800 SUPER HOLDINGS LIMITED

八百控股有限公司

Annual Report 2013

CONTENTS

This annual report has been prepared by the Company and its contents have been reviewed by the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd. (the "Sponsor") for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited (the "SGX-ST"). The Sponsor has not independently verified the contents of this annual report.

This annual report has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this annual report, including the correctness of any of the statements or opinions made or reports contained in this annual report.

The contact person for the Sponsor is Mr Mark Liew, Managing Director, Corporate Finance, at 20 Cecil Street, #21-02 Equity Plaza, Singapore 049705, telephone (65) 6229 8088.

CORPORATE **PROFILE**

We are an established environmental services provider for the public and private sectors in Singapore. The Company's environmental services include waste management, cleaning and conservancy and horticultural services. Our broad range of services allows us to offer complete and comprehensive environmental solutions to our customers.

Waste Management Services

Our waste management services include residential, commercial and industrial waste collection, as well as recycling services. We are one of the four licensed public waste collectors appointed by The National Environment Agency ("NEA"). We have also been re-awarded a public waste collection contract for a period of 7 years and 9 months commencing from 1 January 2014 to provide waste collection services for the residential and trade premises in the Ang Mo Kio – Toa Payoh sector. This includes public housing estates, shop houses, trade premises, landed residential premises, as well as private apartments and condominiums which have opted through NEA to engage our services.

Recycling Services

We also provide recycling services to complement our waste collection services. Beginning from 1 January 2014, a centralised recycling bin will be situated at every HDB Block around the estates for the convenience of residents. For landed residential premises, a blue recycling bin will also be provided for residents to dispose their recyclables.

Our two Material Recovery Facilities ("MRF") are also NEA-approved and well-equipped to sort paper and glass bottles, metal cans, paper products, plastics and other materials that fall under the recyclable category. These recyclable materials are then separated, compacted and packed into bales, which are then sold to local and overseas customers, providing another source of income for the Company.

Cleaning and Conservancy Services

Our cleaning and conservancy services comprise street cleansing services and contract cleaning services.

Street Cleansing Services

We are involved in the cleansing of public areas and pavements in the North East district of Singapore. Our cleansing services cover the bus stops and waste bins in the North East district, as well as the beaches in Pasir Ris and Punggol.

Contract Cleaning Services

We clean external facades and interior of buildings as part of our contract cleaning and conservancy services. Our contract cleaning services are provided to residential, commercial, industrial and institutional customers.

Horticultural Services

Our horticultural services include grass-cutting, planning and maintenance of landscape and aboricultural services that include the planting and pruning of trees and plants. These services are provided to schools, commercial customers, government departments and statutory bodies.

CHAIRMAN'S **STATEMENT**

DEAR SHAREHOLDERS,

The financial year ended 30 June 2013 ("FY2013") was a fruitful year for 800 Super Holdings Limited ("800 Super" or the "Company" and together with its subsidiaries, the "Group").

Supported by new contracts secured during FY2013 and the contribution by projects that were re-awarded with revised pricing, our Group's revenue increased by 10.0% from S$88.7 million in the financial year ended 30 June 2012 ("FY2012") to S$97.5 million in FY2013.

Our profit before income tax in FY2013 was marginally lower at S$6.7 million as compared to S$6.9 million in FY2012, mainly due to the increase in employee benefits expenses, other expenses as well as higher supplies cost and depreciation. These were offset by a decrease in sub-contractor cost. As a result, the Group made a net profit after tax of S$5.8 million in FY2013, 2.7% lower than S$5.9 million in FY2012.

For FY2013, our earnings per share was 3.21 cents as compared to 3.35 cents for FY2012. Net asset value per share was 19.20 cents per share in FY2013 as compared to 16.99 cents in FY2012.

Dividends

The Board of Directors (the "Board") is pleased to propose a tax exempt one-tier final dividend of S$0.01 per ordinary share in respect of FY2013 to be approved at the forthcoming Annual General Meeting of the Company.

Since the Company's initial public offering in 2011, we have been distributing and recommending a dividend of more than 20% of each financial year's net profit to shareholders. Likewise, the proposed dividend of S$0.01 per share for FY2013 represents a dividend payout of 31.2%.

Positioned to Capture Future Growth

As a validation to the service quality that we have been providing, the Group was recently re-awarded the public waste collection licence for the provision of waste collection services to the domestic and trade premises in the Ang Mo Kio – Toa Payoh sector in Singapore for a period of 7 years and 9 months commencing on 1 January 2014.

The Group also acquired three plots of leasehold land from JTC in FY2013. We intend to utilise the land to build a materials recovery facility plant for the recovery of recyclables, as a vehicle depot, for storage of materials and equipments as well as for the maintenance of the Group's vehicles. The Group is also considering the construction of a waste-to-energy plant on the acquired land.

We have set up a joint venture company, Focus Learning Centre Pte Ltd, pursuant to a joint venture agreement with XpRienz Pte Ltd, to provide Workforce Skills Qualification ("WSQ") training in a cost effective manner to the employees of the Group.

Acknowledgement

On behalf of the Board, we would like to extend our sincere appreciation to all our business partners and suppliers, and not forgetting our shareholders for their continued support and confidence in us.

We would also like to thank our staff for their continued dedication and contributions to the Company as we are a people business and they are our greatest asset.

We will continue to explore new opportunities to grow and expand the Company both in Singapore and beyond so as to continue our legacy of creating value to our stakeholders.

Yours sincerely,

Lee Koh Yong
Chairman

主席致辞

尊敬的各位股东，

截至2013年6月30日的财政年度（简称“2013财年”）是八百控股有限公司（简称“八百控股”或“公司”，加上子公司则统称“集团”）取得丰硕成果的一年。

我们不仅在2013财年签订了新合约，还通过调整价格再次赢得合约项目，这些推动了本集团的营收，从截至2012年6月30日的财政年度 (简称“2012财年”) 的8,870万新币增长到2013财年的9,750万新币, 攀升了10.0%。

本公司的2013财年税前利润达到670万新币，与2012财年的690万新币相比，利润出现小幅度的下滑，主要原因是员工福利开支及其他支出的增加，以及供应成本及折旧成本上升。分包商成本的下降部分的抵消了上述成本的上扬。因此，本集团在2013财年实现580万新币的税后净利润，比2012财年的590万新币净利低了2.7%。

2013财年的每股盈利为3.21分，2012财年为3.35分。2013财年的每股净资产值达到19.20分，2012财年每股净资产值为16.99分。

股息

董事会提议，针对2013财年派发每股0.01新币的免税单一最终股息，该决议会在本公司即将召开的年度股东大会上供股东批准。

自公司在2011年上市以来，我们向股东派发及建议派发的股息都超过20%的净利。2013财年建议派发的每股0.01新币的股息代表股息派发率达到了31.2%。

积极把握未来的增长机遇

本公司近期再次获得为期7年9个月的公共废品收集执照，我们将继续为新加坡的宏茂桥-大巴窑地区的住户及商家提供废品收集服务，这表明我们的优质服务又一次获得认可。该执照从2014年1月1日起生效。

2013财年，本集团也向裕廊集团（“JTC”）购得三块享有租赁使用权的地皮。我们计划利用这些土地建造物料回收工厂（回收可循环使用材料），以及作为储存材料与设备以及维修本集团车辆的车库。本集团也考虑在收购的土地上建造废品发电厂。

我们根据合资协议与XpRienz Pte Ltd 成立了合资企业Focus Learning Centre Pte Ltd，以最具成本效益的方式为集团的员工提供劳动力技能资格（“WSQ”）培训。

致谢

我们代表董事会向所有业务伙伴及供应商表达诚挚的谢意，也衷心感谢各位股东对我们长期的支持及信任。

我们也感谢员工对本公司的持续付出与积极贡献，我们的业务以人为本，员工是我们最宝贵的资产。

我们将在新加坡及海外不断地发掘新的增长机遇，继续为股东创造价值。

此致，

李过洋
主席

BOARD OF **DIRECTORS**

LEE KOH YONG
Executive Chairman

Mr Lee has accumulated extensive industry knowledge and established wide business contacts over the 20 years that he has been in the waste disposal and cleaning industries. Self-taught, Mr Lee contributed significantly to our Group during the early stage of our development and is recognised for founding, leading and building up of our Group.

Mr Lee is responsible for setting the overall strategic direction of our Group. Under his direction, our Group has grown steadily since its inception as a waste management solutions provider to a one-stop provider of waste and environmental solutions by expanding into the cleaning, recycling and horticulture industries.

LEE CHENG CHYE
Chief Executive Officer

Mr Lee is involved in the corporate planning and business development of our Group and has over 15 years of experience in the waste management and cleaning industries.

He has been instrumental in our Group's growth for the past years through securing new tenders as well as understanding our existing customers' needs, by establishing constant contact with them, and the changing trends in the industry. Together with the other Executive Directors, he has been spearheading the expansion and growth of our Group.

CHAN TECK EE VINCENT
Executive Director and Chief Operating Officer

Mr Chan joined the Group since 2005 and has been in charge of overseeing the operations and project management of our Group. He has over 25 years of extensive experience in the recycling and waste management industries.

Mr Chan graduated with a Bachelor of Arts degree from the University of Singapore. He is a member of the Executive Committee of Waste Management and Recycling Association of Singapore (WMRAS).

FOO SHIANG PING
Non-Executive Director

Mr Foo is the founder and principal consultant of SP Corporate Advisory, a boutique corporate restructuring and mergers and acquisitions ("M&A") advisory firm based in Singapore. He has many years of corporate finance experience primarily dealing with initial public offerings, M&A, corporate restructuring transactions, as well as fund-raising activities.

Mr Foo graduated with a Bachelor of Business Economics (with distinction) from Brock University in Canada, in 1989. Currently, he is a member of the Singapore Institute of Directors. Mr Foo is also a non-executive director of Logistics Holdings Limited which is listed on the Catalist of the Singapore Exchange Securities Trading Limited ("SGX-ST"). He is currently serving as the Vice President and Treasurer of Foo Clan Association and Geylang East Home For the Aged respectively.

NG TIAK SOON

Lead Independent Director

Mr Ng retired in June 2005 as a senior partner of Ernst & Young LLP, Singapore, an accounting firm that he had joined since 1986, and later, he remained with Ernst & Young LLP, Singapore as a senior advisor until June 2008.

During his employment with Ernst & Young LLP, Singapore, he held various positions which include head of banking, head of an audit group, partner-in-charge of audit quality review and chief financial officer. He is currently a non-practicing member of the Institute of Certified Public Accountants as well as a member of the Association of Chartered Certified Accountants, UK and a member of the Singapore Institute of Directors. Currently, he sits as an independent director of St. James Holdings Limited and Cordlife Group Limited.

LYE HOONG YIP RAYMOND

Independent Director

Mr Lye is a lawyer and has been in legal practice since 1990. He is an executive director of CitiLegal LLC since April 2010. Prior to that, Mr Lye served as a Magistrate and Deputy Registrar of the Subordinate Courts before going into private practice.

His areas of expertise are civil and criminal law, corporate and commercial work, including *banking*, partnership/director/shareholder disputes, building and construction law, family law and intellectual property rights. He is a Fellow of the Singapore Institute of Arbitrators and an arbitrator with the Law Society Arbitration Scheme.

Mr Lye also serves as an independent director on the board of Goodland Group Limited, a company listed on the mainboard of the SGX-ST. He is also active in community and public service. Mr Lye is currently the chairman of the English Programme Advisory Committee of the Media Development Authority and a member of the Strata Titles Board. He is also a resource panel member of the Government Parliamentary Committee on Defence and Foreign Affairs and the chairman of the Punggol East Citizens Consultative Committee. He was conferred the Public Service Medal (PBM) and the Public Service Star (BBM) by the President of Singapore in the 1998 and 2008 National Day Awards.

OPERATING AND **FINANCIAL REVIEW**

FINANCIAL PERFORMANCE

The Group's revenue for FY2013 grew by 10% to S$97.5 million with contribution from projects re-awarded with revised pricing as well as new contracts secured.

Profit before income tax for FY2013 was marginally lower at S$6.7 million as compared to S$6.9 million in FY2012. This arose from higher employee benefits expense of S$7.5 million, increase in other expenses of S$1.4 million and supplies cost of S$0.7 million and higher depreciation of S$0.4 million. These were partially offset by a revenue increase of S$8.8 million and a decrease in sub-contractor costs of S$1.3 million.

Employee benefits expense was 20.7% higher in FY2013 at S$43.6 million as compared to S$36.1 million in FY2012 mainly due to an increase in workers' salaries as well as an increase in headcount to cope with the new contracts awarded.

Other expenses increased to S$13.8 million in FY2013 as compared to S$12.4 million for FY2012. The increase in other expenses was due to an increase in the cost incurred on foreign worker levies.

As a result of the above, the Group attained net profit after tax of S$5.8 million for FY2013 as compared to S$5.9 million in FY2012.

FINANCIAL POSITION

As at 30 June 2013, shareholders' equity was S$34.3 million, representing an increase of 12.8% from S$30.4 million as at 30 June 2012. The increase was mainly due to the Group's net earnings of S$5.8 million in FY2013 which was partially offset by a dividend payment of S$1.8 million.

Cash and cash equivalents at the end of FY2013 was S$7.9 million. This came on the back of net cash provided by operating and financing activities of S$7.0 million and S$7.4 million respectively. The net cash provided by financing activities was mainly due to the proceeds from bank borrowings. Net cash used in investing activities for FY2013 amounted to S$18.0 million mainly due to the purchase of leasehold land parcels ("Leasehold Land Parcels") from JTC Corporation.

Non-current assets increased by S$16.9 million from S$19.0 million as at 30 June 2012 to S$35.9 million as at 30 June 2013, mainly due to the acquisition of Leasehold Land Parcels. Non-current liabilities increased by S$12.2 million from S$6.6 million at the end of FY2012 to S$18.8 million at the end of FY2013. The increase was driven mainly by higher utilization of bank borrowings to finance the purchase of the Leasehold Land Parcels.

