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O UIIII Win Hanverky Holdings Limited

Win Hanverky is an integrated sportswear manufacturer, distributor and retailer for various top-tier international sports brands and has diversified into high-end fashion retail business.

Headquartered in Hong Kong and with production facilities across Asia, Win Hanverky runs two broad lines of business catering for markets across Europe, the United States, Mainland China and Hong Kong. Its two lines of business are:

- Manufacturing Business
- Distribution and Retail Business

ABOUT THIS REPORT

This report is the first annual environmental, social and governance report (the "**ESG Report**") of Win Hanverky Holdings Limited (the "**Group**"). It contains information on the Group's environmental, social and governance ("**ESG**") performance during the year from 1 January 2016 to 31 December 2016. The ESG Report has been prepared in accordance with the Environmental, Social and Governance Reporting Guide (the "**ESG Guide**") published by the Stock Exchange of Hong Kong Limited. We will continue to publish our ESG Report on an annual basis.

We value your feedback on this report and our sustainability performance. If you have any comments and suggestions, please feel free to contact us at ir@win-hanverky.com.hk.

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Win Hanverky Holdings Limited Environmental, Social and Governance Report (For the Year Ended 31 December 2016)



The board of directors (the "**Board**") has overall responsibility for the Group's ESG strategy and reporting, but the task of compiling the report has been delegated to the management and its teams.

The Group is an integrated sportswear manufacturer, distributor and retailer for international sports brands and has diversified into the high-end fashion retail business. We have two main business segments, namely (1) Manufacturing Business, and (2) Distribution and Retail Business.

The Board is of the opinion that the environmental aspects (Subject Area A of the ESG Guide) are more important to the Manufacturing Business while the social aspects (Subject Area B of the ESG Guide) are important to both business segments. This ESG Report shall follow this reporting boundary throughout this ESG report, unless otherwise specified.









Stakeholder engagement is a process that enables us to respond to the expectations of our stakeholders and provides valuable input for our long-term business planning strategy.

In identifying the key stakeholder groups to engage with, we have assessed the significance of each stakeholder group based on the potential impact by our business to them. As part of our materiality assessment, different stakeholders have been engaged through a variety of channels to understand their expectations, priority issues and areas of concern. Responses to these concerns are detailed throughout this report.

	Key Stakeholder Group	Main Concerns and Expectations	Engagement Channels
 improvements Product quality and safety Maintaining customer privacy and protecting customer data Environmental, health and safety ("EHS") performance of factories (Manufacturing Business) Customer services satisfaction (Retail Business) Operation in compliance with 	External Stakeholders		
 Anti-corruption measures Anti-money laundering measures Sustainability strategy Contribution to communities 	Customers	 improvements Product quality and safety Maintaining customer privacy and protecting customer data Environmental, health and safety ("EHS") performance of factories (Manufacturing Business) Customer services satisfaction (Retail Business) Operation in compliance with applicable laws and regulations Anti-corruption measures Anti-money laundering measures Sustainability strategy 	 Business) Customer audits (Manufacturing Business) Meetings (Manufacturing Business) E-mails (Manufacturing Business) Customer service hotline (Retail



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Key Stakeholder Group	Main Concerns and Expectations	Engagement Channels
External Stakeholders		
Suppliers and Sub-contractors	 Supplier quality and performance Product quality and safety Integrity and effectiveness of the tender process Operation in compliance with applicable laws and regulations Anti-corruption measures Anti-money laundering measures Sustainability strategy Contribution to communities 	 Meetings Telephone calls E-mails
Business Partners	 Operation in compliance with applicable laws and regulations Anti-corruption measures Anti-money laundering measures Sustainability strategy Contribution to communities 	MeetingsTelephone callsE-mails
Investors	 Financial performance of the Group Operation in compliance with applicable laws and regulations Anti-corruption measures Measures on prevention of extortion and fraud Anti-money laundering measures Sustainability strategy Contribution to communities 	 Annual reports, announcements and circulars Company website Investors conferences Meetings Telephone calls E-mails

Key Stakeholder Group	Main Concerns and Expectations	Engagement Channels
External Stakeholders		
Media	 Financial performance of the Group Contribution to communities Operation in compliance with applicable laws and regulations Sustainability strategy 	 Press conferences/press releases Press interviews and announcements
Government and Regulators	 Operation in compliance with applicable laws and regulations Anti-corruption measures Measures on prevention of extortion and fraud Anti-money laundering measures Contribution to communities 	 Annual reports, announcements and circulars Reports and submissions according to regulatory requirements Meetings and seminars
Communities and NGOs	 Contribution to communities EHS performance of factories (Manufacturing Business) 	 Volunteer activities and public events Site visits Meetings & seminars
Academic and Other External Stakeholders	Contribution to communitiesSustainability strategy	On request

Key Stakeholder Group	Main Concerns and Expectations	Engagement Channels
Internal Stakeholders		
Shareholders	 Financial performance of the Group Compliance with laws and regulations Anti-corruption measures Measures on prevention of extortion and fraud Anti-money laundering measures Sustainability strategy Contributions to communities 	 Annual general meetings Annual reports, announcements and circulars Company website Telephone calls E-mails
Employees	 Compliance with laws and regulations Compensation and welfare Performance assessment and retention and reward of well-performing employees Health and safety in workplaces Training and career development opportunities Contributions to communities 	 Questionnaires Company policy and procedures Company internal notices and communications Company intranet Trainings and workshops Meetings Company annual dinner Recreational and volunteer activities

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In preparing this report, we carried out a materiality assessment to enable us to better understand how our ESG performance may affect the Group as well as our stakeholders. The assessment result was then used to set up the framework for this report. We evaluated the environmental and social risks associated with our business operations, and assessed the potential impact on the Group by the corresponding ESG risks. And we conducted surveys of stakeholders in order to collect their opinions and assess the potential impact on stakeholders of our ESG performance.

The result of our materiality assessment is summarised in materiality matrix as shown below:



Materiality Matrix

- Aspect A1 Emission
- Aspect A2 Use of Resources
- Aspect A3 Environmental & Natural Resources
- Aspect B1 Employment
- Aspect B2 Health & Safety
- Aspect B3 Development & Training
- Aspect B4 Labour Standards
- Aspect B5 Supply Chain Management
- Aspect B6 Product Responsibility
- Aspect B7 Anti-corruption
- Aspect B8 Community Investment

Materiality	Rank	Aspect
Most important to both the Company and the Stakeholders	1	B2 — Health & Safety
More important to the Stakeholders but less important to the Company	2	B1 — Employment
	3	B3 – Development & Training
	4	B7 — Anti-corruption
	5	B4 — Labour Standards
More important to the Company but less important to the Stakeholders	6	A2 – Use of Resources
Less important to both the Company and the Stakeholders	7	B8 — Community Investment
	8	B6 — Product Responsibility
	9	A3 — Environmental & Natural Resources
	10	A1 — Emissions
	11	B5 — Supply Chain Management

Aspects are ranked according to the result of our materiality assessment as below:

Through the above materiality assessment result, we understand the aspects which should be more important for this report and also how the resources of the Company should be invested.

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For the content described in this section, it is only applicable to our Manufacturing Business.

In line with our company vision to satisfy the desire of every customer and business partner, we regard satisfying the desire of every key stakeholder as also a core element of our company vision. We have established relevant environmental friendly policies and procedures that integrate sustainability with the management of our day-to-day operations, and ensure that low carbon, low emission and energy saving aspects are considered in all of our activities.

The Group has adopted ISO 14001 environmental protection and management systems and most of our production facilities are accredited with ISO 14001:2004 certification.

We have made every effort in complying with environmental laws and regulations. During the reporting period, there were no serious regulatory violations or fines incurred from the beach of environmental protection laws.

Aspect A1: Emissions

The Group has established appropriate policies and procedures, and complied with relevant laws and regulations that have a significant impact on our business and operations relating to air and greenhouse gas emissions, discharge into water and on land, and generation of hazardous and non-hazardous waste.

The Group operates several production facilities in Mainland China, Vietnam and Cambodia which have consumed electricity for production and indirectly generated emissions into the air. At the same time the Group has established operational procedures to efficiently operate the production facilities to minimise these emissions.

