

BTS Group Holdings Public Company Limited
and its subsidiaries
Report and consolidated interim financial statements
for the three-month and six-month periods ended
30 September 2014

Independent Auditor's Report on Review of Interim Financial Information

To the Shareholders of BTS Group Holdings Public Company Limited

I have reviewed the accompanying consolidated statement of financial position of BTS Group Holdings Public Company Limited and its subsidiaries as at 30 September 2014, the related consolidated statements of comprehensive income for the three-month and six-month periods ended 30 September 2014, and the related consolidated statements of changes in shareholders' equity, and cash flows for the six-month period then ended, as well as the condensed notes to the consolidated financial statements. I have also reviewed the separate financial information of BTS Group Holdings Public Company Limited for the same period. Management is responsible for the preparation and presentation of this interim financial information in accordance with Thai Accounting Standard 34 *Interim Financial Reporting*. My responsibility is to express a conclusion on this interim financial information based on my review.

Scope of review

I conducted my review in accordance with Thai Standard on Review Engagements 2410, *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Thai Standards on Auditing and consequently does not enable me to obtain assurance that I would become aware of all significant matters that might be identified in an audit. Accordingly, I do not express an audit opinion.

Conclusion

Based on my review, nothing has come to my attention that causes me to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with Thai Accounting Standard 34 *Interim Financial Reporting*.

Emphasis of matter

I draw attention to Note 2 to the interim financial statements regarding the change in accounting policies as the result of adoption of Thai Financial Reporting Standard Interpretation 4 *Determining Whether an Arrangement Contains a Lease*, Thai Financial Reporting Standard Interpretation 12 *Service Concession Arrangements* and Thai Accounting Standard Interpretation 29 *Service Concession Arrangements: Disclosures*. My conclusion is not qualified in respect of this matter.

Siraporn Ouaanunkun
Certified Public Accountant (Thailand) No.3844

EY Office Limited
Bangkok: 7 November 2014

BTS Group Holdings Public Company Limited and its subsidiaries

Statement of financial position

(Unit: Thousand Baht)

	Consolidated financial statements			Separate financial statements		
	As at	As at	As at	As at	As at	
	<u>Note</u>	<u>30 September 2014</u>	<u>31 March 2014</u>	<u>1 April 2013</u>	<u>30 September 2014</u>	<u>31 March 2014</u>
	(Unaudited but revised)	(Audited) (Restated)		(Unaudited but revised)	(Audited)	
Assets						
Current assets						
Cash and cash equivalents	4, 31.6	5,955,684	8,668,510	3,513,282	704,728	3,087,465
Current investments	5	20,505,204	23,496,310	993,849	585,991	1,496,270
Bank account for advances from cardholders		179,824	152,685	78,882	-	-
Trade and other receivables	6	1,451,841	1,074,455	945,646	412,484	354,132
Current portion of receivable under concession agreement	2	91,062	90,020	77,597	-	-
Current portion of receivable under financial lease agreement	2	27,131	26,342	24,830	-	-
Consumable spare parts		24,292	31,003	29,153	-	-
Advances to contractors						
Related party	3	-	-	-	25,422	44,823
Unrelated parties		18,154	13,683	25,565	-	-
Short-term loans to related parties	3	-	-	-	241,500	176,500
Real estate development costs	7	2,462,777	2,549,762	3,510,307	643,487	624,752
Assets awaiting transfer under rehabilitation plan		68,913	68,290	73,009	68,281	68,290
Investments in subsidiaries awaiting transfer under rehabilitation plan		224,343	224,343	224,343	197,438	197,438
Accrued income		470,891	671,666	247,769	-	-
Prepaid expenses		96,262	60,569	137,552	7,351	6,847
Other current assets		229,852	215,497	315,914	26,559	27,692
		31,806,230	37,343,135	10,197,698	2,913,241	6,084,209
Non-current assets classified as held for sale		-	-	42,123,099	-	-
Total current assets		31,806,230	37,343,135	52,320,797	2,913,241	6,084,209

The accompanying notes are an integral part of the interim financial statements.

BTS Group Holdings Public Company Limited and its subsidiaries

Statement of financial position (continued)

(Unit: Thousand Baht)

	Consolidated financial statements			Separate financial statements		
	As at	As at	As at	As at	As at	
	<u>Note</u>	<u>30 September 2014</u>	<u>31 March 2014</u>	<u>1 April 2013</u>	<u>30 September 2014</u>	<u>31 March 2014</u>
	(Unaudited but revised)	(Audited) (Restated)		(Unaudited but revised)	(Audited)	
Non-current assets						
Restricted deposits	19	1,185,603	611,074	88,527	1,183,680	609,162
Cash deposited as collateral for debt settlement		232,658	232,658	232,658	232,658	232,658
Loans to related parties	3	-	-	-	3,825,845	3,823,745
Investments in subsidiaries	8	-	-	-	34,275,693	32,827,885
Investment in a joint venture	9	38,393	44,517	-	-	-
Investments in associates	10	14,215,385	13,898,965	10,026	20,693,667	20,842,200
Other long-term investments	11	4,900,253	6,238,184	367,522	2,349,828	2,126,789
Project costs - media	12	2,321,230	2,340,067	-	-	-
Reusable spare parts		32,622	21,918	22,403	-	-
Land and projects awaiting development		263,917	263,913	-	-	-
Investment properties	13	3,080,014	3,101,461	2,867,629	1,756,899	1,691,151
Property, plant and equipment	14	8,241,687	7,673,962	6,872,486	640,561	484,837
Leasehold rights	15	73,510	77,655	81,473	6,935	8,550
Intangible assets	16	66,830	65,823	50,215	135	208
Retention receivable						
Related party	3	-	-	-	1,200	1,200
Unrelated parties		1,840	2,409	2,045	1,407	1,976
Goodwill		78,656	78,656	78,656	-	-
Deposit and advances for asset acquisitions		45,000	45,000	56,965	-	-
Accrued income		341,440	324,969	-	-	-
Rights of claim from acquisition of debts per rehabilitation plan		204,033	204,033	545,087	-	-
Receivable under concession agreement - net of current portion	2	3,661,623	3,657,643	2,880,814	-	-
Receivable under financial lease agreement - net of current portion	2	46,375	60,141	86,482	-	-
Deferred tax assets		45,978	37,340	302,738	-	-
Other non-current assets		422,435	387,620	393,970	9,999	9,812
Total non-current assets		<u>39,499,482</u>	<u>39,368,008</u>	<u>14,939,696</u>	<u>64,978,507</u>	<u>62,660,173</u>
Total assets		<u>71,305,712</u>	<u>76,711,143</u>	<u>67,260,493</u>	<u>67,891,748</u>	<u>68,744,382</u>

The accompanying notes are an integral part of the interim financial statements.

BTS Group Holdings Public Company Limited and its subsidiaries

Statement of financial position (continued)

(Unit: Thousand Baht)

	Consolidated financial statements			Separate financial statements		
	As at	As at	As at	As at	As at	
	<u>Note</u>	<u>30 September 2014</u>	<u>31 March 2014</u>	<u>1 April 2013</u>	<u>30 September 2014</u>	<u>31 March 2014</u>
	(Unaudited but revised)	(Audited) (Restated)		(Unaudited but revised)	(Audited)	
Liabilities and shareholders' equity						
Current liabilities						
Bank overdrafts and short-term loans from financial institutions	18	220,000	-	1,117,000	-	-
Trade and other payables	17	2,379,412	2,222,442	1,948,194	535,323	174,689
Advances received from cardholders		179,432	151,051	77,747	-	-
Accrued costs of construction		130,285	73,784	152,322	4,911	3,293
Short-term loans from related individual	3	-	20,000	-	-	-
Current portion of creditors per rehabilitation plan		745,356	745,356	745,356	745,356	745,356
Current portion of long-term loans	19	22,000	10,000	1,967,221	-	-
Current portion of long-term debentures	20	1,466,164	3,607,630	2,078,656	-	-
Liability awaiting final court order		181,870	181,870	80,831	181,870	181,870
Unearned revenues		101,044	105,065	387,552	-	-
Fare box revenues awaiting transfer		181,084	177,039	95,054	-	-
Income tax payable		546,509	988,877	148,016	92,406	698,087
Short-term provision	22	56,401	45,819	-	-	-
Other current liabilities		<u>305,180</u>	<u>201,298</u>	<u>141,102</u>	<u>47,326</u>	<u>33,698</u>
Total current liabilities		<u>6,514,737</u>	<u>8,530,231</u>	<u>8,939,051</u>	<u>1,607,192</u>	<u>1,836,993</u>
Non-current liabilities						
Unearned revenues		608,563	641,777	82,827	-	-
Creditors per rehabilitation plan - net of current portion		49,571	49,571	51,853	49,571	49,571
Long-term loans - net of current portion	19	1,193,483	230,000	396,747	975,483	-
Long-term debentures - net of current portion	20	1,343,953	2,807,456	6,400,980	-	-
Retention payable						
Related party	3	-	-	-	26,956	19,155
Unrelated parties		44,043	40,598	68,019	7,813	7,619
Provision for long-term employee benefits	21	585,657	557,624	481,714	25,492	24,622
Long-term provisions	22	1,353,303	1,266,911	141,144	-	-
Deferred tax liabilities		2,964,710	3,037,111	360,841	15,797	44,054
Other non-current liabilities		<u>8,302</u>	<u>7,685</u>	<u>7,181</u>	<u>-</u>	<u>-</u>
Total non-current liabilities		<u>8,151,585</u>	<u>8,638,733</u>	<u>7,991,306</u>	<u>1,101,112</u>	<u>145,021</u>
Total liabilities		<u>14,666,322</u>	<u>17,168,964</u>	<u>16,930,357</u>	<u>2,708,304</u>	<u>1,982,014</u>

The accompanying notes are an integral part of the interim financial statements.

BTS Group Holdings Public Company Limited and its subsidiaries

Statement of financial position (continued)

(Unit: Thousand Baht)

	Consolidated financial statements			Separate financial statements		
	As at	As at	As at	As at	As at	
	<u>Note</u>	<u>30 September 2014</u>	<u>31 March 2014</u>	<u>1 April 2013</u>	<u>30 September 2014</u>	<u>31 March 2014</u>
		(Unaudited but received)	(Audited) (Restated)		(Unaudited but received)	(Audited)
Shareholders' equity						
Share capital						
Registered						
15,913,136,180 ordinary shares of Baht 4 each (1 April 2013: 11,986,444,024 ordinary shares of Baht 4 each)		<u>63,652,545</u>	<u>63,652,545</u>	<u>47,945,776</u>	<u>63,652,545</u>	<u>63,652,545</u>
Issued and fully paid						
11,914,230,525 ordinary shares of Baht 4 each (1 April 2013: 11,106,634,594 ordinary shares of Baht 4 each)		47,656,922	47,656,922	44,426,538	47,656,922	47,656,922
Share premium		1,797,238	1,797,238	1,486,058	1,797,238	1,797,238
Share subscriptions received in advance	23	21,961	-	1,295,600	21,961	-
Deficit on business combination under common control		(3,371,978)	(3,371,978)	(3,371,978)	(3,715,435)	(3,790,493)
Surplus on swap of investment in subsidiary under common control		-	-	-	250,065	250,065
Surplus from the changes in the ownership interests in subsidiaries		3,873,349	4,448,284	2,811,213	-	-
Surplus on sales of warrants of the subsidiary	8	346,958	-	-	-	-
Treasury shares	24	(925,480)	-	-	(925,480)	-
Retained earnings						
Appropriated - statutory reserve		2,760,301	2,760,301	1,750,523	1,659,215	1,659,215
Appropriated - treasury share reserve	24	925,480	-	-	925,480	-
Unappropriated (deficit)		(1,325,220)	818,125	(3,633,118)	16,340,845	17,877,308
Other components of shareholders' equity		<u>3,439,114</u>	<u>3,577,101</u>	<u>3,663,498</u>	<u>1,172,633</u>	<u>1,312,113</u>
Equity attributable to owners of the Company		55,198,645	57,685,993	48,428,334	65,183,444	66,762,368
Non-controlling interest of the subsidiaries		<u>1,440,745</u>	<u>1,856,186</u>	<u>1,901,802</u>	-	-
Total shareholders' equity		<u>56,639,390</u>	<u>59,542,179</u>	<u>50,330,136</u>	<u>65,183,444</u>	<u>66,762,368</u>
Total liabilities and shareholders' equity		<u>71,305,712</u>	<u>76,711,143</u>	<u>67,260,493</u>	<u>67,891,748</u>	<u>68,744,382</u>
		-	-	-	-	-

The accompanying notes are an integral part of the interim financial statements.

Directors

BTS Group Holdings Public Company Limited and its subsidiaries
Statement of comprehensive income
For the three-month period ended 30 September 2014

(Unit: Thousand Baht, except earnings per share expressed in Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2014	2013	2014	2013
			(Restated)		
Profit or loss:					
Revenues					
Train procurement service income under concession agreement	2	-	16,165	-	-
Service income	25	1,636,173	1,465,674	29,724	26,074
Revenues from sales of real estate		119,479	660,543	13,759	25,777
Other income					
Management income		-	-	11,850	11,850
Dividend income		5,057	-	1,314,040	16,750,432
Interest income	26	285,825	354,681	46,429	49,891
Gain on sales of investments		22,239	-	388,047	31,792
Gain on sales of assets		-	379,840	-	379,840
Others		37,795	9,554	20,636	32,365
Total revenues		2,106,568	2,886,457	1,824,485	17,308,021
Expenses					
Cost of train procurement service under concession agreement	2	-	16,165	-	-
Cost of services		753,016	700,737	29,472	17,516
Cost of sales of real estate		75,777	408,579	8,977	14,088
Selling and servicing expenses		37,157	97,258	2,725	5,213
Administrative expenses		409,246	364,553	159,328	105,904
Total expenses		1,275,196	1,587,292	200,502	142,721
Profit before share of profit (loss) from investments in joint venture and associates, finance cost and income tax expenses					
		831,372	1,299,165	1,623,983	17,165,300
Share of loss from investment in a joint venture		(2,788)	-	-	-
Share of profit from investments in associates		226,123	176,204	-	-
Profit before finance cost and income tax expenses		1,054,707	1,475,369	1,623,983	17,165,300
Finance cost		(111,995)	(173,887)	(1,818)	(150,568)
Profit before income tax expenses		942,712	1,301,482	1,622,165	17,014,732
Income tax expenses	27	(191,205)	(212,932)	(78,860)	(47,068)
Profit for the period		751,507	1,088,550	1,543,305	16,967,664
Other comprehensive income:					
Exchange differences on translation of financial statements in foreign currency		(183)	296	-	-
Loss on changes in value of available-for-sale investments		(60,348)	(27,366)	(60,348)	(27,366)
Other comprehensive income for the period		(60,531)	(27,070)	(60,348)	(27,366)
Total comprehensive income for the period		690,976	1,061,480	1,482,957	16,940,298

The accompanying notes are an integral part of the interim financial statements.

