

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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.*

## **TRIO INDUSTRIAL ELECTRONICS GROUP LIMITED**

### **致豐工業電子集團有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock code: 1710)**

- (1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;**
- (2) APPOINTMENT OF EXECUTIVE DIRECTOR;**
- (3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND**
- (4) CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Trio Industrial Electronics Group Limited (the “**Company**”) and its subsidiaries (together, the “**Group**”) announces the following changes of the Company with effect from 28 October 2024: (i) Ms. Law Ying Wai Denise (“**Ms. Law**”) has tendered her resignation as an independent non-executive Director; (ii) Ms. Liu Yun (“**Ms. Liu**”) has been appointed as an executive Director; (iii) Mr. Yip Wa Ming (“**Mr. Yip**”) has been appointed as an independent non-executive Director; (iv) Ms. Law has ceased to be the chairperson of the audit committee of the Company (the “**Audit Committee**”) and a member of each of the remuneration committee of the Company (the “**Remuneration Committee**”), the nomination committee of the Company (the “**Nomination Committee**”) and the risk management committee of the Company (the “**Risk Management Committee**”) and Mr. Yip has been appointed as the chairman of the Audit Committee and a member of each of the Remuneration Committee, the Nomination Committee and the Risk Management Committee; and (v) Mr. Tai Leung Lam (“**Mr. Tai**”) has resigned as a member of the Nomination Committee and Ms. Liu has been appointed as a member of the Nomination Committee.

#### **(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Board announces that Ms. Law has tendered her resignation as an independent non-executive Director with effect from 28 October 2024 so as to devote more time to her other engagements.

Ms. Law has confirmed that she has no disagreement with the Board and there are no matters relating to her resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company (the “**Shareholders**”).

The Board would like to take this opportunity to express its heartfelt gratitude to Ms. Law for her contribution and support during her tenure of office.

## (2) APPOINTMENT OF EXECUTIVE DIRECTOR

Ms. Liu has been appointed as an executive Director with effect from 28 October 2024.

The biographical details of Ms. Liu are set out below:

Ms. Liu Yun, aged 42, was appointed as general manager, capital markets of the Company with effect from 16 October 2023. Ms. Liu is primarily responsible for business promotion in the overseas markets, handling of capital markets transactions and global legal compliance. Ms. Liu obtained a degree of Bachelor of Law from People's Public Security University of China in July 2004 and a degree of Executive Master of Business Administration from Renmin University of China in July 2014.

Prior to joining the Group, Ms. Liu worked in the Intermediate People's Court of the People's Republic of China and served as the manager of business development department and legal and compliance department of a subsidiary of a listed company, Shenzhen United Financial Microloan Joint Stock Co., Ltd.. She was also the legal director of Formax Capital Market Limited and a lawyer at Beijing Gaopeng (Shenzhen) Law Firm. Ms. Liu has nearly 20 years of experience in financial, capital markets, and legal fields, and has engaged in strategic business development, investment and merger and acquisitions, joint venture management, legal risk control, and regulatory compliance.

Ms. Liu has entered into a service contract with the Company as an executive Director of the Company commencing on 28 October 2024 without specific term. The service contract can be terminated by either party by three months' notice in writing. Under the service contract, Ms. Liu is entitled to a remuneration of HK\$1,495,000 per annum and a discretionary bonus as may be decided by the Board. Ms. Liu's remuneration has been and will be determined by reference to her experience, qualification, duties and responsibilities in the Company and the prevailing market rate and, in the case of discretionary bonus, her performance for the year. Ms. Liu's remuneration will be subject to review by the Remuneration Committee and the Board from time to time. As a Director, Ms. Liu is subject to retirement by rotation and re-election in accordance with the amended and restated articles of association of the Company ("**Articles of Association**") and the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**").

Save as disclosed above, as at the date of this announcement, Ms. Liu (i) does not hold any other position with the Company and other subsidiaries of the Group; (ii) does not hold any other directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not have any other major appointments or professional qualifications; (iv) does not have any relationship with any Directors, senior management of the Company, or substantial or controlling Shareholders; and (v) does not have any interests in the shares of the Company (the "**Shares**") within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the "**SFO**").

