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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the "**Meeting**") of Trio Industrial Electronics Group Limited (the "**Company**") will be held at Strategic Room 1, 24/F, Admiralty Centre I, 18 Harcourt Road, Hong Kong on Monday, 12 February 2018 at 2:30 p.m. for the purpose of considering, and if thought fit, passing with or without amendment the following resolution of the Company as ordinary resolution of the Company:

ORDINARY RESOLUTION

1. "**THAT** the grant of an aggregate of 20,000,000 share options (the "**Options**") to Mr. Lai Yiu Wah ("**Mr. Lai**"), Deputy Chairman and an executive director of the Company, Mr. Tai Leung Lam ("**Mr. Tai**"), an executive director of the Company, and Mr. Joseph Mac Carthy ("**Mr. Mac Carthy**"), an executive director of the Company to subscribe for an aggregate of 20,000,000 ordinary shares of the Company (the "**Shares**") at an exercise price of HK$0.954 per Share under the share option scheme of the Company adopted by the Company on 27 October 2017 (the "**Share Option Scheme**") and otherwise on such terms as stipulated in the offer letter to Mr. Lai, Mr. Tai and Mr. Mac Carthy issued by the Company pursuant to the Share Option Scheme be and is hereby approved and the board of directors of the Company be and is hereby authorised to exercise all rights and powers available to it as it may in its sole discretion consider necessary or expedient to give full effect to the grant of the Options to Mr. Lai, Mr. Tai and Mr. Mac Carthy and the issue of the Shares upon the exercise of the Options by Mr. Lai, Mr. Tai and Mr. Mac Carthy."

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

Hong Kong, 26 January 2018

Notes:

(1) A member of the Company entitled to attend and vote at the Meeting convened by the above notice is entitled to appoint another person as his proxy to attend and, on a poll, vote on his behalf. A proxy need not be a member of the Company but must attend the Meeting to represent the member.

(2) In order to be valid, the form of proxy together with any power of attorney or other authority, under which it is signed, or a notarially certified copy of that power or authority, must be deposited with the Company's share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time for holding the Meeting or any adjournment thereof.

(3) In the case of joint holders of any Shares in the Company, any one of such joint holders may vote at the Meeting, either in person or by proxy, in respect of such Shares as if he was solely entitled thereto, but if more than one of such joint holders are present at the Meeting, either personally or by proxy, that one of the said persons so present whose name stands first on the register of members in respect of such Shares shall be accepted to the exclusion of the votes of the other joint registered holders.

(4) Record date for determining the entitlement of the shareholders of the Company to attend and vote at the EGM will be on Tuesday, 6 February 2018. In order to qualify for attending and voting at the Meeting, all completed share transfer forms, accompanied by the relevant certificates, must be lodged with the Company's share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 6 February 2018.

As at the date of this notice, 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.