

WILSON A CHARLES
Form 4
January 04, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
WILSON A CHARLES

2. Issuer Name and Ticker or Trading Symbol
TRIO TECH INTERNATIONAL [TRT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
623 NORTH PALM DRIVE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/04/2006

Director 10% Owner
 Officer (give title below) Other (specify below)

BEVERLY HILLS, CA 90210

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				Code	V	Amount			
TRT Common Stock	01/04/2006		M	V	10,000	A	\$ 2.72 221,608	D	
TRT Common Stock	01/04/2006		M	V	10,000	A	\$ 2.66 231,608	D	
TRT Common Stock	01/04/2006		M	V	10,000	A	\$ 4.4 241,608	D	
TRT Common	01/04/2006		M	V	10,000	A	\$ 3.75 251,608	D	

Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
					Acquired (A)	or Disposed of (D)		Date Exercisable	Expiration Date		
Employee Stock Option Plan (Right to Buy)	\$ 2.72	01/04/2006		M	V	10,000		10/16/2001	10/16/2006	TRT Common Stock	10,000
Employee Stock Option Plan (Right to Buy)	\$ 2.66	01/04/2006		M	V	10,000		07/14/2003	07/14/2008	TRT Common Stock	10,000
Employee Stock Option Plan (Right to Buy)	\$ 4.4	01/04/2006		M	V	10,000		07/01/2004	07/01/2009	TRT Common Stock	10,000
Employee Stock Option Plan (Right to Buy)	\$ 3.75	01/04/2006		M	V	10,000		07/07/2005	07/07/2010	TRT Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON A CHARLES 623 NORTH PALM DRIVE BEVERLY HILLS, CA 90210		X		

Signatures

A. Charles Wilson	01/04/2006
----------------------	------------

 Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.