CORPORATE **INFORMATION**

BOARD OF DIRECTORS

Lee Koh Yong
Executive Chairman

Lee Cheng Chye
Chief Executive Officer

Chan Teck Ee Vincent
Chief Operating Officer and
Executive Director

Foo Shiang Ping
Non-Executive Director

Ng Tiak Soon
Lead Independent Director

Lye Hoong Yip Raymond
Independent Director

AUDIT COMMITTEE

Ng Tiak Soon (Chairman)
Lye Hoong Yip Raymond
Foo Shiang Ping

NOMINATING COMMITTEE

Ng Tiak Soon (Chairman)
Lee Cheng Chye
Lye Hoong Yip Raymond

REMUNERATION COMMITTEE

Lye Hoong Yip Raymond
(Chairman)
Ng Tiak Soon
Foo Shiang Ping

COMPANY SECRETARY

Ong Wei Jin, LL.B. (Hons)
Goh Wei Lin, LL.B. (Hons)

REGISTERED OFFICE

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Singapore 758056
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SHARE REGISTRAR

Tricor Barbinder Share Registration Services
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Singapore 068898

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20 Cecil Street
#21-02 Equity Plaza
Singapore 049705

INDEPENDENT AUDITOR

Nexia TS Public Accounting Corporation
100 Beach Road
#30-00 Shaw Tower
Singapore 189702

Director-in-charge
Kristin YS Kim
Appointed since financial year ended 2013

KEY EXECUTIVE **OFFICERS**

TEO THENG HOW
Financial Controller

Mr Teo oversees the financial reporting, internal control and treasury functions of our Group. Mr Teo graduated with a Bachelor of Accountancy (Honours) from the Nanyang Technological University.

Mr Teo has over 10 years of accounting, auditing and corporate finance experience, and is a non-practising member of the Institute of Singapore Chartered Accountants.

LEE CHUAN HENG
Projects Manager

Mr Lee oversees the entire tender process, including sourcing for tenders, appointing proposal teams, carrying out proposal evaluations and preparing proposal submissions and the delivery of presentations to invitees of tenders. In addition, Mr Lee also oversees all matters related to technology, technical consultation on technical issues and technical management of projects. Mr Lee has also been the management representative of our Group's quality and environmental management system, responsible for our Group's quality control procedures and continued compliance with quality standards.

Mr Lee holds a Diploma in Electronic and Computer Engineering from Ngee Ann Polytechnic.

LEE KIM ENG
Administrative & Human Resources Manager

Ms Lee oversees our Group's human resource management and administration matters. Prior to joining our Group in April 1995, Ms Lee had more than 8 years of experience in quantity survey with various companies.

Ms Lee holds a Diploma in Quantity Surveying from Singapore Polytechnic.

LIM KIM TAT
Operation Director

Mr Lim joined our Group in August 2010 where he oversees our Group's cleaning operations. He is a veteran in the cleaning industry with more than 30 years of experience.

Mr Lim was promoted to the position of Operation Director in February 2012 and is responsible for the day-to-day operational and business development activities of the Group's cleaning operations. He plays an instrumental role in the preparation of proposals and tender submission for cleaning projects.

TAY SENG HEONG
Operations Manager

Mr Tay first joined our Group in April 2006 as an operations executive and was promoted to Assistant Manager in July 2009 where he was in charge of our Group's waste disposal and recycling operations. He was appointed as our Manager (Operations) in August 2010.

Mr Tay is responsible for the development and implementation of corporate policies and oversees the operations and business development of the waste disposal and recycling businesses. He also has a role in the preparation of proposal submissions for waste disposal projects. Mr Tay is also overall in charge of our customer relationship management team that handles queries and feedback in relation to our waste disposal and conservancy and cleaning services.

Prior to joining our Group, Mr Tay was an operations executive with a company that deals with health products, responsible for servicing and maintaining over 60 of the company's stores, as well as the setting up of road shows and new franchise stores.

Mr Tay graduated from Ngee Ann Polytechnic with a Diploma in Information Technology (ComputerStudies).

FINANCIAL **CONTENTS**

CORPORATE **GOVERNANCE REPORT**

The Board is committed to maintain good corporate governance to enhance and safeguard the interest of its shareholders. This report below describes the corporate governance framework & practices of the Company with reference to the Code of Corporate Governance 2005 (the "Code") for the financial year ended 30 June 2013 ("FY2013"). Explanations are provided where there are deviations from the Code. The Company has complied with the principles of the Code where appropriate.

1. BOARD MATTERS

1.1 The Board's Conduct of its Affairs

Principle 1: Every Company should be headed by an effective Board to lead and control the Company. The Board is collectively responsible for the success of the Company. The Board works with Management to achieve this and the Management remains accountable to the Board.

Apart from its statutory responsibilities, the principal functions of the Board encompass the following:

- Providing stewardship to the Company including charting its corporate strategies and business plans;
- Monitoring management's performance;
- Establishing a framework for effective control;
- Providing guidance and advice to management; and
- Being responsible for good corporate governance.

The Board's decision or specific approval is also required on matters such as major funding proposals, investment and divestment proposals, major acquisitions and disposals, corporate or financial restructuring, mergers and acquisitions, share issuance and dividends, acceptance of bank facilities, release of the Group's half year and full year results announcements and interested person transactions of a material nature.

The Company's Articles of Association permit the Directors of the Company to attend meetings through the use of audio-visual communication equipment.

In between the scheduled meetings, the Board may have informal discussions on matters requiring urgent attention, which would then be formally confirmed and approved by circulating resolutions in writing. Ad-hoc Board meetings are also convened as and when they are deemed necessary in between the scheduled meetings.

For FY2013, the Board held four (4) meetings. The attendance of the Directors at the meetings of the Board for FY2013 is as follows:

Directors	No. of Board meetings held	Attendance
Mr Lee Koh Yong	4	4
Mr Lee Cheng Chye	4	4
Mr Chan Teck Ee Vincent	4	4
Mr Ng Tiak Soon	4	4
My Lye Hoong Yip Raymond	4	4
Mr Foo Shiang Ping	4	4

To assist the Board in the discharge of its responsibilities, the Board has established three (3) Board Committees, namely the Audit Committee, Nominating Committee and Remuneration Committee. Upon its establishment, the Board Committees operate within clearly defined terms of reference and operating procedures, which would be reviewed on a regular basis.

The Directors have been given briefings by the management on the business activities and its strategic directions to facilitate the effective discharge of their duties. The Management will monitor new or changes in laws, regulations and commercial developments and will keep the Board updated accordingly.

1.2 Board Composition and Guidance

Principle 2: There should be a strong and independent element on the Board, which is able to exercise objective judgment on corporate affairs independently, in particular, from Management. No individual or small group of individuals should be allowed to dominate the Board's decision making.

The Board currently consists of six (6) Directors and is as follows:

Mr Lee Koh Yong	Executive Chairman
Mr Lee Cheng Chye	Chief Executive Officer
Mr Chan Teck Ee Vincent	Executive Director and Chief Operating Officer
Mr Foo Shiang Ping	Non-Executive Director
Mr Ng Tiak Soon	Lead Independent Director
Mr Lye Hoong Yip Raymond	Independent Director

The Company endeavours to maintain a strong and independent element on the Board. Two (2) of the Company's Directors are independent, thereby fulfilling the Code's requirement that at least one-third of the Board should comprise Independent Directors.

The Board considers an Independent Director as one who has no relationship with the Company, its related companies, or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Directors' independent judgment of the Group's affairs with a view to the best interests of the Company.

The Independent Directors have confirmed that they do not have any relationship with the Company, its related companies or its officers that would interfere, or be reasonably perceived to interfere, with the exercise of their independent business judgement, with a view to the best interests of the Company. The independence of each Director will be reviewed annually by the Nominating Committee in accordance with the definition of independence in the Code.

The Nominating Committee has reviewed and is of the view that the two (2) Independent Directors are independent. The Nominating Committee is of the view that the present composition of the Board allows it to exercise objective judgement on corporate matters and that no individual or small group of individuals dominates the decisions of the Board.

The composition of the Board will be reviewed on an annual basis by the Nominating Committee to ensure that the Board has the appropriate mix of expertise and experience, and collectively possesses the necessary core competencies for effective functioning and informed decision-making. The Nominating Committee has reviewed and is of the view that the current Board comprises persons who as a group provide capabilities required for the Board to be effective.

The profiles of the Directors are set out on pages 4 and 5 of this Annual Report. The Board considers its current Board size to be appropriate for effective decision-making, taking into account the nature and scope of the Group's operations.

1.3 Chairman and Chief Executive Officer

Principle 3: There should be a clear division of responsibilities at the top of the company – the working of the Board and the executive responsibility of the company's business – which will ensure a balance of power and authority, such that no one individual represents a considerable concentration of power.

Mr Lee Koh Yong is the Executive Chairman of the Board, and is responsible for the workings of the Board to ensure the effectiveness and integrity of the governance process. Mr Lee Cheng Chye is the Chief Executive Officer ("CEO"), who is responsible for the business and operational decisions of the Group. The Executive Chairman and the CEO are brothers. The Board is of the view that there is a clear division of responsibilities between the Executive Chairman and the CEO in order to ensure that there is an appropriate balance of power, increased accountability and sufficient capacity of the Board for independent decision making.

The CEO works with the Board to determine the strategy for the Group and is responsible for the Group's business performance. The CEO also works with the senior management of the Group to ensure that the senior management operates in accordance with the strategic and operational objectives of the Group.

The Executive Chairman leads the Board to ensure its effectiveness on all aspects of its role. He approves the agendas for the Board, while the agendas for Board Committees are approved by the Executive Chairman together with the respective chairpersons of the Board Committees.

The Executive Chairman also exercises control over the quality, quantity and timeliness of information flow between the Board, the senior management and the shareholders of the Company. He encourages interactions between the Board and the senior management, as well as between the Executive and Non-Executive Directors. The Executive Chairman also takes a leading role in ensuring the Company's compliance with corporate governance guidelines.

In order to ensure good corporate governance practice and that there is no concentration of power and authority vested in one individual, the Company has appointed Mr Ng Tiak Soon as the Lead Independent Director. The Lead Independent Director will be available to the shareholders where they have concerns which cannot be resolved through the normal channels of the Executive Chairman, the CEO or the Financial Controller, or where such contact is not possible or inappropriate.

1.4 Board Membership

Principle 4: There should be a formal and transparent process for the appointment of new Directors to the Board.

The Nominating Committee

The Company has constituted a Nominating Committee to, among other things, make recommendations to the Board on all Board appointments and oversee the Company's succession and leadership development plans. The Nominating Committee comprises Mr Ng Tiak Soon (Chairman), Mr Lee Cheng Chye and Mr Lye Hoong Yip Raymond, of which the majority of whom, including the Chairman, are independent.

The Nominating Committee will be responsible for (i) re-nomination of the Directors having regard to the Director's contribution and performance, (ii) determining annually whether or not a Director is independent, (iii) deciding whether a Director is able to and has adequately carried out his duties as a director of the Company, in particular, where the Director concerned has multiple board representations, (iv) reviewing and approving any new employment of related persons and the proposed terms of their employment, and (v) deciding how the Board's performance is to be evaluated and propose objective performance criteria, subject to the approval of the Board, which address how the Board has enhanced long term shareholders' value.

The Board has implemented a process to be carried out by the Nominating Committee for assessing the effectiveness of the Board as a whole and for assessing the contribution by each individual Director to the effectiveness of the Board. Each member of the Nominating Committee shall abstain from voting on any resolution and making any recommendations and/or participating in any deliberations of the Nominating Committee in respect of the assessment of his performance or re-nomination as a Director.

For any new appointments of Directors, during the selection process, the Nominating Committee will take into consideration the current Board size and its mix and determine if the candidate's background, experience and knowledge will bolster the core competencies of the Board. The selected candidates must also be a person of integrity and be prepared to commit time and attention to the Company's affair, especially if he is serving multiple boards.

Where a vacancy arises under any circumstances, or where it is considered that the Board could benefit from the services of a new director with particular skills, the Nominating Committee, in consultation with the Board, determines the selection criteria and selects candidates with the appropriate expertise and experience for the position. The Nominating Committee will evaluate the capabilities of the candidates in the areas of academic and professional qualifications, knowledge and experiences in relation to the business of the Group. For new appointment of Director(s), the Nominating Committee may tap on the Directors' or the management's personal contacts, networks and recommendations. The Nominating Committee will then meet with the shortlisted candidates to assess their suitability and recommend to the Board for approval.

All Directors are subject to the provisions of Article 107 of the Company's Articles of Association whereby one-third of the Directors are required to retire and subject themselves to re-election by the shareholders at each annual general meeting.

The Nominating Committee has recommended to the Board that Mr Lee Cheng Chye and Mr Foo Shiang Ping be nominated for re-appointment at the forthcoming Annual General Meeting of the Company. Mr Foo Shiang Ping will, upon re-election as a Director, remain as a member of the Audit Committee and the Remuneration Committee. Mr Lee Cheng Chye will, upon re-election as a Director, remain as a member of the Nominating Committee.

Name of Director	Appointment	Date of initial appointment / last re-election	Directorships in other listed companies	
			Current (as at 27 September 2013)	Past 3 Years (prior to 27 September 2013)
Mr Lee Koh Yong	Executive Chairman	11 April 2011 / 23 October 2012	Nil	Nil
Mr Lee Cheng Chye	CEO	9 June 2011 / N.A.	Nil	Nil
Mr Chan Teck Ee Vincent	Executive Director and Chief Operating Officer	9 June 2011 / 24 October 2011	Nil	Nil
Mr Foo Shiang Ping	Non-Executive Director	9 June 2011 / N.A.	Logistics Holdings Limited	Nil
Mr Ng Tiak Soon	Lead Independent Director	9 June 2011 / 23 October 2012	St James Holdings Limited Cordlife Group Limited	Kinergy Ltd
Mr Lye Hoong Yip Raymond	Independent Director	9 June 2011 / 24 October 2011	Goodland Group Limited	Nil

For FY2013, the number of meetings held by the Nominating Committee and attendance at the meetings are as follows:

Directors	No. of meetings held	Attendance
Mr Ng Tiak Soon	1	1
Mr Lee Cheng Chye	1	1
Mr Lye Hoong Yip Raymond	1	1

1.5 Board Performance

Principle 5: There should be a formal assessment of the effectiveness of the Board as a whole and the contribution by each director to the effectiveness of the Board.

Review of the Board's performance will be conducted by the Nominating Committee annually. The Nominating Committee is guided by its terms of reference which set out its responsibility for assessing the Board's effectiveness as a whole and the contribution from each individual Director to the effectiveness of the Board. The Board, through the delegation of its authority to the Nominating Committee, will use its best efforts to ensure that Directors appointed to the Board possess the background, experience and knowledge in technology, business, legal, finance and management skills critical to the Company's business and that each Director, with his special contributions, brings to the Board an independent and objective perspective to enable balanced and well-considered decisions to be made.

With regard to the adopted will process for collective Board appraisal, each Director will assess the Board's performance as a whole and provide the feedback to the Nominating Committee. In reviewing the Board's effectiveness as a whole, the Nominating Committee shall take into account the feedback from Board members as well as the Director's individual skills and experience. The Nominating Committee will also consider the guideline set out in the Code for the evaluation and assessment of the performance of the Board as a whole in achieving strategic objectives. A summary report will be compiled by the Chairman of Nominating Committee and submitted to the Chairman of the Board for analysis and discussion with a view to implementing certain recommendations to further enhance the effectiveness of the Board. If necessary, a copy of the summary report will be extended to the individual Director for information and feedback.