The Group is aware of the effect of greenhouse gas emissions on the planet as well as our business operations. The major source of greenhouse gas emissions by us is indirect emissions through electricity consumption.

One of our manufacturing processes may generate pollution directly discharged into water. To counter this, however, we have established and implemented appropriate policies and procedures on waste water treatment. And we have installed waste water treatment facilities to process the waste water according to regulatory standards before discharging to local public sewage tunnels. We will maintain our attention on the impact of water discharge by our business in the future.

The Group has strict waste management procedures in place, which help to reduce the potential impact of its business operations on the environment. The discharge volume of solid waste from garment manufacturing may also change according to the production volume of our Manufacturing Business. In view of this, our manufacturing facilities collect the solid waste discharged from production processes according to defined handling procedures, and only waste collectors with corresponding certificates issued by local regulatory authorities are permitted to collect and process the waste.

Aspect A2: Use of Resources

Realising that resources are finite and have a cost, the Group has established appropriate policies and procedures on the efficient use of resources, including energy, water and other raw materials.

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Energy conservation is also vital to environmental protection. We consume electricity for power consumption in lighting, air-conditioning and machinery operations, and consume fuel in our electricity generator as a power backup source. The Group has thus developed energy conservation guidelines and also monitors its overall power consumption and reviews its energy conservation measures on a regular basis to enhance efficiency as well as overall energy consumption.

We are aware of the scarcity of water resources and we closely monitor water consumption in our manufacturing processes. Most of our manufacturing processes do not consume water, except for the printing process consuming a quantity of water.

Our Manufacturing Business mainly produces garment products by consuming synthetic fabrics, threads and accessories such as zippers. We are equipped with a high technology automatic cutter to cut the fabrics for lowest wastage. We minimise our wastage in direct production materials as well as packing materials such as plastic bags and paper carton boxes.

Aspect A3: The Environmental and Natural Resources

The Group has established appropriate policies and procedures on minimising the impact of its operations on the environment and natural resources.

As a responsible garment manufacturer, the Group is well aware that environmental protection initiatives are of paramount importance for sustainable development. Therefore, the Group has all along been treasuring environmental resources, in particular quality fabric resources on which its business is dependent. While enthusiastically expanding the scale of its operations, the Group is also committed to striking a balance between business expansion and environmental conservation at the same time in its pursuit to boost value for its shareholders under the premise of reducing the burden on the environment.

As mentioned, the Group has established a list of policies which aims to promote environmental protection and the reduction of wastage. The Group's subsidiaries have periodically invited the local regulation body to conduct a regular review to ensure the subsidiaries comply with government regulations as well as its own policies. The regular review covers three major environmental issues which include sewage handling, air pollution and noise level control generated from the operations. Completion of the review found that the subsidiaries had complied with the standards and the Group's management was satisfied of the results.

The Group supports environmental protection by way of continuous investment and innovation. The Group has participated in different environmental investment projects with government bodies and non-profit making organisations. The result of some projects had been incorporated within commercial products.

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Aspect A3: The Environmental and Natural Resources (continued)

Innovative Textile Technology - e.dye

Aside from developing the garment manufacturing business, it has always been the Group's intention to seek out and seize opportunities for vertical integration. With rising concerns for protecting the environment, the Group is fully aware of the importance of manufacturing non-hazardous textiles, a practice that is lacking in the market. The Group has met and joined forces with a partner that possesses an innovative textile technology. This has led to the formation of a joint venture to further develop the technology and associated production business. The technology and production business are developing and operating under the Win Success Group using the trademark "e.dye".

Zero Discharge of Hazardous Chemicals ("**ZDHC**") is a programme created in 2011 where a group of global sports, fashion and outdoor brands have pledged to advance towards zero discharge of hazardous chemicals in the textile supply chain by the year 2020. Correspondingly, ZDHC seeks to regulate these global brands by focusing on reducing their toxic waste discharges during supply chain production. Given that water pollution is one major concern, the market is still seeking better textiles that are more environmentally friendly in terms of minimising pollution during the production process. Our innovative technology will create a revolution in the textile industry, and we are the one capable of providing the solution.

e.dye technology can produce synthetic textiles that are able to achieve the following benefits:

- Less water used during production
- Zero toxic substances created
- Guaranteed product quality
- Colour fastness with a wide range of colour choices

In comparison with traditional dyeing processes, e.dye requires 75% less water during the production process, consumes fewer harmful chemicals, uses less energy and emits less CO2 into the atmosphere. e.dye technology and its associated products are thus able to help global brands fulfil the ZDHC initiative of zero discharge of hazardous chemicals in the textile supply chain by the year 2020.

