Number of Hong Kong Offer Shares	:	25,000,000 Shares (subject to adjustment)
Number of International Placing Shares	:	225,000,000 Shares (subject to adjustment and the exercise of Over-allotment Option)
Maximum Offer Price	:	HK\$0.72 per Offer Share, plus brokerage of 1%, SFC transaction levy of 0.0027%, and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Stock code	:	1710

Sole Sponsor



Joint Bookrunners and Joint Lead Managers



Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus (including (i) the Shares in issue; (ii) the Shares to be issued pursuant to the Bonus Issue and the Global Offering (including any additional Shares which may be issued pursuant to the exercise of the Over-allotment Option); and (iii) the Shares which may be issued pursuant to the exercise of the options granted under the Share Option Scheme). Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 23 November 2017. In the event the Over-allotment Option is exercised, an announcement will be made on the website of the Company at www.trio-ieg.com and the website of the Stock Exchange at www.hkexnews.hk.

The Global Offering comprises the: (1) Hong Kong Public Offering of 25,000,000 Offer Shares, representing 10.0% of the total Offer Shares initially available under the Global Offering (subject to adjustment); and (2) International Placing of 225,000,000 Offer Shares, representing 90.0% of the total Offer Shares initially available under the Global Offering (subject to adjustment and the exercise of the Over-allotment Option). The allocation of the Offer Shares between the Hong Kong Public Offering and the International Placing will be subject to adjustment as described in “Structure and Conditions of the Global Offering” in the Prospectus.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the Joint Bookrunners (for themselves and on behalf of the International Underwriters), exercisable at the discretion of the Joint Bookrunners (for themselves and on behalf of the International Underwriters), to require the Company to allot and issue up to 37,500,000 additional Shares, representing approximately 15.0% of the number of Offer Shares initially available under the Global Offering, at the Offer Price, to cover, among other things, over-allocations in the International Placing and/or to satisfy the obligation of Great Roc Capital Securities Limited to return securities to be borrowed under the Stock Borrowing Agreement.

Subject to the granting of the approval for the listing of, and permission to deal in, the Shares on the Main Board and the Company’s compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or any other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$0.72 per Offer Share and is currently expected to be not less than HK\$0.52 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$0.72 per Offer Share together with brokerage of 1.0%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%, equal to a total of HK\$2,909.02 for one board lot of 4,000 Shares, subject to refund if the Offer Price as finally determined is less than HK\$0.72 per Offer Share.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms and the designated website (www.hkeipo.hk) for the **HK eIPO White Form**. Applicants who would like to have the allotted Hong Kong Offer Shares registered in their own names should either (i) complete and sign the **WHITE** Application Form, or (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at www.hkeipo.hk under the **HK eIPO White Form** service. Applicants who would like to have the allotted Hong Kong Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor

Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Form, or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be collected during normal business hours from 9:00 a.m. on Monday, 13 November 2017 until 12:00 noon on Thursday, 16 November 2017 from:

(i) the following offices of the Underwriters in Hong Kong:

Halcyon Securities Limited 鎧盛證券有限公司	11/F, 8 Wyndham Street, Central, Hong Kong
VMS Securities Limited 鼎珮證券有限公司	49/F One Exchange Square, 8 Connaught Place, Central, Hong Kong
Great Roc Capital Securities Limited 鴻鵬資本證券有限公司	Suite 1601-1603, 16/F., West Tower, Shun Tak Centre, 168-200 Connaught Road Central, Central, Hong Kong
KGI Capital Asia Limited 凱基金融亞洲有限公司	41/F Central Plaza, 18 Harbour Road, Wanchai, Hong Kong

(ii) any of the following branches of the receiving bank:

DBS Bank (Hong Kong) Limited

Branch

Delivery address

Hong Kong Island

Head Office	G/F, The Center, 99 Queen's Road Central
United Centre Branch	Shops 1015-1018 on 1/F & Shops 2032-2034 on 2/F, United Centre, 95 Queensway, Admiralty
North Point Branch	G/F, 391 King's Road, North Point

Kowloon

Amoy Plaza Branch	Shops G193-195, Amoy Plaza, 77 Ngau Tau Kok Road, Ngau Tau Kok
Canton Road – DBS Treasures Centre	G/F, Hanley House, 68 Canton Road, Tsimshatsui
Nathan Road – SME Banking Centre	2/F, Wofoo Commercial Building, 574-576 Nathan Road, Mongkok
Kowloon Bay – SME Banking Centre	Shop 6, G/F, Chevalier Commercial Centre, 8 Wang Hoi Road, Kowloon Bay

New Territories

Tuen Mun Town Plaza – SME Banking Centre	Shop 23, G/F, Tuen Mun Town Plaza (II), 3 Tuen Lung Street, Tuen Mun
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Copies of the Prospectus, together with the **YELLOW** Application Form, may be collected during normal business hours from 9:00 a.m. on Monday, 13 November 2017 until 12:00 noon on Thursday, 16 November 2017 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker, who may have **YELLOW** Application Form and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in all respects in accordance with the instructions printed thereon, together with a cheque or a banker's cashier order marked payable to "Ting Hong Nominees Limited – TRIO Public Offer" attached and securely stapled, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above, at the following times:

Monday, 13 November 2017	–	9:00 a.m. to 5:00 p.m.
Tuesday, 14 November 2017	–	9:00 a.m. to 5:00 p.m.
Wednesday, 15 November 2017	–	9:00 a.m. to 5:00 p.m.
Thursday, 16 November 2017	–	9:00 a.m. to 12:00 noon

Applicants applying by **HK eIPO White Form** may submit applications through the **HK eIPO White Form** Service Provider at www.hkeipo.hk (24 hours daily, except on the last application day) from 9:00 a.m. on Monday, 13 November 2017 until 11:30 a.m. on Thursday, 16 November 2017 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Thursday, 16 November 2017 or such later time as described in "How to Apply for Hong Kong Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Monday, 13 November 2017 until 12:00 noon on Thursday, 16 November 2017 (24 hours daily, except on the last application day).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Thursday, 16 November 2017, the last application day or such later time as described in "How to Apply for Hong Kong Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Please refer to "Structure and Conditions of the Global Offering" and "How to Apply for Hong Kong Offer Shares" in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to publish the announcement on the final Offer Price, the level of indications of interest in the International Placing, the level of applications and the results of and basis of allocations under the Hong Kong Public Offering on Wednesday, 22 November 2017 in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese), on the website of the Stock Exchange at www.hkexnews.hk and on the website of the Company at www.trio-ieg.com and in a variety of channels in the manner described in "How to Apply for Hong Kong Offer Shares – 11. Publication of Results" in the Prospectus.

The Company will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Thursday, 23 November 2017 provided that the Global Offering has become unconditional and the right of termination described in “Underwriting” in the Prospectus has not been exercised. No receipt will be issued for sums paid on application. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 23 November 2017. The Shares will be traded in board lots of 4,000 Shares each. The stock code of the Shares is 1710.

By order of the Board of Directors
Trio Industrial Electronics Group Limited
Lai Yiu Wah
Deputy Chairman and Executive Director

Hong Kong, 13 November 2017

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Kwan Tak Sum Stanley, Mr. Tai Leung Lam, Mr. Lai Yiu Wah, Mr. Joseph Mac Carthy as Executive Directors, Mr. Fung Chun Chung, Mr. Cheung Kin Wing and Mr. Wong Raymond Fook Lam as Independent Non-executive Directors.

Please also refer to the published version of this announcement in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese).