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# **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) POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 MAY 2025;**

**(2) RETIREMENT OF DIRECTOR;**

**(3) APPOINTMENT OF DIRECTOR;**

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

#### **(1) POLL RESULTS OF THE 2025 AGM**

References are made to the circular (the “**Circular**”) and notice of the annual general meeting (the “**Notice of AGM**”) of Trio Industrial Electronics Group Limited (the “**Company**”) both dated 28 April 2025. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular and the Notice of AGM.

The Board is pleased to announce that at the 2025 AGM held on Tuesday, 27 May 2025, all proposed ordinary resolutions (the “**Resolution(s)**”) as set out in the Notice of AGM were duly passed by the Shareholders by way of poll.

As at the date of the 2025 AGM, there were 1,000,000,000 Shares in issue, being the total number of Shares entitling the Shareholders to attend and vote on the Resolutions at the 2025 AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the 2025 AGM. No Shareholder was required under the Listing Rules to abstain from voting on the Resolutions at the 2025 AGM. No parties had indicated in the Circular of their intention to vote against or to abstain from voting on any of the Resolutions at the 2025 AGM.

Tricor Investor Services Limited, the share registrar of the Company, was appointed to act as the scrutineer for the vote-taking at the 2025 AGM.

Mr. Wong Sze Chai, Mr. Tai Leung Lam, Mr. Lo Ka Kei Jun, Ms. Liu Yun, Mr. Kan Pak Cheong, Mr. Wong Kwok Kuen and Mr. Yip Wa Ming attended the 2025 AGM in person. Mr. Kwan Tak Sum Stanley did not attend the 2025 AGM.

The poll results of the Resolutions were set out as follows:

Ordinary Resolutions		Number of votes (Approximate % of total number of votes cast)	
		For	Against
1	To consider and adopt the audited consolidated financial statements of the Company and the reports of the Directors and independent auditor of the Company (the “ <b>Independent Auditor</b> ”) for the year ended 31 December 2024	750,583,620 (99.99%)	62,000 (0.01%)
2	To declare a final dividend of HK 1.2 cents per ordinary share for the year ended 31 December 2024	750,585,620 (99.99%)	60,000 (0.01%)
3(a)	(i) To re-elect Mr. Tai Leung Lam as an executive Director	750,583,620 (99.99%)	62,000 (0.01%)
	(ii) To re-elect Mr. Lo Ka Kei Jun as an executive Director	750,583,620 (99.99%)	62,000 (0.01%)
	(iii) To re-elect Ms. Liu Yun as an executive Director	750,003,620 (99.91%)	642,000 (0.09%)
	(iv) To re-elect Mr. Kwan Tak Sum Stanley as a non-executive Director	750,583,620 (99.99%)	62,000 (0.01%)
	(v) To re-elect Mr. Wong Kwok Kuen as an independent non-executive Director	750,583,620 (99.99%)	62,000 (0.01%)
	(vi) To elect Mr. Bao King To as an independent non-executive Director	750,583,620 (99.99%)	62,000 (0.01%)
3(b)	To authorise the Board to fix the Directors’ remuneration	750,583,620 (99.99%)	62,000 (0.01%)
4	To re-appoint PricewaterhouseCoopers as the Independent Auditor to hold office in respect of the audited consolidated financial statements for the year ending 31 December 2025 and to authorise the Board to fix its remuneration	750,583,620 (99.99%)	62,000 (0.01%)
5	To grant a general mandate to the Directors to issue additional shares of the Company <sup>(Note)</sup>	750,003,620 (99.91%)	642,000 (0.09%)
6	To grant a general mandate to the Directors to repurchase issued shares of the Company <sup>(Note)</sup>	750,583,620 (99.99%)	62,000 (0.01%)
7	To extend the general mandate granted to the Director to cover the shares repurchased by the Company <sup>(Note)</sup>	750,003,620 (99.91%)	642,000 (0.09%)
8	To approve the proposed termination of the existing share option scheme and adoption of the new share option scheme <sup>(Note)</sup>	750,003,620 (99.91%)	642,000 (0.09%)

Notes: Please refer to the Notice of AGM for the full text of the Resolutions.

As more than 50% of the votes were cast in favour of each of the Resolutions, all of them were duly passed as ordinary resolutions by the Shareholders by way of poll at the 2025 AGM.

## (2) RETIREMENT OF DIRECTOR

As stated in the Circular, Mr. Yip Wa Ming (“**Mr. Yip**”), although eligible, did not offer himself for re-election at the 2025 AGM due to his other business commitments. Accordingly, Mr. Yip has retired by rotation as an independent non-executive Director at the conclusion of the 2025 AGM.

Mr. Yip confirmed in writing that he had no disagreement with the Board and there were no matters that need to be brought to the attention of the Shareholders relating to his decision of not offering himself for re-election at the 2025 AGM.

The Board would like to extend its gratitude to Mr. Yip for his valuable contributions to the Company during his tenure of service.

## (3) APPOINTMENT OF DIRECTOR

As the Resolution in relation to the election of Mr. Bao King To (“**Mr. Bao**”) as an independent non-executive Director was duly passed by the Shareholders at the 2025 AGM, the appointment of Mr. Bao as an independent non-executive Director took effect upon conclusion of the 2025 AGM.

Biographical details of Mr. Bao are summarized as follows:

Mr. Bao, aged 64, has over 42 years of experience in public accounting and financial services sectors.

Mr. Bao began his public accounting career at KPMG (formerly known as KPMG Peat Marwick) from 1983 to 1993. Mr. Bao then joined Seng Heng Bank Limited, which was currently known as Industrial and Commercial Bank of China (Macau) Limited, from 1994 to 2009, and his last position was general manager and chief financial officer. He was an Assurance Partner of Ernst & Young from February 2009 to June 2022, and, upon retirement in June 2022, a Senior Advisor from July 2022 to January 2023. Mr. Bao was a Vice President of Tai Fung Bank Limited from February 2023 to March 2025.

Mr. Bao is currently a Vice Chairman & Honorary Treasurer of Macau Management Association, a Director of Macau Institute of Management, the Vice President of Asian Association of Management Organisations Limited, the Chairman of the Supervisory Board of World Trade Center Macau Co. Ltd., a member of the Supervisory Board of Macao University of Tourism Development Foundation, a member of the Advisory Board of School of Business of Macau University of Science & Technology, the President of The Taxation Association of Macau, a Vice President of Macau Society of Certified Practising Accountants, and an EXCOM member of Macau Insurance Industry Professionals Association.

Mr. Bao obtained a degree of Master of Business Administration from The University of Wales, Bangor in co-operation with The Manchester Business School (currently known as Alliance Manchester Business School) in 1997. He is a fellow of Hong Kong Institute of Certified Public Accountants, a member of The Hong Kong Institute of Directors, a practising Certified Public Accountant in Macao, a fellow of The Association of Chartered Certified Accountants, a fellow of The Institute of Chartered Accountants in England and Wales, a licensed Certified Public Accountant in the State of Illinois of the United States, and a Certified Information Systems Auditor. Mr. Bao holds Registration Certificates to practice tax in both (i) China (Guangdong) Pilot Free Trade Zone, Qianhai & Shekou Area of Shenzhen; and (ii) Guangdong Macao In-Depth Cooperation Zone in Hengqin.

Mr. Bao 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 27 May 2025. The letter of appointment can be terminated by either party by serving one month's notice in writing. Under the letter of appointment, Mr. Bao 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. Bao's experience and prevailing market levels. As a Director, Mr. Bao is subject to retirement by rotation and re-election.

Save as disclosed above, as at the date of this announcement, Mr. Bao (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. Bao confirmed that (i) he met 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. Bao confirmed that there are no other matters in relation to his appointment that need to be brought to the attention of the shareholders of the Company 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. Bao on joining the Board.

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

Following the retirement of Mr. Yip as an independent non-executive Director at the conclusion of the 2025 AGM, Mr. Yip has ceased to be the chairman of the Audit Committee and a member of each of the Remuneration Committee, Nomination Committee and Risk Management Committee.

Simultaneously, the composition of the Board committees has changed with effect from 27 May 2025 as follows:

- (a) Mr. Kan Pak Cheong has ceased to be the chairman of the Nomination Committee but remains as a member of the Nomination Committee;
- (b) Mr. Wong Kwok Kuen has ceased to be the chairman of the Remuneration Committee but remains as a member of the Remuneration Committee;
- (c) Mr. Kan Pak Cheong has been appointed as the chairman of the Remuneration Committee;
- (d) Mr. Wong Kwok Kuen has been appointed as the chairman of the Audit Committee and a member of the Risk Management Committee; and
- (e) Mr. Bao has been appointed as the chairman of the Nomination Committee and a member of each of the Audit Committee and the Remuneration Committee.

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

Hong Kong, 27 May 2025

*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, Mr. Kan Pak Cheong, Mr. Wong Kwok Kuen and Mr. Bao King To as independent non-executive Directors.*