The contribution of each individual Director to the effectiveness of the Board is assessed individually and reviewed by the Chairman of Nominating Committee. In assessing an individual Director's performance, factors that are to be taken into consideration include, attendance at board and related activities, adequacy of preparing for board meetings, contributions in specialist areas, generation of constructive ideas, and maintenance of independence.

The Nominating Committee is of the view that although some of the Directors have multiple board representations, these Directors are able and have been adequately carrying out their duties as Directors of the Company. The Nominating Committee, having reviewed the overall performance of the Board in terms of its roles and responsibilities and the conduct of its affairs as a whole, and the individual Director's performance, is of the view that the performance of the Board and each individual Director have been satisfactory.

1.6 Access to Information

Principle 6: In order to fulfill their responsibilities, Board members should be provided with complete, adequate and timely information prior to board meetings and on an on-going basis.

The Company recognises the importance of continual dissemination of relevant information which is explicit, accurate, timely and vital to the Board in carrying out its duties. As such, the Board expects the management to report the Company's progress and drawbacks in meeting its strategic business objectives or financial targets and other information relevant to the strategic issues encountered by the Company in a timely and accurate manner.

In exercising their duties, the Directors have unrestricted access to the Company's management, Company Secretary and independent auditors.

Each Director has the right to seek independent legal and other professional advice, at the Company's expense, concerning any aspect of the Group's operations or undertakings in order to fulfill their duties and responsibilities as directors.

2. REMUNERATION MATTERS

2.1 Procedures for Developing Remuneration Policies

Principle 7: There should be a formal and transparent procedure for developing policy on executive remuneration and for fixing the remuneration packages of individual Directors. No Director should be involved in deciding his own remuneration.

The Remuneration Committee comprises Mr Lye Hoong Yip Raymond (Chairman), Mr Ng Tiak Soon and Mr Foo Shiang Ping, of which the majority of whom, including the Chairman, are independent. The Remuneration Committee is regulated by a set of written terms of reference and has access to independent professional advice, if necessary.

The Remuneration Committee recommends to the Board a framework of remuneration for the Directors and key executives officers, including those employees related to the Executive Directors and controlling shareholders of the Company, and determines specific remuneration packages for each Executive Director. The recommendations of the Remuneration Committee on remuneration of Directors will be submitted for endorsement by the entire Board.

All aspects of remuneration, including but not limited to Director's fees, salaries, allowances, bonuses, and other benefits-in-kind shall be covered by the Remuneration Committee. Each member of the Remuneration Committee shall abstain from voting on any resolutions in respect of his remuneration package. The overriding principle is that no Director should be involved in deciding his own remuneration. The Remuneration Committee has met to consider and review the remuneration packages of the Executive Directors and key executive officers, including those employees related to the Executive Directors and controlling shareholders of the Company.

During FY2013, the number of meetings held by the Renumeration Committee and attendance at the meetings are as follows:

Directors	No. of meetings held	Attendance
Mr Lye Hoong Yip Raymond	1	1
Mr Ng Tiak Soon	1	1
Mr Foo Shiang Ping	1	1

2.2 Level and Mix of Remuneration

Principle 8: The level of remuneration should be appropriate to attract, retain and motivate the Directors needed to run the Company successfully but companies should avoid paying more than is necessary for this purpose. A significant proportion of executive Directors' remuneration should be structured so as to link rewards to corporate and individual performance.

In setting remuneration packages, the Remuneration Committee will take into account pay and employment conditions within the same industry and in comparable companies, as well as the Group's relative performance and the performance of individual Directors.

The Independent Directors and Non-Executive Director receive Directors' fees, in accordance with their contribution, taking into account factors such as effort, time spent, responsibilities of the Directors and the need to pay competitive fees to attract, motivate and retain such Independent Directors and Non-Executive Director. Directors' fees are recommended by the Board for approval by the shareholders at the Company's annual general meeting.

The Company's Executive Directors, namely Mr Lee Koh Yong, Mr Lee Cheng Chye, and Mr Chan Teck Ee Vincent are remunerated based on their service agreements with the Company as disclosed in the Company's Offer Document dated 6 July 2011. The service agreements are valid for an initial period of three (3) years with effect from the date of listing which was 15 July 2011. During the initial period of three (3) years, either party may terminate the service agreement by giving to the other party not less than six (6) months' notice in writing, or in lieu of notice, payment of an amount equivalent to six (6) months' salary based on the Directors' last drawn monthly salary. The remuneration comprises a fixed salary, monthly car allowance, fixed bonus of one month's salary as well as profit sharing which is designed to align the interests of the Executive Directors with those of shareholders.

The Group has also previously entered into letters of employment with all the executive officers. Such letters typically provide for the salaries payable to the executive officers, their working hours, medical benefits, grounds of termination and certain restrictive covenants.

2.3 Disclosure on Remuneration

Principle 9: Each Company should provide clear disclosure of its remuneration policy, level and mix of remuneration, and the procedure for setting remuneration in the Company's annual report. It should provide disclosure in relation to its remuneration policies to enable investors to understand the link between remuneration paid to Directors and key executives, and performance.

The breakdown of remuneration of the Directors of the Company for FY2013 is as follows:

Directors	Fees %	Salaries %	Bonus %	Other benefits %	Total %
S$500,000 to below S$750,000					
Lee Koh Yong	-	63	5	32	100
Lee Cheng Chye	-	63	5	32	100
S$250,000 to below S$500,000					
Chan Teck Ee Vincent	-	60	5	35	100
Below S$250,000					
Ng Tiak Soon	100	-	-	-	100
Lye Hoong Yip Raymond	100	-	-	-	100
Foo Shiang Ping	100	-	-	-	100

The Company's staff remuneration policy is based on individual's rank and role, the individual performance, the Group's performance and industry benchmarking gathered from companies in comparable industries.

Details of remuneration paid to key executive officers of the Group for FY2013 is as follows:

Key Executive Officers	**Salaries %**	**Bonus %**	**Other benefits %**	**Total %**
Below S$250,000				
Mr Teo Theng How	83	17	-	100
Mr Lee Chuan Heng	74	15	11	100
Ms Lee Kim Eng	78	16	6	100
Mr Tay Seng Heong	70	14	16	100

Apart from the remuneration of Mr Lee Hock Seong and Ms Lee Kim Eng, the siblings of the Company's Executive Chairman and CEO, there is no other employee of the Group who is an immediate family member of a Director or the CEO whose remuneration exceeds S$150,000 for FY2013.

The Company does not have any employee share option scheme.

3. ACCOUNTABILITY AND AUDIT

3.1 Accountability

Principle 10: The Board should present a balanced and understandable assessment of the Company's performance, position and prospects.

The Board believes that it should conduct itself in ways that deliver maximum sustainable value to its shareholders. Timely releases of the Group's financial results and all significant information to shareholders as well as the prompt fulfillment of statutory requirements are ways to maintain shareholder's confidence and trust in the Board's capability and integrity.

Currently, the Company is required to release half year and full year results announcements pursuant to the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the "SGX-ST") ("Catalist Listing Manual"). In this respect, the Board, with the assistance of the management, strives to provide a balanced and understandable assessment of the Group's performance and position. The Board also undertakes such effort with respect to other price sensitive public reports and reports to regulators, where required.

The management is responsible to the Board and the Board itself is accountable to the shareholders of the Company. The Board is provided with the management accounts of the Group's performance and position on a quarterly basis.

3.2 Audit Committee

Principle 11: The Board should establish an Audit Committee with written terms of reference which clearly set out its authority and duties.

The Audit Committee comprises Mr Ng Tiak Soon (Chairman), Mr Lye Hoong Yip Raymond, and Mr Foo Shiang Ping, of which the majority of whom, including the Chairman, are independent.

The Audit Committee members possess many years of experience in accounting, legal, business and financial management. The Board considers that the members of the Audit Committee are appropriately qualified to discharge the responsibilities of the Audit Committee.

The principal role and functions of the Audit Committee are as follows:

(a) review with the external auditor on the audit plan, their evaluation of the system of internal controls, audit report, management letter and management's response;

(b) review the half yearly and annual, and quarterly if applicable, financial statements and results before submission to the Board for approval, focusing in particular, on changes in accounting policies and practices, major risk areas, significant adjustments resulting from the audit, compliance with accounting standards, compliance with the Catalist Listing Manual and any other relevant statutory or regulatory requirements;

(c) review the internal control procedures and ensure co-ordination between the external auditor and the management, review the assistance given by the management to the external auditors, and discuss problems and concerns, if any, arising from audits, and any matters which the external auditor may wish to discuss (in the absence of the management where necessary);

(d) review and discuss with the external auditor any suspected fraud or irregularity, or suspected infringement of any relevant laws, rules or regulations, which has or is likely to have a material impact on the Company's operating results or financial position, and the management's response;

(e) consider and recommend the appointment or re-appointment of the external auditor and matters relating to resignation or dismissal of the external auditor;

(f) review interested person transactions (if any) falling within the scope of Chapter 9 of the Catalist Listing Manual;

(g) review potential conflicts of interest (if any);

(h) undertake such other reviews and projects as may be requested by the Board and report to the Board its findings from time to time on matters arising and requiring the attention of the Audit Committee;

(i) review and establish procedures for receipt, retention and treatment of complaints received by the Group regarding *inter alia*, criminal offences involving the Group or its employees, questionable accounting, auditing, business, safety or other matters that impact negatively on the Group; and

(j) generally undertake such other functions and duties as may be required by statute or the Catalist Listing Manual, or by such amendments made thereto from time to time.

Apart from the above functions, the Audit Committee will also commission and review the findings of internal investigations into matters where there is any suspected fraud or irregularity, or failure of internal controls, or infringement of any law, rule or regulation which has or is likely to have a material impact on the Group's operating results or financial position. The Audit Committee is authorised to obtain independent professional advice if it deems necessary in the discharge of its responsibilities. Such expenses are to be borne by the Group. Each member of the Audit Committee will abstain from voting in respect of matters in which he is interested.

The Audit Committee has full access to the management and full discretion to invite any Director or key management to attend its meetings, and will be given reasonable resources to enable it to discharge this function.

The Audit Committee has met with the external and internal auditors, without the presence of management.

The Audit Committee, having reviewed the scope and value of non-audit services provided to the Group by the external auditor, Messrs Nexia TS Public Accounting Corporation, is satisfied that the nature and extent of such services will not prejudice the independence and objectivity of the external auditor. The Audit Committee has recommended to the Board the nomination of Messrs Nexia TS Public Accounting Corporation for re-appointment as external auditor of the Company at the forthcoming Annual General Meeting. The Company has complied with Rules 712 and 715 of the Catalist Listing Manual in relation to its external auditors.

The Group has established a whistle-blowing policy that seeks to provide a channel for both employees and external parties to raise concerns and issues in good faith on possible corruption, suspected fraud and other non-compliance issues. The Audit Committee will address the issues/concerns raised and ensure that necessary arrangements are in place for the independent investigation of issues raised by the employees or external parties and for appropriate follow-up actions.

For FY2013, the number of meetings held by the Audit Committee and attendance at the meetings are as follows:

Directors	No. of meetings held	Attendance
Mr Ng Tiak Soon	4	4
Mr Lye Hoong Yip Raymond	4	4
Mr Foo Shiang Ping	4	4

3.3 Internal Controls

Principle 12: The Board should ensure that the Management maintains a sound system of internal controls to safeguard the shareholders' investments and the Company's asset.

The Board is responsible for the overall internal control framework and is fully aware of the need to put in place a system of internal controls within the Group to safeguard shareholders' interests and the Group's assets, and to manage risks. The Board recognises that, the internal controls system maintained by the Group's management and that was in place throughout FY2013 and up to the date of this report provides reasonable, but not absolute, assurance against material financial misstatements or losses, and includes the safeguard of assets, the maintenance of proper accounting records, the reliability of financial information, compliance with appropriate legislation, regulations and best practices, and the identification and containment of financial, operational and compliance risks. The Board notes that all internal control systems contain inherent limitations and no system of internal controls could provide absolute assurance against the occurrence of material errors, poor judgment in decision-making, human error losses, fraud or other irregularities. Based on the internal controls established and maintained by the Group, work performed by the internal and external auditors, and reviews performed by the management and the Board, the Audit Committee and the Board are of the opinion that the Group's internal controls, addressing financial, operational and compliance risks, were adequate as at 30 June 2013.

3.4 Internal Audit

Principle 13: The Company should establish an internal audit function that is independent of the activities it audits.

The Board recognises the importance of maintaining an internal audit function to maintain a sound system of internal controls within the Group to safeguard shareholders' investments and the Company's assets. The Audit Committee has the responsibility to review the adequacy of the internal audit function annually, review the internal audit program and ensure co-ordination between internal auditor, external auditor and management, and ensure that the internal auditor meets or exceeds the standards set by nationally or internationally recognised professional bodies.

The internal audit function of the Group has been outsourced to KPMG LLP and their primary line of reporting is to the Audit Committee. The objective of the internal audit function is to provide an independent review on the adequacy and effectiveness of the Group's internal controls and provide reasonable assurance to the Audit Committee on the Group's controls and governance processes. An annual internal audit plan which entails the review of the effectiveness of the Group's controls has been developed by the internal auditor. The Audit Committee is satisfied that the internal audit function has been adequately resourced and has the appropriate standing within the Group.

4. COMMUNICATION WITH SHAREHOLDERS

Principle 14: Companies should engage in regular, effective and fair communication with shareholders.

In line with the continuous disclosure obligations of the Company pursuant to the Catalist Listing Manual and the Companies Act, Chapter 50 of Singapore, it is the Board's policy to ensure that all shareholders are informed regularly and on a timely basis of every significant development that has an impact on the Group.

Pertinent information is communicated to shareholders on a regular and timely basis via SGXNET announcements and news releases.

The annual general meeting of the Company is a principal forum for dialogue and interaction with all shareholders. All shareholders of the Company will receive annual reports and are informed of shareholders' meetings through notices published in the newspapers and reports or circulars sent to all shareholders. Shareholders are invited at such meetings to put forth any questions they may have on the motions to be debated and decided upon. If any shareholder is unable to attend, he is allowed to appoint up to two proxies to vote on his behalf at the meeting through proxy forms sent in advance.

At the Company's general meetings, each distinct issue is proposed as a separate resolution.

Principle 15: Companies should encourage greater shareholder participation at annual general meetings, and allow shareholders the opportunity to communicate their views on various matters affecting the Company.

At the annual general meeting, the shareholders of the Company will be given the opportunity to voice their views and direct to the Directors or the management questions regarding the Company.

The Chairman of each Board Committees is required to be present to address questions at the annual general meeting. The external auditor is also present to assist the Directors to address shareholders' queries, if necessary.

ADDITIONAL INFORMATION

5. DEALING IN SECURITIES

In line with Rule 1204 (19) of the Catalist Listing Manual, the Company has adopted an internal code of conduct and policy in relation to dealings in the Company's securities that are applicable to the Directors and all its officers. The Directors and officers of the Company are not allowed to deal in the Company's shares during the period commencing one month before the announcement of the Company's half year or full year financial results and ending on the date of the announcements of the results, or when they are in possession of unpublished price-sensitive information of the Group. In addition, the Directors and officers are discouraged from dealing in the Company's shares on short-term considerations.

Directors and officers are also expected to observe insider-trading laws at all times even when dealing with securities within the permitted trading period.

6. MATERIAL CONTRACTS

There were no material contracts entered into by the Company or its subsidiaries involving the interest of the CEO, any Director, or controlling shareholder, which are either still subsisting at the end of FY2013 or if not then subsisting, entered into since the end of the previous financial year.

7. INTERESTED PERSONS TRANSACTIONS ("IPTs")

The Group has established procedures to ensure that all transactions with interested persons are reported in a timely manner to the Audit Committee and that transactions are conducted on an arm's length basis that are not prejudicial to the interests of the shareholders. When a potential conflict of interest occurs, the Director concerned will be excluded from discussions and refrain from exercising any influence over other members of the Board.

The Group does not have a general mandate for IPTs. There were no IPTs of S$100,000 or more entered into during FY2013.

8. RISK MANAGEMENT

The Company has formed a Risk Management Team, headed by the Non-Executive Director, Mr Foo Shiang Ping, to assess and review the Group's business and operational environment in order to identify areas of significant business, financial, operational and compliance risks, as well as appropriate measures to control and mitigate these risks.

The Risk Management Team, which works alongside with the Audit Committee, reports and highlights all significant risk matters to the Board for discussions and to take appropriate actions, if required.

9. USE OF IPO PROCEEDS

The Company raised S$6.6 million from its IPO of 30,214,000 new ordinary shares of S$0.22 each on 15 July 2011. As at the date of this report, the IPO proceeds have been fully utilised as follows:

Use of proceeds	Amount Allocated S$'000	Amount Utilised S$'000	Amount Unutilised S$'000
To expand materials recovery capacity and capacity of vehicle depot	2,000	2,000	-
To expand existing fleet of vehicles and equipment, and upgrade existing facilities	1,500	1,500	-
General working capital requirements	1,775	1,775	-
IPO expenses	1,371	1,371	-
	6,646	6,646	-

10. NON-SPONSORS FEES

No non-sponsor fees were paid to the Company's sponsor, PrimePartners Corporate Finance Pte. Ltd, for FY2013.

The Directors present their report to the members together with the audited consolidated financial statements of 800 Super Holdings Limited (the "Company") and its subsidiaries (collectively, the "Group") for the financial year ended 30 June 2013 and the statement of financial position of the Company as at 30 June 2013.

Directors

The Directors of the Company in office at the date of this report are as follows:

Lee Koh Yong
Lee Cheng Chye
Chan Teck Ee Vincent
Foo Shiang Ping
Ng Tiak Soon
Lye Hoong Yip Raymond

Arrangements to enable Directors to acquire shares and debentures

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose object was to enable the Directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

Directors' interest in shares or debentures

According to the register of the Directors' shareholdings, none of the Directors holding office at the end of the financial year had any interest in the shares or debentures of the Company or its related corporations, except as follows:

	Holdings registered in name of Director or nominee		Holdings in which Director is deemed to have an interest	
	At 30.6.2013	**At 1.7.2012**	**At 30.6.2013**	**At 1.7.2012**
Company				
(No. of ordinary shares)				
Lee Koh Yong	5,002,200	5,002,200	116,000,000	116,000,000
Lee Cheng Chye	4,287,600	4,287,600	116,000,000	116,000,000
Chan Teck Ee Vincent	400,000	200,000	-	-
Foo Shiang Ping	1,348,000	1,348,000	-	-
Holding Corporation - Yong Seong Investment Pte. Ltd.				
(No. of ordinary shares)				
Lee Koh Yong	28	28	-	-
Lee Cheng Chye	24	24	-	-

The Directors' interests in the ordinary shares of the Company as at 21 July 2013 were the same as those as at 30 June 2013.

By virtue of Section 7 of the Singapore Companies Act, Cap. 50, Mr Lee Koh Yong and Mr Lee Cheng Chye are deemed to have an interest in the shares of all the Company's subsidiaries at the end of the financial year.

Directors' contractual benefits

Since the end of the previous financial year, no Director has received or become entitled to receive a benefit by reason of a contract made by the Company or a related corporation with the Director or with a firm of which he is a member or with a company in which he has a substantial financial interest, except as disclosed in the accompanying financial statements.

Share options

There were no options granted during the financial year to subscribe for unissued shares of the Company or its subsidiaries.

No shares were issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company or its subsidiaries.

There were no unissued shares of the Company or its subsidiaries under option at the end of the financial year.

Audit committee

The members of the Audit Committee at the end of the financial year were as follows:

- Ng Tiak Soon (Chairman), Independent Non-executive Director
- Lye Hoong Yip Raymond, Independent Non-executive Director
- Foo Shiang Ping, Non-executive Director

The Audit Committee performs the functions specified in Section 201B(5) of the Singapore Companies Act, Cap. 50.

For the financial year ended 30 June 2013, the Audit Committee has held four meetings. In performing its functions, the Audit Committee met with the Company's independent auditor and internal auditors to discuss the scope of their work, the results of their examination and evaluation of the Company's internal accounting control system.

The Audit Committee also reviewed the following:

- assistance provided by the Company's officers to the independent auditor;
- annual financial statements of the Group and the Company prior to their submission to the Directors of the Company for adoption; and
- interested person transactions (as defined in Chapter 9 of the Catalist Listing Manual).

The Audit Committee has full access to management and has been given the resources required for it to discharge its functions. It has full authority and the discretion to invite any Director or executive officer to attend its meetings. The Audit Committee also recommends the appointment of the independent auditor and reviews the level of audit and non-audit fees.

The Audit Committee is satisfied with the independence and objectivity of the independent auditor and has recommended to the Board of Directors that the independent auditor, Nexia TS Public Accounting Corporation, be nominated for re-appointment as independent auditor at the forthcoming Annual General Meeting of the Company.

Independent auditor

The independent auditor, Nexia TS Public Accounting Corporation, has expressed its willingness to accept re-appointment.

On behalf of the Board of Directors

....
Lee Koh Yong
Director

....
Lee Cheng Chye
Director

27 September 2013

STATEMENT **BY DIRECTORS**

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2013

In the opinion of the Directors,

(a) the statement of financial position of the Company and the consolidated financial statements of the Group as set out on pages 29 to 66 are drawn up so as to give a true and fair view of the state of affairs of the Company and of the Group as at 30 June 2013 and of the results of the business, changes in equity and cash flows of the Group for the financial year then ended; and

(b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

The Board of Directors has, on the date of this statement, authorised these financial statements for issue.

On behalf of the Board of Directors

....

Lee Koh Yong
Director

....

Lee Cheng Chye
Director

27 September 2013

INDEPENDENT **AUDITOR'S REPORT**

TO THE MEMBERS OF 800 SUPER HOLDINGS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of 800 Super Holdings Limited (the "Company") and its subsidiaries (the "Group") set out on pages 29 to 66, which comprise the consolidated statement of financial position of the Group and the statement of financial position of the Company as at 30 June 2013, the consolidated statement of comprehensive income, statement of changes in equity and statement of cash flows of the Group for the financial year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Singapore Companies Act (the "Act") and Singapore Financial Reporting Standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair profit and loss accounts and balance sheets and to maintain accountability of assets.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Singapore Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Act and Singapore Financial Reporting Standards so as to give a true and fair view of the state of affairs of the Group and of the Company as at 30 June 2013, and of the results, changes in equity and cash flows of the Group for the financial year ended on that date.

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiaries incorporated in Singapore, of which we are the auditors, have been properly kept in accordance with the provisions of the Act.

Nexia TS Public Accounting Corporation
Public Accountants and Chartered Accountants

Director-in-charge: Kristin YS Kim
Appointed since financial year ended 30 June 2013

Singapore

27 September 2013

STATEMENTS OF **FINANCIAL POSITION**

AS AT 30 JUNE 2013

	Note	Group 2013 $'000	Group 2012 $'000	Company 2013 $'000	Company 2012 $'000
ASSETS					
Current Assets					
Cash and cash equivalents	4	7,928	11,447	1,245	3,692
Trade and other receivables	5	21,181	17,978	5,404	4,449
Other current assets	6	1,963	2,224	167	118
		31,072	31,649	6,816	8,259
Non-Current Assets					
Investment in subsidiaries	7	-	-	17,363	17,258
Property, plant and equipment	8	35,941	19,046	15,864	-
Available-for-sale financial assets	9	5	2	-	-
Deferred income tax assets	13	-	-	2	2
		35,946	19,048	33,229	17,260
Total Assets		67,018	50,697	40,045	25,519
LIABILITIES					
Current Liabilities					
Trade and other payables	10	10,586	9,244	2,848	427
Current income tax liabilities	24	962	1,117	-	-
Borrowings	11	2,252	3,389	-	-
		13,800	13,750	2,848	427
Non-Current Liabilities					
Borrowings	11	17,429	5,076	11,850	-
Deferred income tax liabilities	13	1,372	1,489	-	-
		18,801	6,565	11,850	-
Total Liabilities		32,601	20,315	14,698	427
NET ASSETS		34,417	30,382	25,347	25,092
EQUITY					
Capital and reserves attributable to equity holders of the Company					
Share capital	14	22,772	22,772	22,772	22,772
Fair value reserve	15	40	37	-	-
Retained profits	16	11,519	7,573	2,575	2,320
		34,331	30,382	25,347	25,092
Non-controlling interests		86	-	-	-
Total Equity		34,417	30,382	25,347	25,092

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF **COMPREHENSIVE INCOME**

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2013

	Note	Group 2013 $'000	Group 2012 $'000
Revenue	18	97,542	88,668
Other income	19	339	787
Other gains/(losses) - net	20	46	(74)
Purchase of supplies and disposal charges		(27,651)	(26,902)
Sub-contractor charges		(2,677)	(4,007)
Depreciation of property, plant and equipment	8	(3,185)	(2,832)
Other expenses	21	(13,764)	(12,382)
Employee benefits expense	22	(43,567)	(36,089)
Finance expenses	23	(373)	(297)
Profit before income tax		6,710	6,872
Income tax expense	24	(935)	(934)
Net profit		5,775	5,938
Other comprehensive income:			
Items that may be reclassified subsequently to profit or loss:			
Available-for-sale financial assets			
- Fair value gains	15	3	1
- Reclassification	15	-	22
Other comprehensive income, net of tax		3	23
Total comprehensive income		5,778	5,961
Profit attributable to:			
Equity holders of the Company		5,734	5,938
Non-controlling interests		41	-
		5,775	5,938
Total comprehensive income attributable to:			
Equity holders of the Company		5,737	5,961
Non-controlling interests		41	-
		5,778	5,961
Earnings per share for profit attributable to equity holders of the Company (cents per share)			
Basic and diluted	25	3.21	3.35

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF
CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2013

	Note	Share capital	Fair value reserve	Retained profits	Total equity attributable to owners of the Company	Non-controlling interests	Total
		$'000	$'000	$'000	$'000	$'000	$'000
Group							
2013							
Beginning of financial year		22,772	37	7,573	30,382	-	30,382
Issuance of ordinary shares to non-controlling interests		-	-	-	-	45	45
Dividends paid in respect of year 2012	17	-	-	(1,788)	(1,788)	-	(1,788)
Total comprehensive income for the financial year		-	3	5,734	5,737	41	5,778
End of financial year		22,772	40	11,519	34,331	86	34,417
2012							
Beginning of financial year		17,148	14	2,618	19,780	-	19,780
Issuance of ordinary shares	14	7,436	-	-	7,436	-	7,436
Dividends paid in respect of year 2011	17	-	-	(983)	(983)	-	(983)
Share issue expenses #	14	(1,812)	-	-	(1,812)	-	(1,812)
Total comprehensive income for the financial year		-	23	5,938	5,961	-	5,961
End of financial year		22,772	37	7,573	30,382	-	30,382

This includes fees amounting to $210,000 paid to the independent auditor of the Company for their services rendered in connection with the Company's initial public offering

The accompanying notes form an integral part of these financial statements.

CONSOLIDATED STATEMENT OF **CASH FLOWS**

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2013

	Note	Group 2013 $'000	Group 2012 $'000
Cash flows from operating activities			
Net profit		5,775	5,938
Adjustments for:			
- Income tax expense		935	934
- Depreciation of property, plant and equipment	8	3,185	2,832
- Loss on disposal of available-for-sale financial assets	20	-	10
- (Gain)/loss on disposal of property, plant and equipment	20	(46)	64
- Dividend income	19	-	(4)
- Interest income	19	(12)	(23)
- Interest expense	23	373	297
		10,210	10,048
Changes in working capital			
- Trade and other receivables		(3,201)	(594)
- Other current assets		261	(506)
- Trade and other payables		1,334	1,854
Cash generated from operations		8,604	10,802
Interest received		11	13
Interest paid		(365)	(297)
Income tax (paid)/refund	24	(1,207)	251
Net cash provided by operating activities		7,043	10,769
Cash flows from investing activities			
Additions to property, plant and equipment		(18,128)	(3,064)
Proceeds from disposal of property, plant and equipment		122	385
Proceeds from disposal of available-for-sale financial assets		-	89
Dividend received		-	4
Net cash used in investing activities		(18,006)	(2,586)
Cash flows from financing activities			
Proceeds from issuance of ordinary shares		-	6,647
Repayments of finance lease liabilities		(1,500)	(1,367)
Repayments of borrowings		(1,415)	(1,210)
Proceeds from borrowings		12,102	1,061
Dividends paid	17	(1,788)	(983)
Payment of share issue expenses		-	(388)
Proceeds from issuance of ordinary shares to non-controlling interests		45	-
Net cash provided by financing activities		7,444	3,760
Net (decrease)/increase in cash and cash equivalents		(3,519)	11,943
Cash and cash equivalents			
Beginning of financial year		11,447	(496)
End of financial year	4	7,928	11,447

The accompanying notes form an integral part of these financial statements.

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1 Corporate information

800 Super Holdings Limited (the "Company") is listed on the Catalist of the Singapore Exchange Securities Trading Limited and incorporated and domiciled in the Republic of Singapore. The registered office and principal place of business is at 17A Senoko Way, Singapore 758056.

The principal activities of the Company are those of investment holding company and management and administrative support to its subsidiaries. The principal activities of the subsidiaries are disclosed in Note 7 to the financial statements.

2 Significant accounting policies

2.1 Basis of preparation

These financial statements have been prepared in accordance with Singapore Financial Reporting Standards ("FRS") under the historical cost convention, except as disclosed in the accounting policies below.

The financial statements are presented in Singapore Dollars ("SGD or $") and all values in the tables are rounded to the nearest thousand ($'000) as indicated.

The preparation of financial statements in conformity with FRS requires management to exercise its judgment in the process of applying the Group's accounting policies. It also requires the use of certain critical accounting estimates and assumptions. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

Interpretations and amendments to published standards effective in 2012

On 1 July 2012, the Group adopted the new or amended FRS and Interpretations to FRS ("INT FRS") that are mandatory for application from that date. Changes to the Group's accounting policies have been made as required, in accordance with the transitional provisions in the respective FRS and INT FRS.

The adoption of these new or amended FRS and INT FRS did not result in substantial changes to the accounting policies of the Group and the Company and had no material effect on the amounts reported for the current or prior financial years except for the adoption of the amendment to FRS 1, the effects of which are disclosed below.

The Group has adopted the amendment to FRS 1 *Presentation of Items of Other Comprehensive Income* on 1 July 2012. It requires items presented in other comprehensive income ("OCI") to be separated into two groups, based on whether or not they may be recycled to profit or loss in the future.

This change has been applied retrospectively. It had no material effect on the amounts presented in the statement of comprehensive income for the current or prior years.

2 Significant accounting policies (Cont'd)

2.2 Group accounting

(a) Subsidiaries

(i) Consolidation

Subsidiaries are entities (including special purpose entities) over which the Group has power to govern the financial and operating policies so as to obtain benefits from its activities, generally accompanied by a shareholding giving rise to a majority of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. Subsidiaries are consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date on which control ceases.

In preparing the consolidated financial statements, transactions, balances and unrealised gains on transactions between group entities are eliminated. Unrealised losses are also eliminated but are considered an impairment indicator of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Non-controlling interests are that part of the net results of operations and of net assets of a subsidiary attributable to the interests which are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the consolidated statement of comprehensive income, statement of changes in equity and statements of financial position. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary, even if this results in the non-controlling interests having a deficit balance.

(ii) Acquisitions

The acquisition method of accounting is used to account for business combinations by the Group.

The consideration transferred for the acquisition of a subsidiary or business comprises of the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes the fair value of any contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiary.

Acquisition-related costs are expensed as incurred.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree at the date of acquisition either at fair value or at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

2 Significant accounting policies (Cont'd)

2.2 Group accounting (Cont'd)

(a) Subsidiaries (Cont'd)

(ii) Acquisitions (Cont'd)

The excess of (i) the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over (ii) the fair value of the identifiable net assets acquired is recorded as goodwill.

(iii) Disposals

When a change in the Group ownership interest in a subsidiary results in a loss of control over the subsidiary, the assets and liabilities of the subsidiary including any goodwill are derecognised. Amounts previously recognised in other comprehensive income in respect of that entity are also reclassified to profit or loss or transferred directly to retained earnings if required by a specific Standard.

Any retained equity interest in the entity is remeasured at fair value. The difference between the carrying amount of the retained interest at the date when control is lost and its fair value is recognised in profit or loss.

Please refer to the paragraph "Investment in subsidiaries" for the accounting policy on investment in subsidiaries in the separate financial statements of the Company.

(b) Transactions with non-controlling interests

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control over the subsidiary are accounted for as transactions with equity owners of the Company. Any difference between the change in the carrying amounts of the non-controlling interest and the fair value of the consideration paid or received is recognised within equity attributable to the equity holders of the Company.

2.3 Investment in subsidiaries

Investment in subsidiaries are carried at cost less accumulated impairment losses in the Company's statement of financial position. On disposal of such investment, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

2.4 Property, plant and equipment

(i) Measurement

Property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and accumulated impairment losses.

The cost of an item of property, plant and equipment initially recognised includes its purchase price and any costs that are directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

2 Significant accounting policies (Cont'd)

2.4 Property, plant and equipment (Cont'd)

(ii) Depreciation

Depreciation is calculated using the straight-line method to allocate their depreciable amounts over their estimated useful lives as follows:

	Useful lives
Leasehold lands	22 - 23 years
Leasehold buildings	42 - 45 years
Motor vehicles	10 years
Bins and containers	5 -10 years
Machinery	3 -10 years
Boat	10 years
Office equipment	3 years
Computers	3 years
Furniture and fittings	3 years

The residual values, estimated useful lives and depreciation method of property, plant and equipment are reviewed, and adjusted as appropriate, at the end of each reporting period. The effects of any revision are recognised in profit or loss when the changes arise.

Assets under construction represent the costs of assets under development. When assets under construction are completed and are ready for their intended use, they are recognised as property, plant and equipment and depreciated over their useful lives.

Fully depreciated assets still in use are retained in the financial statements.

(iii) Subsequent expenditure

Subsequent expenditure relating to property, plant and equipment that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repair and maintenance expenses are recognised in profit or loss when incurred.

(iv) Disposal

On disposal of an item of property, plant and equipment, the difference between the disposal proceeds and its carrying amount is recognised in profit or loss within "other gains/(losses) – net".

2 Significant accounting policies (Cont'd)

2.5 Impairment of non-financial assets

Property, plant and equipment
Investment in subsidiaries

Property, plant and equipment and investment in subsidiaries are tested for impairment whenever there is any objective evidence or indication that these assets may be impaired.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash inflows that are largely independent of those from other assets. If this is the case, the recoverable amount is determined for the cash-generating-units ("CGU") to which the asset belongs.

If the recoverable amount of the asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount.

The difference between the carrying amount and recoverable amount is recognised as an impairment loss in profit or loss.

An impairment loss for an asset is reversed if, and only if, there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying amount of this asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years. A reversal of impairment loss for an asset is recognised in profit or loss.

2.6 Financial assets

(a) *Classification*

The Group classifies its financial assets in the following categories: loans and receivables and available-for-sale. The classification depends on the nature of the asset and the purpose for which the assets were acquired. Management determines the classification of its financial assets at initial recognition.

(i) *Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are presented as current assets, except for those expected to be realised later than 12 months after the end of the reporting period which are presented as non-current assets. Loans and receivables are presented as "trade and other receivables" and "cash and cash equivalents" on the statements of financial position.

(ii) *Available-for-sale financial assets*

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are presented as non-current assets unless the investment matures or management intends to dispose of the assets within 12 months after the end of the reporting period.

2 Significant accounting policies (Cont'd)

2.6 Financial assets (Cont'd)

(b) Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade date – the date on which the Group commits to purchase or sell the asset.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

On disposal of a financial asset, the difference between the carrying amount and the sale proceeds is recognised in profit or loss. Any amount in the fair value reserve relating to that asset is reclassified to profit or loss.

(c) Initial measurement

Financial assets are initially recognised at fair value plus transaction costs.

(d) Subsequent measurement

Available-for-sale financial assets are subsequently carried at fair value. Loans and receivables are subsequently carried at amortised cost using the effective interest method.

Interest and dividend income on available-for-sale financial assets are recognised separately in income. Changes in the fair values of available-for-sale equity securities (i.e. non-monetary items) are recognised in other comprehensive income and accumulated in fair value reserve, together with the related currency translation differences.

(e) Impairment

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired and recognises an allowance for impairment when such evidence exists.

(i) Loans and receivables

Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy and default or significant delay in payments are objective evidence that these financial assets are impaired.

The carrying amount of these assets is reduced through the use of an impairment allowance account which is calculated as the difference between the carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. When the asset becomes uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are recognised against the same line item in profit or loss.

The impairment allowance is reduced through profit or loss in a subsequent period when the amount of impairment loss decreases and the related decrease can be objectively measured. The carrying amount of the asset previously impaired is increased to the extent that the new carrying amount does not exceed the amortised cost had no impairment been recognised in prior periods.

2 Significant accounting policies (Cont'd)

2.6 Financial assets (Cont'd)

(e) Impairment (Cont'd)

(ii) Available-for-sale financial assets

In addition to the objective evidence of impairment described above, a significant or prolonged decline in the fair value of an equity security below its cost is considered as an indicator that the available-for-sale financial assets are impaired.

If any evidence of impairment exists, the cumulative loss that was recognised in the fair value reserve is reclassified to profit or loss. The cumulative loss is measured as the difference between the acquisition cost (net of any principal repayments and amortisation) and the current fair value, less any impairment loss previously recognised as an expense. The impairment losses recognised as an expense on equity securities are not reversed through profit or loss.

(f) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

2.7 Financial guarantees

The Company has issued corporate guarantees to banks for borrowings of its subsidiaries. These guarantees are financial guarantees as they require the Company to reimburse the banks if the subsidiaries fail to make principal or interest payments when due in accordance with the terms of their borrowings.

Financial guarantees are initially recognised at their fair values plus transaction costs in the Company's statement of financial position. Financial guarantees are subsequently amortised to profit or loss over the period of the subsidiaries' borrowings, unless it is probable that the Company will reimburse the banks for an amount higher than the unamortised amount. In this case, the financial guarantees shall be carried at the expected amount payable to the banks in the Company's statement of financial position.

Intra-group transactions are eliminated on consolidation.

2.8 Borrowings

Borrowings are presented as current liabilities unless the Group has an unconditional right to defer settlement for at least 12 months after the end of the reporting period, in which case they are presented as non-current liabilities.

Borrowings are initially recognised at fair value (net of transaction costs) and subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

2 Significant accounting policies (Cont'd)

2.9 Trade and other payables

Trade and other payables represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. They are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). Otherwise, they are presented as non-current liabilities.

Trade and other payables are initially recognised at fair value, and subsequently carried at amortised cost using the effective interest method.

2.10 Provisions

Provisions for other liabilities and charges are recognised when the Group has a present legal or constructive obligation as a result of past events, it is more likely than not that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated.

2.11 Fair value estimation of financial assets and liabilities

The fair value of financial instruments traded in active markets (such as exchange-traded and over-the-counter securities) are based on quoted market prices at the end of the reporting period. The quoted market prices used for financial assets are the current bid prices.

The fair values of current financial assets and liabilities carried at amortised cost approximate their carrying amounts.

2.12 Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for rendering of services in the ordinary course of the Group's activities. Revenue is presented, net of goods and services tax, rebates and discounts, and after eliminating sales within the Group.

The Group recognises revenue when the amount of revenue and related cost can be reliably measured, it is probable that the collectability of the related receivables is reasonably assured and when the specific criteria for each of the Group's activities are met as follows:

(a) Rendering of service

Revenue is recognised when services are performed according to contract agreements.

(b) Interest income

Interest income is recognised using the effective interest method.

(c) Dividend income

Dividend income is recognised when the right to receive payment is established.

(d) Other income

Other income is recognised at the point of entitlement of income.

2 Significant accounting policies (Cont'd)

2.13 Income taxes

Current income tax for current and prior periods is recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantially enacted by the end of the reporting period.

Deferred income tax is recognised for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

A deferred income tax liability is recognised on temporary differences arising on investment in subsidiaries, except where the Group is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

Deferred income tax is measured:

(a) at the tax rates that are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period; and

(b) based on the tax consequence that will follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amounts of its assets and liabilities.

Current and deferred income taxes are recognised as income or expense in profit or loss.

2.14 Employee compensation

Employee benefits are recognised as an expense, unless the cost qualifies to be capitalised as an asset.

(a) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities such as the Central Provident Fund on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid.

(b) Employee leave entitlement

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the end of the reporting period.

2 Significant accounting policies (Cont'd)

2.15 Borrowing costs

Borrowing costs are recognised in profit or loss in the period in which they are incurred using the effective interest method.

2.16 Currency translation

(a) *Functional and presentation currency*

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("functional currency"). The financial statements are presented in Singapore Dollars, which is the functional currency of the Company.

(b) *Transactions and balances*

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates at the dates of the transactions. Currency translation differences resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the closing rates at the end of the reporting period are recognised in profit or loss. However, in the consolidated financial statements, currency translation differences arising from borrowings in foreign currencies and other currency instruments designated and qualifying as net investment hedges and net investment in foreign operations, are recognised in other comprehensive income and accumulated in the currency translation reserve.

When a foreign operation is disposed of or any loan forming part of the net investment of the foreign operation is repaid, a proportionate share of the accumulated currency translation differences is reclassified to profit or loss, as part of the gain or loss on disposal.

Foreign exchange gains and losses that relate to borrowings are presented in profit or loss within "finance expenses". All other foreign exchange gains and losses impacting profit or loss are presented in profit or loss within "other gains/(losses) – net".

Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined.

2.17 Cash and cash equivalents

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalents include cash on hand, cash held with financial institutions which are subject to an insignificant risk of change in value.

2 Significant accounting policies (Cont'd)

2.18 Leases

The Group leases motor vehicles, machinery and bins and containers under finance leases and land and office premises under operating leases from non-related parties.

(i) Lessee - Finance leases

Leases where the Group assumes substantially all risks and rewards incidental to ownership of the leased assets are classified as finance leases.

The leased assets and the corresponding lease liabilities (net of finance charges) under finance leases are recognised in the statement of financial position as property, plant and equipment and finance lease liabilities respectively, at the inception of the leases based on the lower of the fair values of the leased assets and the present value of the minimum lease payments.

Each lease payment is apportioned between the finance expense and the reduction of the outstanding lease liability. The finance expense is recognised in profit or loss on a basis that reflects a constant periodic rate of interest on the finance lease liability.

(ii) Lessee - Operating leases

Leases where substantially all risks and rewards incidental to ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessors) are recognised in profit or loss on a straight-line basis over the period of the lease.

2.19 Government grants

Grants from the government are recognised as a receivable at their fair value when there is reasonable assurance that the grant will be received and the Group will comply with all the attached conditions.

Government grants receivable are either recognised as income over the periods necessary to match them with the related costs which they are intended to compensate, on a systematic basis or offset against the related cost in profit or loss.

Government grants relating to assets are deducted against the carrying amount of the assets.

2.20 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Board of Directors who is responsible for allocating resources and assessing performance of the operating segments.

2.21 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are recognised against the share capital account.

2.22 Dividends to Company's shareholders

Dividends to the Company's shareholders are recognised when the dividends are approved for payment.

3 Critical accounting estimates, assumptions and judgements

Estimates, assumptions and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Critical accounting estimates and assumptions

Impairment of loans and receivables

Management reviews its loans and receivables for objective evidence of impairment at least quarterly. Significant financial difficulties of the debtor, the probability that the debtor will enter bankruptcy, and default or significant delay in payments are considered objective evidence that a receivable is impaired. In determining this, management makes judgement as to whether there is observable data indicating that there has been a significant change in the payment ability of the debtor, or whether there have been significant changes with adverse effect in the technological, market, economic or legal environment in which the debtor operates in.