(Unaudited but reviewed)

BTS Group Holdings Public Company Limited and its subsidiaries
Statement of comprehensive income (continued)
For the three-month period ended 30 September 2014

(Unit: Thousand Baht, except earnings per share expressed in Baht)

	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
<u>Note</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		
Profit attributable to:				
Equity holders of the Company	633,359	947,340	<u>1,543,305</u>	<u>16,967,664</u>
Non-controlling interests of the subsidiaries	<u>118,148</u>	<u>141,210</u>		
	<u>751,507</u>	<u>1,088,550</u>		
Total comprehensive income attributable to:				
Equity holders of the Company	572,828	920,270	<u>1,482,957</u>	<u>16,940,298</u>
Non-controlling interests of the subsidiaries	<u>118,148</u>	<u>141,210</u>		
	<u>690,976</u>	<u>1,061,480</u>		
Earnings per share	28			
Basic earnings per share				
Profit attributable to equity holders of the Company	<u>0.05304</u>	<u>0.08207</u>	<u>0.12924</u>	<u>1.47001</u>
Diluted earnings per share				
Profit attributable to equity holders of the Company	<u>0.05299</u>	<u>0.08081</u>	<u>0.12912</u>	<u>1.44729</u>

The accompanying notes are an integral part of the interim financial statements.

(Unaudited but reviewed)

BTS Group Holdings Public Company Limited and its subsidiaries
Statement of comprehensive income
For the six-month period ended 30 September 2014

(Unit: Thousand Baht, except earnings per share expressed in Baht)

	Note	Consolidated financial statements		Separate financial statements	
		2014	2013	2014	2013
			(Restated)		
Continued operation					
Profit or loss:					
Revenues					
Train procurement service income under concession agreement	2	49,793	147,958	-	-
Service income	25	3,141,452	2,879,810	51,020	51,507
Revenues from sales of real estate		250,462	1,417,908	13,759	43,977
Other income					
Management income		-	-	23,700	23,700
Dividend income		29,104	2,849	1,632,349	16,753,281
Interest income	26	619,709	666,710	99,951	94,643
Gain on sales of investments	8, 11	105,876	51	468,210	456,792
Gain on sale of future net fare box revenues		-	13,497,581	-	-
Gain on sales of assets		302	379,840	302	379,840
Others		77,448	45,869	46,947	46,751
Total revenues		4,274,146	19,038,576	2,336,238	17,850,491
Expenses					
Cost of train procurement service under concession agreement	2	49,793	147,958	-	-
Cost of services		1,472,262	1,403,925	59,113	35,039
Cost of sales of real estate		156,368	870,537	8,977	26,401
Selling and servicing expenses		78,639	225,868	4,271	8,945
Administrative expenses		745,967	668,521	270,684	174,884
Total expenses		2,503,029	3,316,809	343,045	245,269
Profit before share of profit (loss) from investments in joint venture and associates, finance cost and income tax expenses					
		1,771,117	15,721,767	1,993,193	17,605,222
Share of loss from investment in a joint venture		(6,124)	-	-	-
Share of profit from investments in associates		397,874	302,017	-	-
Profit before finance cost and income tax expenses		2,162,867	16,023,784	1,993,193	17,605,222
Finance cost		(245,589)	(366,405)	(1,818)	(357,708)
Profit before income tax expenses		1,917,278	15,657,379	1,991,375	17,247,514
Income tax expenses	27	(403,456)	(3,249,738)	(100,930)	(93,234)
Profit from continued operation for the period		1,513,822	12,407,641	1,890,445	17,154,280
Discontinued operation					
Profit from discontinued operation for the period		-	30,376	-	-
Profit for the period		1,513,822	12,438,017	1,890,445	17,154,280
Other comprehensive income:					
Exchange differences on translation of financial statements in foreign currency		1,493	579	-	-
Gain on changes in value of available for sale investments - sold portion		(27,743)	-	(27,743)	-
Loss on changes in value of available-for-sale investments		(119,144)	(24,372)	(119,144)	(24,372)
Other comprehensive income for the period		(145,394)	(23,793)	(146,887)	(24,372)
Total comprehensive income for the period		1,368,428	12,414,224	1,743,558	17,129,908

The accompanying notes are an integral part of the interim financial statements.

BTS Group Holdings Public Company Limited and its subsidiaries
Statement of comprehensive income (continued)
For the six-month period ended 30 September 2014

(Unit: Thousand Baht, except earnings per share expressed in Baht)

	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		
Profit attributable to:				
Equity holders of the Company				
Profit from continued operation	1,283,563	11,725,678	1,890,445	17,154,280
Profit from discontinued operation	-	29,605	-	-
	<u>1,283,563</u>	<u>11,755,283</u>	<u>1,890,445</u>	<u>17,154,280</u>
Non-controlling interests of the subsidiaries				
Profit from continued operation	230,259	681,963		
Profit from discontinued operation	-	771		
	<u>230,259</u>	<u>682,734</u>		
	<u>1,513,822</u>	<u>12,438,017</u>		
Total comprehensive income attributable to:				
Equity holders of the Company				
Total comprehensive income from continued operation	1,138,169	11,701,885	1,743,558	17,129,908
Total comprehensive income from discontinued operation	-	29,605	-	-
	<u>1,138,169</u>	<u>11,731,490</u>	<u>1,743,558</u>	<u>17,129,908</u>
Non-controlling interests of the subsidiaries				
Total comprehensive income from continued operation	230,259	681,963		
Total comprehensive income from discontinued operation	-	771		
	<u>230,259</u>	<u>682,734</u>		
	<u>1,368,428</u>	<u>12,414,224</u>		
Earnings per share				
	28			
Basic earnings per share				
Profit attributable to equity holders of the Company	<u>0.10786</u>	<u>1.02430</u>	<u>0.15885</u>	<u>1.49475</u>
Diluted earnings per share				
Profit attributable to equity holders of the Company	<u>0.10776</u>	<u>1.00564</u>	<u>0.15872</u>	<u>1.46751</u>
Earnings per share from continued operation				
	28			
Basic earnings per share				
Profit attributable to equity holders of the Company	<u>0.10786</u>	<u>1.02172</u>	<u>0.15885</u>	<u>1.49475</u>
Diluted earnings per share				
Profit attributable to equity holders of the Company	<u>0.10776</u>	<u>1.00311</u>	<u>0.15872</u>	<u>1.46751</u>

The accompanying notes are an integral part of the interim financial statements.

(Unaudited but reviewed)

BTS Group Holdings Public Company Limited and its subsidiaries**Cash flow statement****For the six-month period ended 30 September 2014**

(Unit: Thousand Baht)

	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		
Cash flows from operating activities				
Profit before tax	1,917,278	15,657,379	1,991,375	17,247,514
<u>Plus</u> Profit before tax from discontinued operation	-	30,376	-	-
Profit before tax	1,917,278	15,687,755	1,991,375	17,247,514
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	235,857	189,837	37,718	30,864
Unrealised loss (gain) on exchange	(16,203)	28,528	846	-
Provision for maintenance or restoration of infrastructure	44,710	44,051	-	-
Share of loss from investment in a joint venture	6,124	-	-	-
Share of profit from investments in associates	(397,874)	(302,017)	-	-
Unearned revenue recongnition	(18,492)	(16,876)	-	-
Provision for long-term employee benefits	21,449	19,295	1,756	1,663
Amortisation of premium on cross currency swap agreements	(35,652)	-	(13,786)	-
Allowance for doubtful debts (reversal)	(1,754)	777	106,517	1,161
Gain on sales of investments	(105,876)	(51)	(468,210)	(456,792)
Gain on disposal of investment in subsidiary	-	(21,193)	-	-
Unrealised gain on changes in value of current investments				
in trading securities	(6,454)	(46)	-	-
Loss on revision of provision	26,467	-	-	-
Gain on sale of net future fare box revenues	-	(13,497,581)	-	-
Loss (gain) on disposal of assets	17,768	(379,840)	(302)	(379,840)
Dividend income	(29,104)	(2,849)	(1,632,349)	(16,753,281)
Share-based payment transaction	7,407	9,596	1,235	1,419
Interest income	(619,709)	(666,710)	(99,951)	(94,643)
Interest expenses	229,041	325,856	1,818	326,459
Profit (loss) from operating activities before changes in operating assets and liabilities	1,274,983	1,418,532	(73,333)	(75,476)

The accompanying notes are an integral part of the interim financial statements.

(Unaudited but reviewed)

BTS Group Holdings Public Company Limited and its subsidiaries**Cash flow statement (continued)****For the six-month period ended 30 September 2014**

(Unit: Thousand Baht)

	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		
Decrease (increase) in operating assets				
Bank account for advance from cardholders	(27,139)	(31,059)	-	-
Trade and other receivables	(151,097)	(82,402)	1,330	(38,769)
Receivable under concession agreement	(5,021)	(112,459)	-	-
Receivable under financial lease agreement	12,976	12,232	-	-
Spare parts	(728)	(595)	-	-
Real estate development costs	86,985	769,900	(18,735)	23,827
Advances to contractors	(4,471)	5,914	19,402	5,774
Other current assets	163,578	157,109	3,359	(49,586)
Other non-current assets	(30,013)	(546)	382	260
Increase (decrease) in operating liabilities				
Trade and other payables	(387,052)	121,104	(17,508)	19,410
Advance from cardholders	28,382	31,146	-	-
Accrued costs of construction	56,501	(8,114)	1,618	(5,081)
Retention payable	4,648	(14,496)	7,995	5,530
Unearned revenues	(18,742)	(269,225)	-	-
Fare box revenues awaiting transfer	4,046	65,410	-	-
Provision for long-term employee benefits	(10,623)	-	(886)	-
Other current liabilities	<u>82,910</u>	<u>208,903</u>	<u>(4,016)</u>	<u>171,620</u>
Cash from (used in) operating activities	1,080,123	2,271,354	(80,392)	57,509
Cash paid for interest expenses	(201,975)	(279,078)	(1,818)	(6,442)
Cash paid for corporate income tax	(1,064,414)	(261,758)	(702,149)	(9,051)
Cash received for return of corporate income tax	-	28,026	-	28,026
Net cash from (used in) operating activities	<u>(186,266)</u>	<u>1,758,544</u>	<u>(784,359)</u>	<u>70,042</u>

The accompanying notes are an integral part of the interim financial statements.

(Unaudited but reviewed)

BTS Group Holdings Public Company Limited and its subsidiaries**Cash flow statement (continued)****For the six-month period ended 30 September 2014**

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	<u>2014</u>	<u>2013</u> (Restated)	<u>2014</u>	<u>2013</u>
Cash flows from investing activities				
Decrease (increase) in current investments	4,567,374	(17,217,210)	914,829	801,147
Decrease (increase) in restricted deposits	(542,444)	56,629	(542,432)	51,645
Increase in short-term loans to related parties	-	-	(65,000)	(15,000)
Increase in loans to related parties	-	-	(152,805)	(1,775,588)
Cash received from repayment of loan to related parties	-	-	45,000	398,804
Interest income	400,709	483,503	62,842	31,841
Decrease in rights of claim from acquisition of debts per rehabilitation plan	-	341,054	-	-
Cash received from sales of investments in subsidiaries	-	-	1,032,975	642,858
Cash received from sales of other long-term investments	1,004,728	-	1,004,728	-
Cash paid for purchases of investments in subsidiaries	-	-	(1,682,442)	(52,917)
Cash paid for purchases of investments in associates	(681,150)	(20,833,200)	-	(20,833,200)
Cash paid for purchases of other long-term investments	(1,308,676)	(13,819,465)	(1,310,084)	(641,047)
Cash received from return of capital of associate	148,533	-	148,533	-
Dividend received	635,374	229,242	1,606,699	16,543,646
Cash paid for purchases of property, plant and equipment	(554,494)	(708,567)	(122,519)	(127,597)
Cash received from sales of property, plant and equipment	1,221	2,249	196	-
Cash paid for purchases of investment properties	(5,123)	(585,407)	(116,839)	(500,015)
Cash received from sales of investment properties	1,265	501,410	1,265	501,410
Cash paid for purchase of leasehold rights	-	(4,730)	-	(4,730)
Cash paid for purchases of intangible assets	(6,278)	(3,298)	-	(189)
Cash received from sale of future net fare box revenues	-	61,399,000	-	-
Cash paid for expenses of sale of future net fare box revenues	-	(36,391)	-	-
Net cash from (used in) investing activities	3,661,039	9,804,819	824,946	(4,978,932)
Cash flows from financing activities				
Increase in short-term loans from financial institutions	220,000	20,833,200	-	20,833,200
Cash paid for short-term loans from financial institutions	-	(21,950,200)	-	(20,833,200)
Increase in long-term loans from financial institutions	973,734	99,000	973,734	-
Cash paid for long-term loans from financial institutions	-	(2,222,968)	-	-
Increase in short-term loans from related parties	-	-	2,000,000	22,953,200
Cash paid for short-term loans from related parties	(20,000)	-	(2,000,000)	(15,193,910)
Cash received from exercised warrants	21,961	1,904,047	21,961	1,904,047
Cash received from sales of warrants of the subsidiary	445,000	-	-	-
Cash paid for long-term debentures	(3,611,300)	(2,081,300)	-	-
Increase in liability awaiting final court order	-	101,039	-	101,039
Cash paid for treasury stock	(925,480)	-	(925,480)	-
Dividend paid	(2,493,539)	(4,739,427)	(2,493,539)	(4,739,427)
Dividend paid by subsidiaries to non-controlling interests of subsidiaries	(210,261)	(588,750)	-	-
Cash paid for purchases of investments in subsidiaries	(1,651,442)	(52,917)	-	-
Cash received from sales of investments in subsidiary	1,032,975	642,858	-	-
Cash received from non-controlling interests of subsidiary for exercised warrants	410	-	-	-
Cash received from non-controlling interests of subsidiaries for issuance of ordinary shares of subsidiaries	29,000	-	-	-
Net cash from (used in) financing activities	(6,188,942)	(8,055,418)	(2,423,324)	5,024,949
Increase in translation adjustment	1,343	579	-	-
Net increase (decrease) in cash and cash equivalents	(2,712,826)	3,508,524	(2,382,737)	116,059
Cash and cash equivalents at beginning of the period	8,668,510	3,513,282	3,087,465	1,628,918
Cash and cash equivalents at end of the period	5,955,684	7,021,806	704,728	1,744,977
	-	-	-	-

The accompanying notes are an integral part of the interim financial statements.

(Unaudited but reviewed)

BTS Group Holdings Public Company Limited and its subsidiaries

Cash flow statement (continued)

For the six-month period ended 30 September 2014

(Unit: Thousand Baht)

	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		
Supplemental cash flow information				
Non-cash transactions				
Transfer investment properties to property, plant and equipment	1,582	-	28,340	-
Transfer leasehold rights to property, plant and equipment	1,417	-	1,417	-
Transfer investment properties to land and projects awaiting development	-	263,225	-	-
Transfer property, plant and equipment to intangible assets	4,247	-	-	-
Transfer property, plant and equipment to other current assets	3,498	-	-	-
Transfer project costs - elevated train system to project costs - media	-	2,371,447	-	-
Net increase (decrease) in payable from purchases of equipment	215,001	(23,524)	14,837	7,012
Net increase in payable from purchase of investment properties	-	-	4,459	-
Net increase in payable from acquisition of investment in subsidiary	357,128	-	357,128	-
Transfer other long-term investments to current investments	1,559,562	-	-	-

The accompanying notes are an integral part of the interim financial statements.

(Unaudited but reviewed)

BTS Group Holdings Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity

For the six-month period ended 30 September 2014

(Unit: Thousand Baht)

Consolidated financial statements

Equity attributable to owners of the Company

	Other components of equity																		Total equity attributable to owners of the Company	Equity attributable to non-controlling interests of the subsidiaries	Total equity attributable to shareholders'		
	Retained earnings											Other comprehensive income			Share premium								
	Issued and paid-up share capital		Share subscription received in advance		Deficit on business combination under common control		Surplus on the change in the ownership interests in subsidiaries		Surplus on sales of warrants		Treasury shares		Revaluation surplus		Revaluation surplus (deficit) on changes in value of investments		Surplus on debt					Capital reserve	
	share	premium	in advance	common control	in subsidiaries	of the subsidiary	shares	reserve	reserve	Unappropriated	adjustment	on assets	value of investments	conversion	on consolidation	subsidiaries	transaction	equity				the Company	the subsidiaries
Balance as at 1 April 2013 - as previously reported	44,426,538	1,486,058	1,295,600	(3,371,978)	2,811,213	-	1,750,523	-	(3,465,898)	(121,976)	2,376,688	19,041	1,356,597	2,685	8,526	21,937	3,663,498	48,595,554	1,906,160	50,501,714			
Cumulative effect of change in accounting policies for service concession arrangements and finance lease agreement (Note 2)	-	-	-	-	-	-	-	-	(167,220)	-	-	-	-	-	-	-	-	(167,220)	(4,358)	(171,578)			
Balance as at 1 April 2013 - as restated	44,426,538	1,486,058	1,295,600	(3,371,978)	2,811,213	-	1,750,523	-	(3,633,118)	(121,976)	2,376,688	19,041	1,356,597	2,685	8,526	21,937	3,663,498	48,428,334	1,901,802	50,330,136			
Exercised warrants	1,678,283	157,339	68,521	-	-	-	-	-	-	-	-	-	-	-	-	-	-	1,904,143	-	1,904,143			
Purchases of investment in subsidiary	-	-	-	-	(49,967)	-	-	-	-	-	-	-	-	-	-	-	-	(49,967)	(2,950)	(52,917)			
Sales of investment in subsidiary	-	-	-	-	517,259	-	-	-	-	-	-	-	-	-	-	-	-	517,259	34,240	551,499			
Dividend paid by subsidiaries to non-controlling interests of the subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(588,750)	(588,750)			
Share-based payment transaction	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	9,596	9,596	9,596	-	9,596			
Dividend paid (Note 29)	-	-	-	-	-	-	-	-	(4,754,798)	-	-	-	-	-	-	-	-	(4,754,798)	-	(4,754,798)			
Retained earnings transferred to statutory reserve	-	-	-	-	-	-	9,431	-	(9,431)	-	-	-	-	-	-	-	-	-	-	-			
Total comprehensive income for the period	-	-	-	-	-	-	-	-	11,755,283	579	-	(24,372)	-	-	-	-	(23,793)	11,731,490	682,734	12,414,224			
Balance as at 30 September 2013	46,104,821	1,643,397	1,364,121	(3,371,978)	3,278,505	-	1,759,954	-	3,357,936	(121,397)	2,376,688	(5,331)	1,356,597	2,685	8,526	31,533	3,649,301	57,786,057	2,027,076	59,813,133			
Balance as at 1 April 2014 - as previously reported	47,656,922	1,797,238	-	(3,371,978)	4,448,284	-	2,760,301	-	1,032,668	(122,911)	2,376,688	(75,052)	1,356,597	2,685	8,526	30,568	3,577,101	57,900,536	1,861,777	59,762,313			
Cumulative effect of change in accounting policies for service concession arrangements and finance lease agreement (Note 2)	-	-	-	-	-	-	-	-	(214,543)	-	-	-	-	-	-	-	-	(214,543)	(5,591)	(220,134)			
Balance as at 1 April 2014 - as restated	47,656,922	1,797,238	-	(3,371,978)	4,448,284	-	2,760,301	-	818,125	(122,911)	2,376,688	(75,052)	1,356,597	2,685	8,526	30,568	3,577,101	57,685,993	1,856,186	59,542,179			
Exercised warrants (Note 23)	-	-	21,961	-	-	-	-	-	-	-	-	-	-	-	-	-	-	21,961	-	21,961			
Exercised warrants of the subsidiary by non-controlling interests of the subsidiary (Note 8)	-	-	-	-	410	-	-	-	-	-	-	-	-	-	-	-	-	410	-	410			
Sales of warrants of the subsidiary (Note 8)	-	-	-	-	-	346,958	-	-	-	-	-	-	-	-	-	-	-	346,958	9,042	356,000			
Purchases of investments in subsidiaries (Note 8)	-	-	-	-	(1,480,981)	-	-	-	-	-	-	-	-	-	-	-	-	(1,480,981)	(527,589)	(2,008,570)			
Sales of investments in subsidiary (Note 8)	-	-	-	-	905,636	-	-	-	-	-	-	-	-	-	-	-	-	905,636	54,108	959,744			
Increase in non-controlling interests of subsidiary (Note 8)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	29,000	29,000			
Dividend paid by subsidiaries to non-controlling interests of the subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(210,261)	(210,261)			
Share-based payment transaction	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	7,407	7,407	7,407	-	7,407			
Dividend paid (Note 29)	-	-	-	-	-	-	-	-	(2,501,428)	-	-	-	-	-	-	-	-	(2,501,428)	-	(2,501,428)			
Total comprehensive income for the period	-	-	-	-	-	-	-	-	1,283,563	1,493	-	(146,887)	-	-	-	-	(145,394)	1,138,169	230,259	1,368,428			
Treasury shares purchased (Note 24)	-	-	-	-	-	(925,480)	-	-	-	-	-	-	-	-	-	-	-	(925,480)	-	(925,480)			
Transferred to treasury share reserve (Note 24)	-	-	-	-	-	-	-	925,480	(925,480)	-	-	-	-	-	-	-	-	-	-	-			
Balance as at 30 September 2014	47,656,922	1,797,238	21,961	(3,371,978)	3,873,349	346,958	(925,480)	2,760,301	925,480	(1,325,220)	(121,418)	2,376,688	(221,939)	1,356,597	2,685	8,526	37,975	3,439,114	55,198,645	1,440,745	56,639,390		

The accompanying notes are an integral part of the interim financial statements.

(Unaudited but reviewed)

BTS Group Holdings Public Company Limited and its subsidiaries

Statement of changes in shareholders' equity (continued)

For the six-month period ended 30 September 2014

(Unit: Thousand Baht)

	Separate financial statements														
											Other components of equity				Total
											Other comprehensive income		Capital reserve for share-based payment	Total other components of shareholders' equity	
	Issued and paid-up share capital	Share premium	Share subscription received in advance	Deficit on business combination under common control	Surplus on swap of investment in subsidiary under common control	Treasury shares	Retained earnings			Revaluation surplus (deficit) on changes in value of investments	Surplus on debenture conversion				
						Appropriated	Statutory reserve	Treasury share reserve	Unappropriated						
Balance as at 1 April 2013	44,426,538	1,486,058	1,295,600	(4,812,209)	250,065	-	649,538	-	5,829,948	19,040	1,356,597	21,938	1,397,575	50,523,113	
Exercised warrants	1,678,283	157,339	68,521	-	-	-	-	-	-	-	-	-	-	1,904,143	
Sales of investment in subsidiary	-	-	-	155,947	-	-	-	-	-	-	-	-	-	155,947	
Share-based payment transaction	-	-	-	-	-	-	-	-	-	-	-	9,596	9,596	9,596	
Dividend paid (Note 29)	-	-	-	-	-	-	-	-	(4,754,798)	-	-	-	-	(4,754,798)	
Retained earnings transferred to statutory reserve	-	-	-	-	-	-	9,331	-	(9,331)	-	-	-	-	-	
Total comprehensive income for the period	-	-	-	-	-	-	-	-	17,154,280	(24,372)	-	-	(24,372)	17,129,908	
Balance as at 30 September 2013	<u>46,104,821</u>	<u>1,643,397</u>	<u>1,364,121</u>	<u>(4,656,262)</u>	<u>250,065</u>	<u>-</u>	<u>658,869</u>	<u>-</u>	<u>18,220,099</u>	<u>(5,332)</u>	<u>1,356,597</u>	<u>31,534</u>	<u>1,382,799</u>	<u>64,967,909</u>	
Balance as at 1 April 2014	47,656,922	1,797,238	-	(3,790,493)	250,065	-	1,659,215	-	17,877,308	(75,052)	1,356,597	30,568	1,312,113	66,762,368	
Exercised warrants (Note 23)	-	-	21,961	-	-	-	-	-	-	-	-	-	-	21,961	
Sales of investments in subsidiary (Note 8)	-	-	-	75,058	-	-	-	-	-	-	-	-	-	75,058	
Share-based payment transaction	-	-	-	-	-	-	-	-	-	-	-	7,407	7,407	7,407	
Dividend paid (Note 29)	-	-	-	-	-	-	-	-	(2,501,428)	-	-	-	-	(2,501,428)	
Total comprehensive income for the period	-	-	-	-	-	-	-	-	1,890,445	(146,887)	-	-	(146,887)	1,743,558	
Treasury shares purchased (Note 24)	-	-	-	-	-	(925,480)	-	-	-	-	-	-	-	(925,480)	
Transferred to treasury share reserve (Note 24)	-	-	-	-	-	-	-	925,480	(925,480)	-	-	-	-	-	
Balance as at 30 September 2014	<u>47,656,922</u>	<u>1,797,238</u>	<u>21,961</u>	<u>(3,715,435)</u>	<u>250,065</u>	<u>(925,480)</u>	<u>1,659,215</u>	<u>925,480</u>	<u>16,340,845</u>	<u>(221,939)</u>	<u>1,356,597</u>	<u>37,975</u>	<u>1,172,633</u>	<u>65,183,444</u>	

