ZEFF DANIEL Form 4 January 18, 2006

## FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. *See* Instruction 1(b).

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 * ZEFF DANIEL			ng Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
	TRIO TE [TRT]		TRIO TECH INTERNATIONAL [TRT]	(Check all applicable)				
(La	ast)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/13/2006	DirectorX10% Owner Officer (give title below) Other (specify below)			
,		(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person			
(Cit	ity)	(State)	(Zip)	Table I. Non Dordon Committee Acc				

(City)	(State) (A	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. Transactic Code (Instr. 8)	4. Securi on(A) or Di (D) (Instr. 3,	4 and (A) or	d of	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 Indirect Beneficial Ownership (Instr. 4)		
Common Stock (1)	01/13/2006		P	100 (2)	` /	\$ 5.62	152,165	I	See footnote (2)		
Common Stock (1)	01/13/2006		P	200 (2)	A	\$ 5.64	152,365	I	See footnote (2)		
Common Stock (1)	01/13/2006		P	1,400 (2)	A	\$ 5.65	153,765	I	See footnote (2)		
Common Stock (1)	01/13/2006		P	1,000 (2)	A	\$ 5.75	154,765	I	See footnote (2)		
Common Stock (1)	01/13/2006		P	400 (2)	A	\$ 5.79	155,165	Ι	See footnote (2)		

**OMB APPROVAL** 

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Common Stock (1)	01/17/2006	P	100 (2) A	\$ 5.69	155,265	I	See footnote (2)
Common Stock (1)	01/17/2006	P	900 (2) A	\$ 5.7	156,165	I	See footnote (2)
Common Stock (1)	01/17/2006	P	1,200 A	\$ 5.72	157,365	I	See footnote (2)
Common Stock (1)	01/17/2006	P	600 (2) A	\$ 5.75	157,965	I	See footnote (2)
Common Stock (1)	01/17/2006	P	400 (2) A	\$ 5.8	158,365	I	See footnote (2)
Common Stock (1)	01/17/2006	P	300 (2) A	\$ 5.85	158,665	I	See footnote (2)
Common Stock (1)	01/17/2006	P	2,200 A	\$ 5.9	160,865	I	See footnote (2)
Common Stock					186,885	I	See footnote (3)

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	int of	Derivative	]
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
	·				(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable Date	Title Number				
						LACICISABIC	Duic		of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Reporting Owners 2

**ZEFF DANIEL** 

X

Zeff Holding Company, LLC 50 CALIFORNIA STREET SAN FRANCISCO, CA 94111

X

Zeff Capital Partners I, L.P.

SAN FRANCISCO, CA 94111

C/O ZEFF HOLDING COMPANY, LLC 50 CALIFORNIA STREET

X

**Signatures** 

/s/ Daniel Zeff

01/18/2006

\*\*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).
- (1) This Form 4 is being filed by Daniel Zeff, Zeff Capital Partners I, L.P. ("Capital") and Zeff Holding Company, LLC ("Holding").
  - This transaction was effected through Capital. Mr. Zeff is the sole manager and member of Holding, which in turn serves as the general partner for Capital. In accordance with Instruction 4(b)(iv) of Form 4, the entire amount of the Issuer's securities held by Capital is
- (2) reported herein. Each of Mr. Zeff and Holding disclaims, for purposes of Section 16 of the Securities Exchange Act of 1934, beneficial ownership of such securities, except to the extent of its/his indirect pecuniary interest therein, and this report shall not be deemed an admission that any of Mr. Zeff or Holding is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.
  - These shares are held by Spectrum Galaxy Fund Ltd. ("Spectrum"). Mr. Zeff provides discretionary investment management services to Zeff Capital Offshore Fund, a class of shares of Spectrum, a company incorporated in the British Virgin Islands. In accordance with Instruction 4(b)(iv) of Form 4, the entire amount of the Issuer's securities held by Spectrum is reported herein. Mr. Zeff disclaims, for
- (3) purposes of Section 16 of the Securities Exchange Act of 1934, beneficial ownership of such securities, except to the extent of his indirect pecuniary interest therein, and this report shall not be deemed an admission that Mr. Zeff is the beneficial owner of such securities for purposes of Section 16 or for any other purposes. Each of Holding and Capital disclaims beneficial ownership over all shares held by Spectrum.

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.

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