Where there is objective evidence of impairment, management makes judgements as to whether an impairment loss should be recorded as an expense. In determining this, management uses estimates based on historical loss experience for assets with similar credit risk characteristics. The methodology and assumptions used for estimating both the amount and timing of future cash flows are reviewed regularly to reduce any differences between the estimated loss and actual loss experience.

If the net present values of estimated cash flows increase/decrease by 10% from management's estimates for all past due loans and receivables, the Group's allowance for impairment will decrease/increase by $295,000 (2012: $282,000) respectively.

As at 30 June 2013, the management has made adequate allowances for impairment of trade receivables of $45,000 (2012: $65,000) (Note 30(b)(ii)). The carrying amount of trade receivables at the end of the financial year was $20,462,000 (2012: $17,652,000).

4 Cash and cash equivalents

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Cash at bank and on hand	7,928	11,447	1,245	3,692

5 Trade and other receivables

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Trade receivables:				
- Subsidiaries	-	-	735	137
- Non-related parties	20,507	17,717	-	-
Less: Allowances for impairment (Note 30(b)(ii))	(45)	(65)	-	-
	20,462	17,652	735	137
Other receivables:				
- Dividend receivable from subsidiaries	-	-	3,000	3,000
- Subsidiaries	-	-	1,668	1,305
- Non-related parties	673	279	1	7
- Staff advances	46	47	-	-
	21,181	17,978	5,404	4,449

Banking facilities are secured on trade receivables of the Group with carrying amounts of $2,500,000 (2012: $2,500,000) (Note 11).

The non-trade amount due from subsidiaries is unsecured, interest-bearing at 0.8% (2012: 0.8%) per annum and is repayable on demand.

6 Other current assets

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Deposits	687	942	155	112
Prepayments	1,276	1,282	12	6
	1,963	2,224	167	118

7 Investment in subsidiaries

	Company	
	2013	2012
	$'000	$'000
Equity investments at cost		
Beginning of financial year	17,258	17,148
Incorporation of a subsidiary	105	10
Additions	-	100
End of financial year	17,363	17,258

7 Investment in subsidiaries (Cont'd)

Details of the subsidiaries are as follows:

Name of companies	Principal activities	Country of business/ incorporation	Equity holding 2013	2012
			%	%
800 Super Waste Management Pte Ltd [a]	Waste disposal and general contractors providing cleaning services.	Singapore	100	100
YS Yong Services Pte Ltd [a]	Supply of labour and general contractors providing cleaning services.	Singapore	100	100
Green Recycling Pte. Ltd. [a]	Manufacturing, packaging and processing of plastics, woods materials and scrap metals, and providing cleaning services and waste disposal.	Singapore	100	100
800 Landscape Pte. Ltd. [a][b]	Landscape care and maintenance services and other business support related services.	Singapore	100	100
800 Super Renewable Energy Pte. Ltd. [a][c]	Investment holding and treatment and disposal of waste (including remediation activities).	Singapore	100	100
Focus Learning Centre Pte. Ltd. [a][d]	Job training, corporate training, vocational rehabilitation services and motivational courses.	Singapore	70	-

[a] Audited by Nexia TS Public Accounting Corporation, Singapore

[b] On 11 June 2012, the Company increased its investment in its wholly-owned subsidiary, 800 Landscape Pte. Ltd. by way of a cash injection of $100,000. The issued and paid-up share capital of 800 Landscape Pte. Ltd. has increased from $50,000 to $150,000 pursuant to the capital increase.

[c] On 30 Jan 2012, the Company incorporated a wholly-owned subsidiary in Singapore, namely 800 Super Renewable Energy Pte. Ltd. with an issued and paid-up share capital of $10,000 comprising 10,000 ordinary shares.

[d] On 24 September 2012, the Company incorporated a wholly-owned subsidiary in Singapore, namely Focus Learning Centre Pte. Ltd. with an issued and paid-up share capital of $100,000 comprising 100,000 ordinary shares.

On 1 February 2013, the Company entered into a joint venture agreement with XpRienz Pte. Ltd.. Pursuant to the terms of the Joint Venture Agreement, the share capital of Focus Learning Centre Pte. Ltd. increased to $150,000 comprising of 150,000 shares.

8 Property, plant and equipment

	Leasehold land	Leasehold buildings	Motor vehicles	Bins and containers	Machinery	Boat	Office equipment	Computers	Furniture and fittings	Construction -in-progress	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Group											
2013											
Cost											
Beginning of financial year	-	5,355	17,973	6,011	4,172	44	974	220	212	1,748	36,709
Reclassification	-	1,391	77	7	-	44	26	-	92	(1,637)	-
Additions	16,259	539	2,081	79	804	1	60	36	134	163	20,156
Disposals	-	-	(175)	(975)	(42)	-	(5)	(1)	-	-	(1,198)
End of financial year	16,259	7,285	19,956	5,122	4,934	89	1,055	255	438	274	55,667
Accumulated Depreciation											
Beginning of financial year	-	347	8,710	4,897	2,736	9	627	171	166	-	17,663
Depreciation charge	395	150	1,690	311	417	9	131	29	53	-	3,185
Disposals	-	-	(120)	(975)	(25)	-	(2)	*	-	-	(1,122)
End of financial year	395	497	10,280	4,233	3,128	18	756	200	219	-	19,726
Net Book Value											
End of financial year	15,864	6,788	9,676	889	1,806	71	299	55	219	274	35,941

* Less than $1,000

8 Property, plant and equipment (Cont'd)

	Leasehold buildings	Motor vehicles	Bins and containers	Machinery	Boat	Office equipment	Computers	Furniture and fittings	Construction -in-progress	Total
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Group										
2012										
Cost										
Beginning of financial year	5,355	16,267	5,593	3,415	44	801	194	188	398	32,255
Reclassification	-	-	-	325	-	-	-	-	(325)	-
Additions	-	2,324	418	484	-	173	26	24	1,675	5,124
Disposals	-	(618)	-	(52)	-	-	-	-	-	(670)
End of financial year	5,355	17,973	6,011	4,172	44	974	220	212	1,748	36,709
Accumulated Depreciation										
Beginning of financial year	224	7,429	4,193	2,423	4	508	148	123	-	15,052
Depreciation charge	123	1,478	704	337	5	119	23	43	-	2,832
Disposals	-	(197)	-	(24)	-	-	-	-	-	(221)
End of financial year	347	8,710	4,897	2,736	9	627	171	166	-	17,663
Net Book Value										
End of financial year	5,008	9,263	1,114	1,436	35	347	49	46	1,748	19,046

8 Property, plant and equipment (Cont'd)

	Leasehold land
	$'000
Company	
2013	
Cost	
Beginning of financial year	-
Additions	16,259
End of financial year	16,259
Accumulated Depreciation	
Beginning of financial year	-
Depreciation charge	395
End of financial year	395
Net Book Value	
End of financial year	15,864

(a) Included in additions in the consolidated financial statements are motor vehicles, machinery and bins and containers acquired under finance leases amounting to $1,977,000 (2012: $1,788,000), $51,000 (2012: $Nil) and $Nil (2012: $272,000) respectively.

The carrying amounts of motor vehicles, machinery and bins and containers held under finance leases are $4,990,000 (2012: $3,974,000), $246,000 (2012: $Nil) and $254,000 (2012: $261,000) at the end of the reporting periods respectively (Notes 11 and 12).

(b) Bank borrowings are secured on leasehold lands and leasehold buildings of the Group with carrying amounts of $22,652,000 (2012: $5,008,000) (Note 11).

9 Available-for-sale financial assets

	Group	
	2013	**2012**
	$'000	**$'000**
Beginning of financial year	2	79
Disposals	-	(78)
Fair value gains recognised in other comprehensive income (Note 15)	3	1
End of financial year	5	2

Available-for-sale financial assets are analysed as follows:

Listed securities		
- equity securities - Singapore	5	2

10 Trade and other payables

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Trade payables:				
- Non-related parties	4,683	4,822	1	41
Other payables:				
- Subsidiaries	-	-	2,423	-
- Non-related parties	876	785	18	21
	876	785	2,441	21
Accrued operating expenses	5,027	3,637	406	365
	10,586	9,244	2,848	427

The non-trade amounts due to subsidiaries are unsecured, interest-free and are repayable on demand.

11 Borrowings

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Current - Secured				
Bank loans	1,132	2,192	-	-
Finance lease liabilities (Note 12)	1,120	1,197	-	-
	2,252	3,389	-	-
Non-Current - Secured				
Bank loans	15,167	3,419	11,850	-
Finance lease liabilities (Note 12)	2,262	1,657	-	-
	17,429	5,076	11,850	-
Total borrowings	19,681	8,465	11,850	-

The exposure of the borrowings of the Group to interest rate changes and the contractual repricing dates at the end of the reporting periods are as follows:

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
6 months or less	1,234	1,724	-	-
6 – 12 months	1,019	1,665	-	-
1 – 5 years	6,397	3,657	1,861	-
Over 5 years	11,031	1,419	9,989	-
	19,681	8,465	11,850	-

11 Borrowings (cont'd)

(a) Security granted

Total borrowings include secured liabilities of $19,681,000 (2012: $8,465,000) which are secured as follows:

(i) First legal mortgage over the leasehold lands and leasehold buildings of the Group;

(ii) Charge over the leased motor vehicles, leased machinery and leased bins and containers of the Group;

(iii) Charge over accounts receivables up to $2,500,000 (Note 5);

(iv) First fixed charge over The Street Cleansing project proceeds in North-Eastern Singapore awarded by National Environment Agency;

(v) Legal corporate guarantees from the Company for a subsidiary's banking and finance lease facilities.

(vi) Legal corporate guarantees from a subsidiary for the Company's banking facilities.

Finance lease liabilities of the Group are effectively secured over the leased motor vehicles, leased machinery and leased bin and containers (Note 8), as the legal title is retained by the lessor and will be transferred to the Group upon full settlement of the finance lease liabilities.

(b) Fair values of non-current borrowings

At the end of the reporting period, the fair values of non-current borrowings approximate their carrying amounts.

The fair values are determined from the cash flow analysis, discounted at annual market borrowing rates of an equivalent instrument at the end of the reporting periods which directors expect to be available to the Group as follows:

	Group	
	2013	**2012**
	%	%
Bank borrowings	1.75 - 5.00	1.50 - 5.00
Finance lease liabilities	1.18 - 2.00	1.30 - 2.00

12 Finance lease liabilities

The Group leases motor vehicles, machinery and bins and containers from non-related parties under finance leases. The lease agreements do not have renewal clauses but provide the Group with options to purchase the leased assets at nominal values at the end of the lease term.

	Group	
	2013	2012
	$'000	$'000
Minimum lease payments due:		
- Not later than one year	1,194	1,259
- Between one and five years	2,349	1,739
	3,543	2,998
Less: Future finance charges	(161)	(144)
Present value of finance lease liabilities	3,382	2,854

The present values of finance lease liabilities are analysed as follows:

Not later than one year (Note 11)	1,120	1,197
Between one and five years (Note 11)	2,262	1,657
	3,382	2,854

13 Deferred income taxes

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current income tax assets against current income tax liabilities and when the deferred income taxes relate to the same fiscal authority. The amounts, determined after appropriate offsetting, are shown on the statement of financial position as follows:

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Deferred income tax assets				
- To be recovered after one year	(125)	(99)	(2)	(2)
Deferred income tax liabilities				
- To be settled after one year	1,497	1,588	-	-
	1,372	1,489	(2)	(2)

Movement in deferred income tax account is as follows:

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Beginning of financial year	1,489	921	(2)	-
(Credited)/charged to profit or loss	(117)	568	-	(2)
End of financial year	1,372	1,489	(2)	(2)

13 Deferred income taxes (Cont'd)

Deferred income tax liabilities/(assets)

Group	**Accelerated tax depreciation $'000**	**Other $'000**	**Total $'000**
2013			
Beginning of financial year	1,588	(99)	1,489
Credited to profit or loss	(91)	(26)	(117)
End of financial year	1,497	(125)	1,372
2012			
Beginning of financial year	1,007	(86)	921
Charged/(credited) to profit or loss	581	(13)	568
End of financial year	1,588	(99)	1,489

Company	**Accelerated tax depreciation $'000**	**Other $'000**	**Total $'000**
2013			
Beginning and end of financial year	-	(2)	(2)
2012			
Beginning of financial year	-	-	-
Credited to profit or loss	-	(2)	(2)
End of financial year	-	(2)	(2)

14 Share capital

	Group and Company	
	Number of Ordinary Shares	**Amount $'000**
2013		
Beginning and end of financial year	178,800,000	22,772
2012		
Beginning of financial year	145,000,000	17,148
Issuance of ordinary shares	33,800,000	7,436
Share issue expenses	-	(1,812)
End of financial year	178,800,000	22,772

All issued ordinary shares are fully paid. There is no par value for these ordinary shares.

Fully paid ordinary shares carry one vote per share and carry a right to dividends as and when declared by the Company.

15 Fair value reserve

	Group	
	2013	2012
	$'000	$'000
Beginning of financial year	37	14
Available-for-sale financial assets		
- Fair value gains (Note 9)	3	1
- Reclassification to profit or loss (Note 20)	-	22
End of financial year	40	37

The fair value reserve is non-distributable.

16 Retained profits

Retained profits of the Group and the Company are distributable.

Movement in retained profits for the Company is as follows:

	Company	
	2013	2012
	$'000	$'000
Beginning of financial year	2,320	1,031
Net profit	2,043	2,272
Dividends paid (Note 17)	(1,788)	(983)
End of financial year	2,575	2,320

17 Dividends

	Group and Company	
	2013	2012
	$'000	$'000
Ordinary dividends paid		
Final tax exempt (1-tier) dividend paid in respect of the previous financial year of 1 cent (2012: 0.5 cents) per share (Note 16)	1,788	983

At the Annual General Meeting on 25 October 2013, a final tax exempt (1-tier) dividend of 1 cent per share amounting to a total of $1,788,000 will be recommended. These financial statements do not reflect this dividend, which will be accounted for in shareholders' equity as an appropriation of retained profits in the financial year ending 30 June 2014.