The accompanying notes are an integral part of the interim financial statements.

BTS Group Holdings Public Company Limited and its subsidiaries
Notes to consolidated interim financial statements
For the three-month and six-month periods ended 30 September 2014

1. General information

1.1 Corporate information

BTS Group Holdings Public Company Limited (“the Company”) is a public company incorporated and domiciled in Thailand. Its major shareholder is the group of Keeree Kanjanapas. The Group is principally engaged in the provision of operating services under operating and maintenance service agreement of extension to the core network, property business, media business and service business. The registered office of the Company is at 21 Soi Choei Phuang, Viphavadi-Rangsit Road, Jompol, Jatujak, Bangkok.

1.2 Basis for preparation of interim financial statements

These interim financial statements are prepared in accordance with Thai Accounting Standard No. 34 (revised 2012) "Interim Financial Reporting", with the Company choosing to present condensed interim financial statements. However, the Company has presented the statements of financial position, comprehensive income, changes in shareholders' equity and cash flows in the same format as that used for the annual financial statements.

The interim financial statements are intended to provide information additional to that included in the latest annual financial statements. Accordingly, they focus on new activities, events and circumstances so as not to duplicate information previously reported. These interim financial statements should therefore be read in conjunction with the latest annual financial statements.

The interim financial statements in Thai language are the official statutory financial statements of the Company. The interim financial statements in English language have been translated from the Thai language financial statements.

1.3 Basis of consolidation

These consolidated financial statements included the financial statements of BTS Group Holdings Public Company Limited and its subsidiaries (“the Group”) and have been prepared on the same basis as that applied for the consolidated financial statements for the year ended 31 March 2014. However, during the six-month period ended 30 September 2014, the Group acquired additional subsidiaries, as detailed below.

- a) On 3 April 2014, the Company's Executive Committee Meeting passed a resolution approving a joint investment by BTS Land Company Limited, which is a 100%-held subsidiary, in Bangkok Payment Solutions Company Limited, which registered its incorporation on 30 April 2014, as discussed in Note 8 to the interim financial statements.

- b) On 19 August 2014, a meeting of Executive Committee of the Company passed a resolution to establish Primary Kitchen Company Limited, which registered its incorporation on 4 September 2014, as discussed in Note 8 to the interim financial statements.
- c) On 16 October 2013, a meeting of Executive Committee of the Company passed a resolution to establish Little Corner Company Limited, which registered its incorporation on 8 July 2014, as discussed in Note 8 to the interim financial statements.

1.4 New accounting standards

(a) Accounting standards that became effective in the current accounting year

The Company and its subsidiaries disclosed the accounting standards, financial reporting standards, accounting standard interpretations and financial reporting standard interpretations that are effective for fiscal years beginning on or after 1 January 2014 (beginning on or after 1 April 2014 for the Company and its subsidiaries), in the notes to the financial statements for the year ended 31 March 2014.

The Company and its subsidiaries' management have assessed the effects of the above accounting standards, financial reporting standard, accounting standard interpretations and financial reporting standard interpretations, and believes that they are not relevant to the business of the Company and its subsidiaries or do not have a significant impact, except TFRIC 4, TFRIC 12 and TSIC 29, as described below.

Thai Financial Reporting Standard Interpretations 12 *Service Concession Arrangements* and Thai Accounting Standard Interpretation 29 *Service Concession Arrangements: Disclosures*

TSIC 29 provides guidelines on disclosures related to service concession arrangements, while TFRIC 12 provides accounting guidelines for concession operators for recognising and measuring the obligations and related rights in public-to-private service concession arrangements under which the grantor controls and regulates the services provided; to whom they are provided; and at what price; and also controls any significant residual interest in the related infrastructure at the end of the agreement term. The operators are to recognise the consideration received or receivable at its fair value, as the right in a financial asset or in an intangible asset, depending on the conditions of the service concession arrangement.

The subsidiary's management considers the arrangement under an Operating and Maintenance of Bangkok Mass Transit System Agreement to be within the scope of TFRIC 12. The subsidiary changed its accounting policy in the first quarter of the current year and has restated the prior period's financial statements, presented as comparative information, as though the subsidiary had initially applied this TFRIC and TSIC. The cumulative effect of this change in accounting policy has been presented in Note 2 to the interim financial statements. In addition, the subsidiary's management considers the arrangement under an Operating and Bus Procurement (BRT) Agreement to be outside the scope of TFRIC 12.

Thai Financial Reporting Standard Interpretations TFRIC 4 *Determining Whether an Arrangement Contains a Lease*

This Financial Reporting Standard Interpretations provides guidelines on determining whether an arrangement is or contains a lease. If so, the Company and its subsidiaries is required to apply Accounting Standard No. 17 Leases.

The subsidiary's management considers the arrangement under an Operating and Bus Procurement (BRT) Agreement to be within the scope of TFRIC 4. The agreement contains components of a lease, and based on the principles of Accounting Standard No. 17 Leases, content of the agreement is a finance lease. Lessors shall recognise assets held under a finance lease in their statements of financial position and present them as a receivable at an amount equal to the net investment in the lease. The subsidiary changed its accounting policy in the first quarter of the current year and has restated the prior period's financial statements, presented as comparative information, as though the subsidiary had initially applied this TFRIC. The cumulative effect of this change in accounting policy has been presented in Note 2 to the interim financial statements.

(b) Accounting standards that will become effective in the future

The Company and its subsidiaries have disclosed the financial reporting standard that will be effective in the future in the notes to the financial statements for the year ended 31 March 2014.

The Company and its subsidiaries' management have assessed the effect of this financial reporting standard and believe that it is not relevant to the business of the Company and its subsidiaries.

1.5 Significant accounting policies

The interim financial statements are prepared using the same accounting policies and methods of computation as were used for the financial statements for the year ended 31 March 2014, except for the change in the accounting policies due to the adoption of TFRIC 4 *Determining Whether an Arrangement Contains a Lease*, TFRIC 12 *Service Concession Arrangements* and TSIC 29 *Service Concession Arrangements: Disclosures* as follows:

Service Concession Arrangements

Operating and Maintenance of Bangkok Mass Transit System Agreement

The subsidiary provides services to procure electric trains (infrastructure) to be used in the provision of public services and to operate and maintain this infrastructure for a specified period of time under an Operating and Maintenance of Bangkok Mass Transit System Agreement. The subsidiary is paid for its services over the period of the arrangement, and the arrangement is governed by a contract that sets out performance standards. Such arrangement is a public-to-private service concession arrangement.