The Group has established a pilot factory in Kunshan, Jiangsu province of Mainland China, to demonstrate this revolutionary production process. It commenced operation and business in the third quarter of 2016. We have received astonishing feedback from certain well-known brands that are now seeking to set up long-term partnership with us. We will continue to expand our strategic partnership with international brands to create "cleaner" production of textiles that helps the world in different ways.

As at 31 December 2016, the Win Success Group has invested RMB40 million (approximately HK\$47 million) in the pilot factory. And with future expansion of our production facilities in Vietnam in the pipeline, we will be committing more resources to ensuring the success of e.dye and the associated production business.

Aspect A3: The Environmental and Natural Resources (continued)

Advanced Mannequin Technology - i.Dummy

"i.Dummy" is our registered brand given to our development of robotic mannequins for use in the fashion industry. It aims to supplement and/or eventually replace fixed-size mannequins/ dummies typically used by many apparel companies and factories. It was firstly developed by the Hong Kong Polytechnic University licensed to a subsidiary of the Group to further develop and market on a global scale.

The major advantage of the "i.Dummy" robotic mannequin is that it can flexibly change its body dimensions to fit any body size so it can replace many fixed-size dummies, hence it saves on space and operating costs.



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"i.Dummy" has obtained the CE certification mark which

means it has passed the rigourous requirements of the European Union. It made up by the RoHS certified materials and comply with EU standards. It does not emit any harmful gas or substance. It is absolutely sustainable since it can be reconfigured to new body dimensions as needed in the future instead of being sent to the dumping ground. In essence, it is a totally "environmentally sustainable" equipment unit that will benefit our fashion industry supply chain from design through to the consumer.





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Our company mission is to explore the potential of our employees to the highest level of innovative performance. Therefore, we care our employees and we treasure their talents.

Aspect B1: Employment

The Group has established company policies and procedures relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other benefits and welfare. And the Group maintains awareness of and compliance with applicable laws and regulations.

The Group adheres to the principles of fairness and compliance with the laws in its recruitment, training, assignment of responsibilities and remuneration systems. All employees will be treated equally regardless of their gender, age, religion, ethnicity, political stance or marital status. In addition to the basic rights stipulated in the labour legislation in Hong Kong and other operating locations, all female employees of the Group are entitled to maternity leave and will not be discriminated against or slighted due to pregnancy, while all male employees in Hong Kong can enjoy three days of paid paternity leave allowing them to take care of their wives and newborn babies. Over the years, the Group has been actively recruiting talent and sparing no effort to enhance its competitiveness, so as to stand out in an industry characterised by keen competition. In this connection, the Group has formulated open and transparent procedures for recruitment to flexibly select ideal recruitment channels that are suitable for specific job positions and responsibilities, including accepting employee referrals, placing advertisements and commissioning recruitment agencies to identify professionals. Applicants will be screened based on certain criteria including work experience, academic qualifications and professional skills to ensure that the capability of the candidates meet the requirements of the Group.

The Group has developed a performance appraisal and evaluation mechanism to assess employee performance, and provides discretionary bonus and other incentives based on the evaluation results. In addition, the Group has a sound promotion system in place under which priority will be given to qualified existing employees when considering promotion when internal management vacancies arise, so as to ensure that employees can share in the achievements of the Group. The human resources department collects comments from employees on a regular basis and forwards them to the management for review, through which a better understanding of the needs of the employees and an improved employer-employee relationship can be achieved.

Aspect B2: Health and Safety

The Group has established company policies and procedures relating to providing a safe working environment and protecting employees from occupational hazards. And the Group keeps aware of and complies with applicable laws and regulations.

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The Group has adopted OHSAS 18001:2007 Occupational Health and Safety Assessment Series and most of our production facilities are OHSAS 18001:2007 certified and accredited.