18 Revenue

	Group 2013 $'000	Group 2012 $'000
Service income	97,542	88,668

19 Other income

	Group 2013 $'000	Group 2012 $'000
Bad debts recovered	25	16
Dividend income	-	4
Interest income from third parties	12	23
Skills development grant	195	130
Other grant income	23	574
Other income	84	40
	339	787

20 Other gains/(losses) - net

	Group 2013 $'000	Group 2012 $'000
Gain/(loss) on disposal of property, plant and equipment	46	(64)
Available-for-sale financial assets		
- Gain on disposal	-	12
- Reclassification from other comprehensive income on disposal (Note 15)	-	(22)
	-	(10)
	46	(74)

21 Other expenses

	Group 2013 $'000	Group 2012 $'000
Advertisement	261	401
Allowance for impairment of trade receivables (Note 30(b)(ii))	2	60
Auditor's remuneration		
- Fees on audit services paid/payable to auditor of the Company	49	48
- Fees on non-audit services paid/payable to:		
(a) Auditor of the Company	10	9
(b) Other auditor of the Company	23	23
Bad debts written off	48	80
Directors fees	112	112
Foreign worker levies	3,804	2,134
Insurance	279	286
Laundry	1,244	2,340
Legal and professional fee	258	285
Medical fees	143	210
Postage, printing and stationery	55	148
Rental on operating leases	983	675
Repair and maintenance	771	723
Skill development levy	117	92
Staff training	153	121
Telephone	137	118
Transport	665	297
Upkeep of leasehold building	23	25
Upkeep of motor vehicles	2,823	2,508
Utilities	269	271
Workers' accommodation	606	616
Workers' welfare	355	272
Other	574	528
	13,764	12,382

22 Employee benefits expense

	Group 2013 $'000	Group 2012 $'000
Salaries, wages and bonuses	42,201	34,361
Government grant - Special employment credits	(1,593)	(348)
Employer's contribution to Central Provident Fund	2,959	2,076
	43,567	36,089

The Special Employment Credit scheme is a cash grant introduced in the Singapore Budget Initiative 2011 to support employers as well as to raise the employability of older low-wage Singaporeans. The amount an employer can receive would depend on the fulfillment of the conditions as stated in the scheme.

23 Finance expenses

	Group	
	2013	**2012**
	$'000	**$'000**
Interest expense		
- Finance lease liabilities	100	117
- Bank loans	273	180
	373	297

24 Income tax expense

	Group	
	2013	**2012**
	$'000	**$'000**
(a) Income tax expense		
Tax expense attributable to profit is made up of:		
- Current income tax	968	1,082
- Deferred income tax	(131)	(155)
	837	927
Under/(over) provision in prior financial years:		
- Current income tax	84	(716)
- Deferred income tax	14	723
	935	934

The income tax expense on the Group's profits differs from the theoretical amount that would arise using the Singapore standard rate of income tax as follows:

	Group	
	2013	**2012**
	$'000	**$'000**
Profit before income tax	6,710	6,872
Tax calculated at tax rate of 17% (2012:17%)	1,141	1,168
Effects of:		
- Income not subject for tax purposes	(4)	(87)
- Expenses not deductible for tax purposes	28	25
- Singapore statutory stepped income exemption	(116)	(93)
- Tax incentives - Productivity and Innovation Credit	(126)	(86)
- Tax rebate	(86)	-
	837	927

24 Income tax expense (Cont'd)

(b) Movement in current income tax liabilities

	Group	
	2013	**2012**
	$'000	**$'000**
Beginning of financial year	1,117	500
Income tax (paid)/refund	(1,207)	251
Tax expense for the current year	968	1,082
Under/(over) provision in prior years	84	(716)
End of financial year	962	1,117

25 Earnings per share

Basic and diluted earnings per share is calculated by dividing the net profit attributable to equity holders of the Company for the financial year ended 30 June 2013 and 30 June 2012 by the weighted average number of shares of 178,800,000 and 177,410,959 ordinary shares respectively.

	Group	
	2013	**2012**
Net profit attributable to equity holders of the Company ($'000)	5,734	5,938
Weighted average number of ordinary shares outstanding for basic earnings per share ('000)	178,800	177,411
Basic and diluted earnings per share (cents)	3.21	3.35

There were no diluted earnings per share for the financial years ended 30 June 2013 and 2012 as there were no potential dilutive ordinary shares.

26 Related party transactions

In addition to the information disclosed elsewhere in the financial statements, the following transactions took place between the Group and the related parties at terms agreed between the parties:

(a) Sales and purchases of goods and services

	Group	
	2013	**2012**
	$'000	**$'000**
Professional fees	(34)	(35)

Related parties comprise mainly companies which are controlled or significantly influenced by the Group's key management personnel, directors and their close family members.

26 Related party transactions (Cont'd)

(b) Key management personnel compensation

Key management personnel compensation is as follows:

	Group	
	2013	**2012**
	$'000	**$'000**
Directors' fees	112	112
Salaries, wages and bonuses	2,023	2,557
Employer's contribution to Central Provident Fund	116	133
	2,251	2,802

The amounts above comprise directors' remuneration of the Company of $1,369,000 (2012: $1,592,000).

27 Segment information

The Group operates predominantly in only one business segment, which is the environmental service segment. Accordingly, no segmental information is presented based on business segment.

No segmental information by geographical location is presented as all the revenue in the financial years ended 30 June 2013 and 2012 was derived in Singapore.

There is no single external end customer that contributed more than 10% or more of the revenue.

28 Commitments

(a) Capital commitments

Capital expenditures contracted for at the end of the reporting periods but not recognised in the financial statements are as follows:

	Group	
	2013	**2012**
	$'000	**$'000**
Property, plant and equipment	2,698	2,893

28 Commitments (Cont'd)

(b) Operating lease commitments

The Group leases lands, premises, machinery and office equipments from non-related parties under non-cancellable operating lease agreements. The leases have varying terms, escalation clauses and renewal rights.

The future minimum lease payables under non-cancellable operating leases contracted for at the end of the reporting periods but not recognised as liabilities, are as follows:

	Group	
	2013	**2012**
	$'000	**$'000**
Not later than one year	825	560
Between one and five years	674	676
More than five years	3,962	3,513
	5,461	4,749

The Group has two lease agreements with Jurong Town Corporation ("JTC"), i.e. 17A Senoko Way and No.2 Loyang Walk for the rental of two pieces of land from JTC for 60 years and 55 years commencing on 1 Jan 1994 and 1 May 1997 respectively. As at 30 June 2013, the remaining lease period of the 17A Senoko Way lease is 41 years and 6 months (2012: 42 years and 6 months) and No.2 Loyang Walk lease is 38 years and 11 months (2012: 39 years and 11 months). The annual rental for the lease recognised in profit or loss during the financial year amounted to $108,000 (2012: $102,000). The annual rental is subject to annual revision based on the market value at the discretion of the lessor, but the increase shall not exceed 5.5% of the annual rental for each immediate preceding year.

29 Contingent liabilities

As at 30 June 2013, the Company has corporate guarantees amounting to $20,632,000 (2012: $19,775,000) issued to banks for term loans, finance leases and bank overdrafts of the Group's subsidiaries, of which the amount at the end of the reporting period is $7,831,000 (2012: $7,922,000). The corporate guarantees issued to the Group's subsidiaries for foreign workers indemnity and performance bonds for various projects at the end of the reporting period are $2,590,000 (2012: $2,085,000) and $11,035,000 (2012: $7,257,000) respectively.

The Company has evaluated the fair value of the corporate guarantees and is of the view that the consequential benefits derived from its guarantees to the banks and financial institutions with regard to the subsidiaries is minimal. The subsidiaries for which the guarantees were provided are in favourable equity positions and are profitable.

30 Financial risk management

The Group's activities expose it to market risk (including currency risk, price risk and interest risk), credit risk, liquidity risk and capital risk. The Group's overall risk management strategy seeks to minimise adverse effects from the unpredictability of financial markets on the Group's financial performance.

The Board of Directors reviews and agrees policies and procedures for the management of these risks, which are executed by the Financial Controller. The audit committee provides independent oversight to the effectiveness of the risk management process. It is, and has been throughout the current and previous financial year, the Group's practice that no derivative is to be undertaken.

30 Financial risk management (Cont'd)

The following sections provide details regarding the Group's and the Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

(a) Market risk

(i) Currency risk

Foreign currency risk arises from transactions denominated in currencies other than the functional currency of the Company. The Group's business operations are not exposed to significant foreign currency risks as it has no significant transactions denominated in foreign currencies.

(ii) Price risk

The Group is exposed to equity securities price risk arising from the investments classified as available-for-sale financial assets. These securities are listed in Singapore. To manage its price risk arising from investments in equity securities, the Group diversifies its portfolio in accordance with the limits set by the Group.

If prices for equity securities listed in Singapore had changed by 10% (2012: 10%) with all other variables including tax rate being held constant, the effect on net equity will be negligible.

(iii) Cash flow and fair value interest rate risk

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates. As the Group has no significant interest bearing assets, the Group's income is substantially independent of changes in market interest rates.

The Group's exposure to cash flow interest rate risks arises mainly from non-current borrowings at variable rates.

The Group's borrowings at variable rates are denominated in SGD. If the SGD interest rates increase/decrease by 0.5% (2012: 0.5%) with all other variables including tax rate being held constant, the net profit will be lower/higher by $65,000 (2012: $13,000) as a result of higher/lower interest expense on these borrowings.

(b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The major classes of financial assets of the Group are cash and cash equivalents, trade and other receivables and available-for-sale financial assets. For trade receivables, the Group adopts the policy of dealing only with customers of appropriate credit history. For other financial assets, the Group adopts the policy of dealing only with high credit quality counterparties.

30 Financial risk management (Cont'd)

(b) Credit risk (cont'd)

As the Group and the Company do not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the statement of financial position, except as follows:

	Company	
	2013	**2012**
	$'000	**$'000**
Corporate guarantee provided to banks on subsidiaries' borrowings at the end of the reporting period	7,831	7,922

The subsidiaries have not defaulted in the payment of borrowings in the financial years ended 30 June 2013 and 30 June 2012. As at the end of the reporting period, no claims on the financial guarantee are expected.

The Group has no significant concentrations of credit risk for each class of its financial assets.

The credit risk for trade receivables based on the information provided to key management is as follows:

	Group	
	2013	**2012**
	$'000	**$'000**
By types of customers		
Non-related parties	20,507	17,717

(i) Financial assets that are neither past due nor impaired

Cash and cash equivalents that are neither past due nor impaired are mainly deposits with banks with high credit-ratings assigned by international credit-rating agencies. Trade receivables that are neither past due nor impaired are substantially companies with a good collection track record with the Group.

(ii) Financial assets that are past due and/or impaired

There is no other class of financial assets that is past due and/or impaired except for trade receivables.

The age analysis of trade receivables past due but not impaired is as follows:

	Group	
	2013	**2012**
	$'000	**$'000**
Past due up to 3 months	2,362	2,427
Past due 3 to 6 months	335	191
Past due over 6 months	253	206
	2,950	2,824

The Group believes that the unimpaired amounts that are past due are still collectible, based on historic payment patterns.

30 Financial risk management (Cont'd)

(b) Credit risk (Cont'd)

(ii) Financial assets that are past due and/or impaired (cont'd)

The carrying amount of trade receivables individually determined to be impaired and the movements in the related allowance for impairment are as follows:

	Group	
	2013	**2012**
	$'000	**$'000**
Gross amount	45	65
Less: Allowance for impairment	(45)	(65)
	-	-
Beginning of financial year	65	137
Allowance made (Note 21)	2	60
Allowance utilised	(17)	(129)
Recovery of allowance	(5)	(3)
End of financial year (Note 5)	45	65

Allowance for impairment is recognised against trade receivables based on estimated irrecoverable amounts determined by reference to past default experience.

(c) Liquidity risk

Prudent liquidity risk management includes maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities (Note 11) and the ability to close out market positions at a short notice. At the end of the reporting period, assets held by the Group and the Company for managing liquidity risk included cash and short-term deposits as disclosed in Note 4.

The table below analyses the Group's and the Company's financial liabilities into relevant maturity groupings based on the remaining period from the end of the reporting period to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying amounts as the impact of discounting is not expected to be significant.

	Less than 1 year	**Between 1 and 5 years**	**Over 5 years**	**Total**
	$'000	**$'000**	**$'000**	**$'000**
Group				
At 30 June 2013				
Trade and other payables	10,586	-	-	10,586
Borrowings	2,252	6,945	11,505	20,702
At 30 June 2012				
Trade and other payables	9,244	-	-	9,244
Borrowings	3,389	4,880	1,758	10,027

30 Financial risk management (Cont'd)

(c) Liquidity risk (cont'd)

	Less than 1 year	Between 1 and 5 years	Over 5 years	Total
	$'000	$'000	$'000	$'000
Company				
At 30 June 2013				
Trade and other payables	2,848	-	-	2,848
Financial guarantee contract	7,831	-	-	7,831
Borrowings	-	1,896	10,172	12,068
At 30 June 2012				
Trade and other payables	427	-	-	427
Financial guarantee contract	7,922	-	-	7,922

(d) Capital risk

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern and to maintain an optimal capital structure so as to maximise shareholder value. In order to maintain or achieve an optimal capital structure, the Group may return capital to shareholders or obtain new borrowings.

Management monitors capital based on a gearing ratio and compliance of externally imposed capital requirements. The Group's strategies, which were unchanged from 2012, are to maintain: (i) gearing ratios not exceeding 100%; and (ii) net worth at not less than $6 million at all times.

(i) Gearing ratio

The gearing ratio is calculated as net debt divided by total capital. Net debt is calculated as borrowings plus trade and other payables less cash and cash equivalents. Total capital is calculated as equity plus net debt.

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Net debt	22,339	6,262	13,453	(3,265)
Total equity	34,417	30,382	25,347	25,092
Total capital	56,756	36,644	38,800	21,827
Gearing ratio	39%	17%	35%	*

* Net debt in negative position indicates that cash and cash equivalents are greater than the total of borrowings plus trade and other payables. Hence, it is not meaningful to compute the gearing ratio.

30 Financial risk management (Cont'd)

(d) Capital risk (Cont'd)

(ii) Net worth

Net worth is calculated as total assets less total liabilities.

	Group		Company	
	2013	2012	2013	2012
	$'000	$'000	$'000	$'000
Total assets	67,018	50,697	40,045	25,519
Total liabilities	32,601	20,315	14,698	427
	34,417	30,382	25,347	25,092

The Group and the Company are in compliance with all externally imposed capital requirements for the financial years ended 30 June 2013 and 2012.

(e) Fair value measurement

The fair value of financial instruments traded in active markets (available-for-sale equity securities) is based on quoted market prices at the end of the reporting periods. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in Level 1 of the fair value hierarchy, in which assets are measured at fair value based on quoted prices (unadjusted in active markets for identical assets).

The following table presents the assets measured at fair value at 30 June:

	Level 1
	$'000
Available-for-sale financial assets	
2013	5
2012	2

The carrying amount less impairment provision of trade receivables is assumed to approximate their fair values. The fair value of current borrowings approximates their carrying amount.