Save as disclosed above, as at the date of this announcement, Ms. Liu confirmed that there are no other matters in relation to her appointment that need to be brought to the attention of the Shareholders or the Stock Exchange and there are no other information that should be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to take this opportunity to welcome Ms. Liu on joining the Board.

### **(3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Mr. Yip has been appointed as an independent non-executive Director with effect from 28 October 2024.

The biographical details of Mr. Yip are set out below:

Mr. Yip Wa Ming, aged 50, is a founding member and director of YECO Consulting Limited and a member of the Chinese People's Political Consultative Conference in Dongguan City. He has worked at a "Big Four" international accounting firm for more than 26 years, including the last 9 years as a partner providing financial advisory services, with a focus on restructuring and value creation services, in mainland China and Hong Kong. Mr. Yip is a director of the GBA Youth Innovation Entrepreneurship Foundation Limited, a charitable organization in Hong Kong, and a director of Federation of Hong Kong Foshan Associations. He is also a member of the District Fire Safety Committee (Sai Kung District) of Home Affairs Department of the Government of the Hong Kong Special Administrative Region. Mr. Yip graduated from The Chinese University of Hong Kong in 1997 with a degree of Bachelor in Business Administration (major in professional accountancy) and is a fellow member of both the Association of Chartered Certified Accountants and the Hong Kong Institute of Certified Public Accountants.

Mr. Yip has entered into a letter of appointment as an independent non-executive Director with the Company for an initial term of three years commencing from 28 October 2024. The letter of appointment can be terminated by either party by serving three month's notice in writing. Under the letter of appointment, Mr. Yip will be entitled to a director's fee of HK\$20,000 per month which was determined by the Board with the authorisation of the Shareholders and recommendation from the Remuneration Committee with reference to Mr. Yip's experience and prevailing market rate. As a Director, Mr. Yip is subject to retirement by rotation and re-election in accordance with the Articles of Association and the Listing Rules.

Save as disclosed above, as at the date of this announcement, Mr. Yip (i) does not hold any other position with the Company and other subsidiaries of the Group; (ii) does not hold any other directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not have any other major appointments or professional qualifications; (iv) does not have any relationship with any Directors, senior management, or substantial or controlling Shareholders; and (v) does not have any interests in the Shares within the meaning of Part XV of the SFO.

Mr. Yip confirmed that (i) he met each of the independence criteria as set out in Rule 3.13 of the Listing Rules; (ii) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence at the time of his appointment.

Save as disclosed above, as at the date of this announcement, Mr. Yip confirmed that there are no other matters in relation to his appointment that need to be brought to the attention of the Shareholders or the Stock Exchange and there are no other information that should be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Yip on joining the Board.

#### **(4) CHANGE OF COMPOSITION OF BOARD COMMITTEES**

Following the resignation of Ms. Law as an independent non-executive Director, Ms. Law has ceased to be the chairperson of the Audit Committee and a member of each of the Remuneration Committee, the Nomination Committee and the Risk Management Committee.

In addition, Mr. Tai has resigned as a member of the Nomination Committee with effect from 28 October 2024.

Simultaneously, with effect from 28 October 2024, (i) Mr. Yip has been appointed as the chairman of the Audit Committee and a member of each of the Remuneration Committee, the Nomination Committee and the Risk Management Committee; and (ii) Ms. Liu has been appointed as a member of the Nomination Committee.

By order of the Board  
**Trio Industrial Electronics Group Limited**  
**Wong Sze Chai**  
*Chairman and Executive Director*

Hong Kong, 28 October 2024

*As at the date of this announcement, the Board comprises Mr. Wong Sze Chai (Chairman), Mr. Tai Leung Lam, Mr. Lo Ka Kei Jun and Ms. Liu Yun as executive Directors, Mr. Kwan Tak Sum Stanley as non-executive Director, and Mr. Kan Pak Cheong, Mr. Wong Kwok Kuen and Mr. Yip Wa Ming as independent non-executive Directors.*