We care about our employees and provide them with a safe working environment to our employees. Operational staff are provided with relevant job training before commencing their job duties and they are required to wear safety gear such as protective gloves in specific work areas to prevent injury in the workplace.

Aspect B3: Development and Training

The Group has established company policies and procedures related to improving employees' knowledge and skills for discharging duties at work.

The Group believes that a team with deep knowledge of the industry and applicable professional skills can help boost its corporate brand image and competitiveness. Towards this end, the Group encourages employees to pursue continuing education and enroll in work-related courses to obtain professional certification and achieve self-enhancement. In addition to engaging professionals to provide occupational training, the Group also assigns employees to participate in activities including external training, industry seminars and product launches if necessary to help enhance their professional skills and acquire knowledge of innovative technology, while gaining relevant work experience at the same time. To improve employee performance, the Group provides special training based on the needs of individual positions to ensure that the skills and knowledge of its employees meet its own standards.

Aspect B4: Labour Standards

The Group maintains awareness of the relevant laws and regulations relating to preventing child and forced labour, and has formulated specific policies to prevent the employment of child labour or forced labour. For example, its recruitment procedures specifically state that the recruitment of minors under the age restricted by local regulations on child labour is strictly prohibited.



Aspect B5: Supply Chain Management

It is a common practice in the garment manufacturing industry that the end customers may appoint designated vendors to supply raw materials for the manufacturing of their end products. As one of our major customers in the Manufacturing Business is a well-known sports brand, it has established comprehensive policies and procedures in sustainability and requires its vendors to comply with its sustainability code. The Group strictly adheres to that customer's policy and requirements in sustainability which include supply chain management. That customer's policy includes a supply chain code of conduct, occupational health and safety standards and environmental concerns. The customer performs regular compliance assessment of our manufacturing facilities, and it has performed similar compliance assessment of the raw materials suppliers who can be qualified as its designated suppliers.

The Group is not simply confining our environmental protection efforts and social commitment, we also pass on this message to our supply chain. To promote awareness of environmental issues and occupational health and safety, we continue to communicate with our suppliers in regard to the latest regulations and worldwide standards. A majority of our suppliers implemented their environmental systems and occupational health and safety systems in compliance with ISO14001:2004 and OHSAS18001:2007 standards respectively and have been correspondingly certified. Our compliance team regularly conducts supplier audits and it ensures that our suppliers are operating in compliance with required quality as well as environmental, health and safety standards.

We have purchased from suppliers in different geographical locations and they have delivered the raw materials to our manufacturing facilities in different locations accordingly.



Aspect B6: Product Responsibility

The products produced and traded by our two business segments are very similar. Our Manufacturing Business produces sportswear for different international sports brands while our Distribution and Retail Business conducts distribution and retail business of high-end fashion products and sportswear products.

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The Group maintains awareness of and complies with the relevant laws and regulations relating to health and safety, advertising, labelling and privacy matters for products and services provided as well as methods of redress.

Product safety and consumer-safe products are the highest priority to the Group and our subsidiaries. To ensure product quality and consumer-safe products, all materials and product samples have to pass a rigid compliance process and are tested in accordance with our client's standardised material and product testing specifications and procedures. In addition, the Group constantly tracks legal developments in the area of product safety and, where necessary, updates related policies and manuals in line with the latest requirements.

Labelling of our products is either performed by our brand suppliers or us according to our customers' instructions aligned with factual information. And we also pay attention to ensure accurate product description in product advertisements in our Distribution and Retail Business. We strictly comply with applicable laws and regulations in product labelling and advertising.

Our Distribution and Retail Business has implemented a membership program to reward loyal customers. In this pursuit, the Group is aware of and complies with applicable laws and regulations governing personal data and privacy, and we have put into place relevant procedures to protect the rights of our customers.

As at 31 December 2016, no request for product recalls due to safety and health issues has been received by the Group.

Aspect B7: Anti-corruption

The Group is aware of and complies with relevant laws and regulations relating to bribery, extortion, fraud and money laundering which it strives to avoid and that could significantly affect its business. The Group's employee handbook and code of conduct specifies the requirements and procedures in relation to anti-corruption and fraud, however, the existing company policies and procedures did not specifically address issues relating to extortion and money laundering. The Group shall review and update the relevant policies and procedures.