31 New or revised accounting standards and interpretations

Below are the mandatory standards, amendments and interpretations to existing standards that have been published, and are relevant for the Group's accounting periods beginning on or after 1 July 2013 or later periods and which the Group has not early adopted:

FRS No.	Title	Effective for annual periods beginning on or after
FRS 1	Amendments to FRS 1 - Presentation of Financial Statements	1 Jan 2013
FRS 16	Amendments to FRS 16 - Property, Plant and Equipment	1 Jan 2013
FRS 19	Employee Benefits	1 Jan 2013
FRS 27	Separate Financial Statements	1 Jan 2014
FRS 28	Investments in Associates and Joint Ventures	1 Jan 2014
FRS 32	Amendments to FRS 32 – Offsetting of Financial Assets and Liabilities	1 Jan 2014
FRS 36	Amendments to FRS 36 - Recoverable Amount Disclosures for Non-Financial Assets	1 Jan 2014
FRS 39	Amendments to FRS 39 - Novation of Derivatives and Continuation of Hedge Accounting	1 Jan 2014
FRS 101	Amendments to FRS 101 - First Time Adoption of Financial Reporting Standards: Government Loans	1 Jan 2013
FRS 107	Amendments to FRS 107 Disclosures – Offsetting of Financial Assets and Financial Liabilities	1 Jan 2013
FRS 110	Consolidated Financial Statements	1 Jan 2014
FRS 110, FRS 111, FRS 112, FRS 27 and FRS 28	Amendments to FRS 110, FRS 111, FRS 112, FRS 27 (2011) and FRS 28 (2011) - Mandatory Effective Date	1 Jan 2014
FRS 110, FRS 111 and FRS 112	Amendments to FRS 110, FRS 111 and FRS 112 - Transition Guidance	1 Jan 2014
FRS 110, FRS 112 and FRS 27	Amendments to FRS 110, FRS 112 and FRS 27 - Investment Entities	1 Jan 2014
FRS 111	Joint Arrangements	1 Jan 2014
FRS 112	Disclosure of Interests in Other Entities	1 Jan 2014
FRS 113	Fair Value Measurements	1 Jan 2013

The management anticipates that the adoption of the above FRSs, INT FRSs and amendments to FRS in the future periods will not have a material impact on the financial statements of the Group and of the Company in the period of their initial adoption.

32 Authorisation of financial statements for issue

The consolidated financial statements of 800 Super Holdings Limited and its subsidiaries for the financial year ended 30 June 2013 were authorised for issue in accordance with a resolution of the Board of Directors on 27 September 2013.

STATISTICS OF **SHAREHOLDINGS**

AS AT 17 SEPTEMBER 2013

SHARE CAPITAL

Number of issued shares	:	178,800,000
Class of shares	:	Ordinary shares fully paid
Voting rights	:	One vote for each ordinary share
Treasury shares	:	Nil

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
1 - 999	-	-	-	-
1,000 - 10,000	105	30.70	580,000	0.33
10,001 - 1,000,000	223	65.21	20,548,600	11.49
1,000,001 and above	14	4.09	157,671,400	88.18
Total	342	100.00	178,800,000	100.00

Twenty Largest Shareholders As At 17 September 2013

	Name of Shareholder	No. of Shares	%
1	YONG SEONG INVESTMENT PTE. LTD.	116,000,000	64.88
2	VENSTAR INVESTMENTS LTD.	11,135,000	6.23
3	LEE HOCK SEONG	5,002,200	2.80
4	LEE KOH YONG	5,002,200	2.80
5	LIM TUAN WAN	4,458,000	2.49
6	LEE CHENG CHYE	4,287,600	2.40
7	CIMB SECURITIES (SINGAPORE) PTE LTD	2,260,000	1.26
8	LEE KIM ENG	1,786,500	1.00
9	NG CHAI LIAN	1,706,000	0.95
10	UOB KAY HIAN PTE LTD	1,542,000	0.86
11	FOO SHIANG PING	1,348,000	0.75
12	LEE THIAM SENG	1,071,900	0.60
13	PROSPECT INVESTMENT PTE LTD	1,071,000	0.60
14	TEE TIONG CHIN (CHI CHANGJIN)	1,001,000	0.56
15	LIM & TAN SECURITIES PTE LTD	966,000	0.54
16	HAN CHOON SIANG	800,000	0.45
17	UNITED OVERSEAS BANK NOMINEES PTE LTD	720,000	0.40
18	LEE CHUAN HENG	714,600	0.40
19	LOH WING WAH	680,000	0.38
20	TAN SIOK LIAN	678,000	0.38
	TOTAL	**162,230,000**	**90.73**

STATISTICS OF **SHAREHOLDINGS**

AS AT 17 SEPTEMBER 2013

SUBSTANTIAL SHAREHOLDERS

Substantial Shareholders of the Company (as recorded in the Register of Substantial Shareholders) as at 17 September 2013 are:

	No. of Ordinary shares			
Name	**Direct Interest**	**%**	**Indirect Interest**	**%**
Yong Seong Investment Pte. Ltd.	116,000,000	64.88	-	-
Venstar Investments Ltd.	11,135,000	6.23	-	-
Lee Koh Yong[(1)]	5,002,200	2.80	116,000,000	64.88
Lee Cheng Chye[(1)]	4,287,600	2.40	116,000,000	64.88
Lee Hock Seong[(1)]	5,002,200	2.80	116,000,000	64.88

Note:

(1) Mr Lee Koh Yong, Mr Lee Cheng Chye and Mr Lee Hock Seong are siblings and are each deemed to be interested in the 116,000,000 shares held by Yong Seong Investment Pte. Ltd. by virtue of their respective shareholdings of 28%, 24% and 28% in Yong Seong Investment Pte. Ltd..

PUBLIC FLOAT

Based on information available to the Company as at 17 September 2013, approximately 17.93% of the Company's issued ordinary shares are held in the hands of the public. Accordingly, the Company has complied with Rule 723 of the Catalist Listing Manual.

NOTICE OF **ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting ("**AGM**") of **800 Super Holdings Limited** (the "**Company**") will be held at 17A Senoko Way, Singapore 758056 on Friday, 25 October 2013 at 11.00 a.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Audited Accounts for the financial year ended 30 June 2013 together with the Directors' Report and Auditors' Report thereon. **Resolution 1**

2. To declare a tax-exempt one-tier Final Dividend of one (1) Singapore cent per ordinary share in the capital of the Company for the financial year ended 30 June 2013. **Resolution 2**

3. To approve the payment of Directors' Fees of S$112,000 for the financial year ending 30 June 2014, to be paid quarterly in arrears. **Resolution 3**

4. To re-elect Mr Lee Cheng Chye who is retiring under Article 107 of the Articles of Association, as Director of the Company.
   [See Explanatory Note (i)] **Resolution 4**

5. To re-elect Mr Foo Shiang Ping who is retiring under Article 107 of the Articles of Association, as Director of the Company.
   [See Explanatory Note (ii)] **Resolution 5**

6. To re-appoint Messrs Nexia TS Public Accounting Corporation, as the Independent Auditor of the Company and to authorise the Directors to fix their remuneration. **Resolution 6**

7. To transact any other ordinary business which may be properly transacted at an annual general meeting.

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolution (with or without amendments) as Ordinary Resolution:-

8. General mandate to allot and issue new shares in the capital of the Company.

   That pursuant to Section 161 of the Companies Act, Chapter 50 of Singapore (the "**Act**") and Rule 806 of the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") ("**Rules of Catalist**"), authority be and is hereby given to the Directors of the Company to:-

   (a) (i) allot and issue shares in the capital of the Company ("**Shares**") (whether by way of rights, bonus or otherwise); and/or

   (ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) warrants, debentures or other instruments convertible or exchangeable into Shares,

   at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

(b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force, provided that:

(i) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed one hundred per cent (100%) of the total issued Shares excluding treasury shares (as calculated in accordance with sub-paragraph (ii) below), of which the aggregate number of Shares to be issued other than on a pro-rata basis to existing shareholders of the Company (including Shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed fifty per cent (50%) of the total issued Shares excluding treasury shares (as calculated in accordance with sub-paragraph (ii) below); and

(ii) (subject to such manner of calculation and adjustments as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (i) above, the percentage of the total number of issued Shares excluding treasury shares shall be calculated based on the total number of issued Shares excluding treasury shares at the time this Resolution is passed, after adjusting for:

(aa) new Shares arising from the conversion or exercise of convertible securities;

(bb) new Shares arising from the exercise of share options or vesting of share awards which are outstanding or subsisting at the time this Resolution is passed, provided that the share options or share awards were granted in compliance with Part VIII of Chapter 8 of the Rules of Catalist; and

(cc) any subsequent bonus issue, consolidation or subdivision of Shares;

(iii) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Rules of Catalist for the time being in force (unless such compliance has been waived by the SGX-ST), all applicable legal requirements under the Act and the Articles of Association for the time being of the Company; and

(iv) (unless revoked or varied by the Company in a general meeting) the authority conferred by this Resolution shall continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is the earlier.
[See Explanatory Note (iii)] **Resolution 7**

BY ORDER OF THE BOARD

ONG WEI JIN
COMPANY SECRETARY
10 October 2013
SINGAPORE

NOTICE OF **ANNUAL GENERAL MEETING**

Explanatory Notes:

(i) If re-elected under Resolution 4 set out in item 4 above, Mr Lee Cheng Chye will remain as a member of the Nominating Committee.

(ii) If re-elected under Resolution 5 set out in item 5 above, Mr Foo Shiang Ping will remain as a member of the Audit Committee and a member of the Remuneration Committee. He will be considered non-independent for the purpose of Rule 704(7) of the Listing Manual (Section B: Rules of Catalist) of the Singapore Exchange Securities Trading Limited.

(iii) Resolution 7 set out in item 8 above, if passed, will empower the Directors from the date of this AGM until the date of the next annual general meeting or the date by which the next annual general meeting is required by law to be held or such authority is revoked or varied by the Company in a general meeting, whichever is earlier, to allot and issue Shares and/or convertible securities in the Company. The aggregate number of Shares and/or convertible securities which the Directors may allot and issue under this Resolution shall not exceed one hundred percent (100%) of the total number of issued Shares excluding treasury shares of which the aggregate number of Shares and/or convertible securities other than on a pro-rata basis to all shareholders of the Company shall not exceed fifty percent (50%) of the total number of issued Shares excluding treasury shares.

Notes:

(i) A member entitled to attend and vote at the AGM is entitled to appoint not more than two proxies to attend and vote in his/her stead.

(ii) Where a member appoints two proxies, he/she shall specify the percentage of his/her shares to be represented by each proxy and if no percentage is specified, the first named proxy shall be deemed to represent one hundred percent (100%) of his/her shareholding and the second named proxy shall be deemed to be an alternate to the first named.

(iii) A member of the Company, which is a corporation, is entitled to appoint its authorised representative or proxy to vote on its behalf. A proxy need not be a member of the Company.

(iv) The instrument appointing a proxy must be deposited at the office of the Company's share registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road, #02-00, Singapore 068898 at least 48 hours before the time of the AGM.

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PROXY FORM

(Please see notes overleaf before completing this Form)

800 SUPER HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)
Company Registration No. 201108701K

I/We ______________________ (Name) NRIC/Passport No. ______________________

of ____ (Address)

being a member/members of the above-mentioned Company, hereby appoint:-

Name	**NRIC / Passport No.**	**Proportion of Shareholdings (%)**	
		No. of Shares	**%**
Address			

and/or (delete as appropriate)

Name	**NRIC / Passport No.**	**Proportion of Shareholdings (%)**	
		No. of Shares	**%**
Address			

or failing him/her/them, the Chairman of the Annual General Meeting of the Company (the "Meeting") as my/our proxy/proxies to attend and vote for me/us on my/our behalf at the Meeting to be held at 17A Senoko Way, Singapore 758056 on 25 October 2013 at 11.00 a.m. and at any adjournment thereof. I/We direct my/our proxy/proxies to vote for or against the Resolutions to be proposed at the Meeting as indicated hereunder. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the proxy/proxies will vote or abstain from voting at his/her discretion. The authority herein includes the right to demand or to join in demanding a poll and to vote on a poll.

(Please indicate your vote "For" or "Against" with a tick [X] within the box provided)

No.	**Resolutions relating to:**	**For**	**Against**
	Ordinary Business		
1	Adoption of the Audited Accounts, Directors' Report and Auditor's Report for the financial year ended 30 June 2013		
2	Declaration of Final Dividend (tax-exempt one-tier) of one (1) Singapore cent per ordinary share for the financial year ended 30 June 2013		
3	Payment of Directors' Fees amounting to S$112,000 for the financial year ending 30 June 2014, to be paid quarterly in arrears		
4	Re-election of Lee Cheng Chye as a Director of the Company		
5	Re-election of Foo Shiang Ping as a Director of the Company		
6	Re-appointment of Messrs Nexia TS Public Accounting Corporation as Auditor of the Company		
	Special Business		
7	General authority to allot and issue new shares		

Dated this __________ day of ________________ 2013

Total Number of Shares in:	**No. of Shares**
(a) CDP Register	
(b) Register of Members	

____

Signature of Shareholder(s)
or, Common Seal of Corporate Shareholder

Notes:

1 Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 130A of the Companies Act Chapter 50 of Singapore), you should insert that number of shares. If you have shares registered in your name in the Register of Members, you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the shares held by you.

2 A member of the Company entitled to attend and vote at the Meeting is entitled to appoint not more than two proxies to attend and vote on his behalf.

3 Where a member appoints two proxies, he shall specify the percentage of his shares to be represented by each proxy and if no percentage is specified, the first named proxy shall be deemed to represent 100 per cent of his shareholding and the second named proxy shall be deemed to be an alternate to the first named.

4 A proxy need not be a member of the Company.

5 The instrument appointing a proxy or proxies together with the letter of power of attorney, if any, under which it is signed or a duly certified copy thereof, must be deposited at the office of the Company's share registrar, Tricor Barbinder Share Registration Services at 80 Robinson Road, #02-00, Singapore 068898 at least 48 hours before the time appointed for the Meeting.

6 A corporation which is a member may authorise by resolution of its directors or other governing body such person as it thinks fit to act as its representative at the Meeting, in accordance with Section 179 of the Companies Act (Chapter 50) of Singapore.

7 Please indicate with an "X" in the spaces provided whether you wish your vote(s) to be for or against the Resolutions as set out in the Notice of Annual General Meeting. In the absence of specific directions, the proxy/proxies will vote or abstain as he/they may think fit, as he/they will on any other matter arising at the Meeting.

8 The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies.

9 In the case of a member whose shares are entered against his name in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 48 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

800 SUPER HOLDINGS LIMITED

Annual Report 2013

800 SUPER HOLDINGS LIMITED

(Company Registration No. 201108701K)
(Incorporated in the Republic of Singapore on 11 April 2011)

800 Super Holdings Limited
No. 17A Senoko Way Singapore 758056
Website: http://www.800super.com.sg