Integrity is one of our company's core values. We conduct our business operations with a high level of integrity, we respect our customers and suppliers, we are trusted by our stakeholders and we have built up good relationships with our business partners.

We have abstracted relevant sections of the Prevention of Bribery Ordinance in Hong Kong into the code of conduct. Our employees are required to be aware of and declare if they have personal interests which may conflict with the company's interests.

The Group has defined clear allegation procedures in the code of conduct, to provide a transparent channel for employees to report on any suspected misconduct or malpractice within its operations. And there have not been any such allegations reported in the year of reporting.



Aspect B8: Community Investment

The management of Win Hanverky is aware of the needs and interests of the communities and takes a holistic approach to address the concerns of various stakeholders. The Group is formulating policies on community engagement as it undertakes to understand the needs of the communities where it operates and to ensure its activities take into consideration the interests of the community.

In respect to helping the less fortunate, it encourages staff to regularly participate in charitable causes and the Group also organises a number of events that contribute to the advancement of society.

The Group has contributed substantial donations and sponsorships to various community organisations in the past year with the total exceeding HKD1 million. Highlights are shown below:

- * RMB540,000 to an education fund in Yunfu city, Guangdong province of Mainland China; and
- * **HKD450,000** to The Hong Kong Polytechnic University for various events.

Win Hanverky raised funds for the Community Chest – Love Teeth Day

As a responsible corporation, Win Hanverky Group has been dedicated to supporting charitable causes. In support of Love Teeth Day, employees of its subsidiary D-mop helped raise funds in the office and at the company's stores. Love Teeth Day is jointly organised by The Community Chest, the Hong Kong Dental Association and the Health Department's Oral Health Education Unit. It aims at encouraging the public to protect their teeth, as well as show their love to beneficiaries of the initiative. The donations received go to social welfare agencies supported by The Community Chest for enhancing oral health services for the needy.



Win Hanverky and Sunshine Action together gave free meal boxes to street sleepers

A long-time keen supporter of charitable causes and community service, Win Hanverky Group encourages its employees to participate in community and charitable activities in their spare time. Employees of the Group together with Sunshine Action gave out food to street sleepers at Sham Shui Po. Sunshine Action is a Hong Kong-based non-profit making charity with a mission to "feed the hungry and warm the abandoned". Since it was founded in 2008, Sunshine Action has provided food and supplies and rendered services to 328 charities in China, Hong Kong and the world.



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Win Hanverky staff participated in and raised funds for Pink Walk for Breast Health

Over the years, Win Hanverky Group has actively encouraged staff members to organise or participate in various charitable activities to give back to society. Its employees took part in the Pink Walk for Breast Health. Like all participants, they wore pink outfits and through their presence showed support to the eradication of the threat of breast cancer in Hong Kong.

The Pink Walk for Breast Cancer is an annual event of The Hong Kong Breast Cancer Foundation to promote awareness of breast cancer. It is held in October — Breast Cancer Awareness month — every year at the Peak on Hong Kong Island. Its goal is to heighten awareness about breast cancer thereby reducing the threat of breast cancer to patients as well as the general public.







Win Hanverky participated in various community activities where we have operations



Helped poor family in rural areas

As organised by the Wuzhou City Committee of the Chinese People's Political Consultative Conference, we subsidised children from poor families in rural areas to complete their education and wished that they have a better future.

Care of children of working parents

In response to the call of Wuzhou City Women Association, we sponsored transportation and hostel expenses for 12 families, to facilitate their children to visit our company and experience the work of their parents first hand.



Responded to blood donation campaign

As we encourage our employees in caring and participating in community activities, we have cooperated with local centers of the Red Cross and have invited all employees to donate blood on a voluntary basis.







Care for the environment

Our employees helped in developing a green environment in local areas where we have operations. Recently our volunteers planted 50 trees in Wuzhou city in a planting campaign organised by the Gardening Management Office in Wuzhou City.

Support in sports development

The Group and our subsidiaries have shown strong support to sports development in local areas. Towards that end, we have sponsored a primary school football league in Yunfu city.







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