The subsidiary recognises the consideration received or receivable for its provision of train procurement services as a financial asset (receivable under concession agreement) to the extent that it has an unconditional contractual right to receive cash or another financial asset for the services from or at the direction of the grantor. Receivables are measured at fair value upon initial recognition. Receivable under concession agreement is presented and measured at amortised cost. Interest is calculated using the effective interest method to be recognised in profit or loss.

Borrowing costs attributable to the arrangement are recognised as an expense in the period in which they are incurred in case the subsidiary recognises the consideration as financial asset.

Income from train procurement services is recognised when service has been rendered, taking into account the stage of completion.

Contractual obligations to maintain or restore infrastructure, except for any upgrade element, are recognised and measured at the best estimate of the expenditure that would be required to settle the present obligation at the end of the reporting period.

Receivable under financial lease agreement and finance lease incomeOperating and Bus Procurement (BRT) Agreement

The subsidiary recognises finance lease income over the term of the agreement, using the effective interest rate and income is recognised as the installments fall due irrespective of actual collections. The finance lease income is presented under interest income in the profit of loss.

Receivable under financial lease agreement is stated at outstanding balance, net of deferred revenue.

2. Cumulative effect of the change in accounting policies due to the adoption of new accounting standards

During the first quarter of the current year, the subsidiary made the change described in Note 1.4 to the interim financial statements to its significant accounting policies, as a result of the adoption of TFRIC 4 *Determining Whether an Arrangement Contains a Lease*, TFRIC 12 *Service Concession Arrangements* and TSIC 29 *Service Concession Arrangements: Disclosures*. The cumulative effect of the change in the accounting policies has been separately presented in the statements of changes in shareholders' equity.

The amounts of adjustment affecting the statements of financial position and comprehensive income are summarised below.

	(Unit: Thousand Baht)		
	Consolidated financial statements		
	30 September 2014	31 March 2014	1 April 2013
Statements of financial position			
Increase in current portion of receivable under concession agreement	91,062	90,020	77,597
Increase in current portion of receivable under financial lease agreement	27,131	26,342	24,830
Decrease in equipment	(3,847,696)	(3,880,068)	(2,718,315)
Increase in receivable under concession agreement - net of current portion	3,661,623	3,657,643	2,880,814
Increase in receivable under financial lease agreement - net of current portion	46,375	60,141	86,482
Decrease in advances for acquisitions of assets	-	-	(424,737)
Increase in deferred tax assets	-	-	42,895
Increase in provisions	273,957	229,246	141,144
Decrease in deferred tax liabilities	(59,093)	(55,034)	-
Decrease in unappropriated retained earnings	(230,365)	(214,543)	(167,220)
Decrease in non-controlling interests of the subsidiaries	(6,004)	(5,591)	(4,358)

(Unaudited but reviewed)

(Unit: Thousand Baht)

For the three-month periods ended 30 September

	Consolidated financial statements	
	<u>2014</u>	<u>2013</u>
Statements of comprehensive income		
Increase in train procurement service income		
under concession agreement	-	16,165
Decrease in service income	(63,240)	(56,280)
Increase in interest income	34,286	33,293
Increase in cost of train procurement service		
under concession agreement	-	16,165
Decrease in servicing and administrative expenses	(18,952)	(8,286)
Decrease in income tax	(2,001)	(2,940)
Decrease in profit attributable to non-controlling interests of the subsidiaries	(203)	(299)
Decrease in profit attributable to equity holders of the Company	(7,798)	(11,462)
Decrease in basic earnings per share (Baht)	(0.00065)	(0.00099)
Decrease in diluted earnings per share (Baht)	(0.00065)	(0.00098)

(Unit: Thousand Baht)

For the six-month periods ended 30 September

	Consolidated financial statements	
	<u>2014</u>	<u>2013</u>
Statements of comprehensive income		
Increase in train procurement service income		
under concession agreement	49,793	147,958
Decrease in service income	(126,480)	(112,561)
Increase in interest income	68,732	64,829
Increase in cost of train procurement service		
under concession agreement	49,793	147,958
Decrease in servicing and administrative expenses	(37,454)	(13,202)
Decrease in income tax	(4,059)	(6,906)
Decrease in profit attributable to non-controlling interests of the subsidiaries	(412)	(702)
Decrease in profit attributable to equity holders of the Company	(15,823)	(26,922)
Decrease in basic earnings per share (Baht)	(0.00133)	(0.00235)
Decrease in diluted earnings per share (Baht)	(0.00133)	(0.00230)

(Unaudited but reviewed)

3. Related party transactions

During the periods, the Company and its subsidiaries had significant business transactions with related parties. Such transactions, which are summarised below, arose in the ordinary course of business and were concluded on commercial terms and bases agreed upon between the Company and those related parties.

(Unit: Million Baht)

	For the three-month periods ended 30 September				Pricing policy
	Consolidated		Separate		
	financial statements		financial statements		
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	
<u>Transactions with subsidiaries</u>					
(Eliminated from the consolidated financial statements)					
Interest income	-	-	25	43	At cost of funds
Management income	-	-	12	12	Contract price
Revenues from construction services	-	-	-	14	Contract price
Utility income	-	-	2	3	Contract price
Revenue from guarantee	-	-	15	15	Contract price
Rental income	-	-	12	10	Contract price
Dividend income	-	-	1,011	16,524	Approved by the meeting of Board of Directors
Cost of construction services	-	-	-	14	Contract price
Purchases of fixed assets and investment properties	-	-	202	52	Contract price
Management fee	-	-	5	5	Contract price
Rental expenses	-	-	2	2	Contract price
Interest expenses	-	-	2	150	At cost of funds
<u>Transactions with associates</u>					
Service income	20	21	-	-	Contract price
Dividend income	317	226	298	226	Approved by the meeting of Board of Directors
Management fee	10	10	5	5	Contract price
Special business tax paid	16	10	-	-	Mutual agreement
<u>Transactions with related parties</u>					
Service income	7	-	-	-	Contract price
Purchases of fixed assets	8	-	-	-	Contract price

(Unaudited but reviewed)

(Unit: Million Baht)

	For the six-month periods ended 30 September				Pricing policy
	Consolidated		Separate		
	financial statements	financial statements	financial statements	financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	
<u>Transactions with subsidiaries</u>					
(Eliminated from the consolidated financial statements)					
Interest income	-	-	49	76	At cost of funds
Management income	-	-	24	24	Contract price
Revenues from construction services	-	-	-	14	Contract price
Utility income	-	-	5	4	Contract price
Revenue from guarantee	-	-	30	28	Contract price
Rental income	-	-	17	20	Contract price
Dividend income	-	-	1,011	16,524	Approved by the meeting of Board of Directors
Cost of construction services	-	-	-	14	Contract price
Purchases of fixed assets and investment properties	-	-	232	87	Contract price
Management fee	-	-	10	11	Contract price
Rental expenses	-	-	3	3	Contract price
Interest expenses	-	-	2	326	At cost of funds
<u>Transactions with associates</u>					
Sale of future net fare box revenues	-	61,399	-	-	Contract price
Service income	42	35	-	-	Contract price
Dividend income	614	226	595	226	Approved by the meeting of Board of Directors
Management fee	19	19	9	9	Contract price
Special business tax paid	23	17	-	-	Mutual agreement
<u>Transactions with related parties</u>					
Service income	7	-	-	-	Contract price
Purchase of fixed assets	16	7	-	-	Contract price

(Unaudited but reviewed)

As at 30 September 2014 and 31 March 2014, the balances of the accounts between the Company and those related parties are as follows:

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	30 September	31 March	30 September	31 March
	2014	2014	2014	2014
		(Audited)		(Audited)
<u>Trade and other receivables - related parties (Note 6)</u>				
Subsidiary companies	-	-	382,194	306,750
Associated companies	4,500	51,019	4,500	-
Related company (common shareholders)	1,971	144	-	-
Total trade and other receivables - related parties	<u>6,471</u>	<u>51,163</u>	<u>386,694</u>	<u>306,750</u>
<u>Advance to contractor - related party</u>				
Subsidiary company	-	-	25,422	44,823
Total advance to contractor - related party	<u>-</u>	<u>-</u>	<u>25,422</u>	<u>44,823</u>
<u>Retention receivable - related party</u>				
Subsidiary company	-	-	1,200	1,200
Total retention receivable - related party	<u>-</u>	<u>-</u>	<u>1,200</u>	<u>1,200</u>
<u>Refundable deposits - related party</u>				
Subsidiary company	-	-	1,354	1,354
Total refundable deposits - related party	<u>-</u>	<u>-</u>	<u>1,354</u>	<u>1,354</u>
<u>Accrued income - related party</u>				
Associated company	341,440	324,969	-	-
Total accrued income - related party	<u>341,440</u>	<u>324,969</u>	<u>-</u>	<u>-</u>
<u>Trade and other payables - related parties (Note 17)</u>				
Subsidiary companies	-	-	62,673	46,068
Associated companies	109,503	684	-	-
Related companies (common shareholders)	2,195	3,576	-	-
Total trade and other payables - related parties	<u>111,698</u>	<u>4,260</u>	<u>62,673</u>	<u>46,068</u>

(Unaudited but reviewed)

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	30 September	31 March	30 September	31 March
	2014	2014	2014	2014
	(Audited)		(Audited)	
<u>Unearned revenue - related party</u>				
Associated company	560,231	578,723	-	-
Total unearned revenue - related party	560,231	578,723	-	-
<u>Retention payable - related party</u>				
Subsidiary company	-	-	26,956	19,155
Total retention payable - related party	-	-	26,956	19,155
<u>Provision - related party (Note 22)</u>				
Associated company	1,135,748	1,083,484	-	-
Total provision - related party	1,135,748	1,083,484	-	-

Loans to related parties and loans from related parties

As at 30 September 2014 and 31 March 2014, the balances of loans between the Company and those related companies and the movement are as follows:

(Unit: Thousand Baht)

		Consolidated financial statements			
		Balance as at	Increase	Decrease	Balance as at
Short-term loan to related party	Related by	31 March 2014	during the period	during the period	30 September 2014
EGV Co., Ltd.	Related company	4,018	-	-	4,018
Less: Allowance for doubtful debt		(4,018)	-	-	(4,018)
Total		-	-	-	-

(Unit: Thousand Baht)

		Separate financial statements			
		Balance as at	Increase	Decrease	Balance as at
Short-term loans to related parties	Related by	31 March 2014	during the period	during the period	30 September 2014
Carrot Rewards Co., Ltd.	Subsidiary company	176,500	65,000	-	241,500
EGV Co., Ltd.	Related company	4,018	-	-	4,018
		180,518	65,000	-	245,518
Less: Allowance for doubtful debts		(4,018)	-	-	(4,018)
Total		176,500	65,000	-	241,500

(Unaudited but reviewed)

(Unit: Thousand Baht)

		Consolidated financial statements			
Long-term loan to related party	Related by	Balance as at 31 March 2014	Increase during the period	Decrease during the period	Balance as at 30 September 2014
Hwa Kay Thai (Thailand) Co., Ltd.	Related company	24,635	-	(335)	24,300
Less: Allowance for doubtful debts		(24,635)	-	335	(24,300)
Total		-	-	-	-

(Unit: Thousand Baht)

		Separate financial statements			
Long-term loans to related parties	Related by	Balance as at 31 March 2014	Increase during the period	Decrease during the period	Balance as at 30 September 2014
Yongsu Co., Ltd.	Subsidiary company	5,770	105	-	5,875
Tanayong Food and Beverage Co., Ltd.	Subsidiary company	243,139	-	-	243,139
Muangthong Assets Co., Ltd.	Subsidiary company	83,700	105,500	-	189,200
Tanayong International Ltd.	Subsidiary company	436,870	60	-	436,930
Tanayong Hong Kong Limited	Subsidiary company	3,702	50	-	3,752
Siam Paging and Communication Co., Ltd.	Subsidiary company	32,700	40	-	32,740
Kamkoong Property Co., Ltd.	Subsidiary company	158,270	20,250	-	178,520
BTS Asset Co., Ltd.	Subsidiary company	3,299,500	-	(45,000)	3,254,500
BTS Land Co., Ltd.	Subsidiary company	67,000	4,100	-	71,100
Thana City Golf & Sports Club Co., Ltd.	Subsidiary company	21,400	22,700	-	44,100
		4,352,051	152,805	(45,000)	4,459,856
Less: Allowance for doubtful debts		(528,306)	(105,705)	-	(634,011)
Total		3,823,745	47,100	(45,000)	3,825,845

(Unit: Thousand Baht)

		Consolidated financial statements			
Short-term loan from individual	Related by	Balance as at 31 March 2014	Increase during the period	Decrease during the period	Balance as at 30 September 2014
Individual	Shareholder of subsidiary company	20,000	-	(20,000)	-
Total		20,000	-	(20,000)	-

(Unit: Thousand Baht)

		Separate financial statements			
Short-term loan from related party	Related by	Balance as at 31 March 2014	Increase during the period	Decrease during the period	Balance as at 30 September 2014
Bangkok Mass Transit System Plc.	Subsidiary company	-	2,000,000	(2,000,000)	-
Total		-	2,000,000	(2,000,000)	-

The loans to and loans from related parties are not collateralised.

(Unaudited but reviewed)

Directors' and managements' benefits

During the three-month and six-month periods ended 30 September 2014 and 2013, the Company and its subsidiaries had employee benefit expenses payable to their directors and managements as below.

(Unit: Million Baht)

	For the three-month periods ended 30 September			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Short-term employee benefits	55	88	13	33
Post-employment benefits	4	6	-	-
Share-based payment	1	5	1	1
Total	60	99	14	34

(Unit: Million Baht)

	For the six-month periods ended 30 September			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Short-term employee benefits	99	129	29	44
Post-employment benefits	8	12	1	1
Share-based payment	1	6	1	1
Total	108	147	31	46

Guarantee obligation with related party

The Company has an outstanding guarantee obligation with its related party, as described in Note 31.6 d) to the interim financial statements.

4. Cash and cash equivalents

As at 30 September 2014, outstanding balances of cash and cash equivalents totaling Baht 182 million (31 March 2014: Baht 182 million) are waiting to be paid to the creditors per the Company's rehabilitation plan when the judgment of the court is final.

(Unaudited but reviewed)

5. Current investments

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	30 September	31 March	30 September	31 March
	2014	2014	2014	2014
		(Audited)		(Audited)
Fixed deposits with maturity				
date due more than 3 months	17,623,392	18,726,880	-	981,697
Held to maturity securities				
Private debt securities	2,116,429	4,353,839	585,991	514,573
Investments in trading securities				
Domestic marketable equity				
securities	489,052	178,903	-	-
Government and state-owned				
enterprise bonds	108,070	92,751	-	-
Private debt securities	160,128	131,328	-	-
	757,250	402,982	-	-
Add : Allowance for change in value	8,133	12,609	-	-
	765,383	415,591	-	-
Total	20,505,204	23,496,310	585,991	1,496,270

The current investments of Baht 1,652 million were pledged to secure a bank guarantee issued by a bank on behalf of subsidiary as security for the long-term debentures.

(Unaudited but reviewed)

6. Trade and other receivables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	30 September 2014	31 March 2014	30 September 2014	31 March 2014
		(Audited)		(Audited)
<u>Trade receivables - related parties</u>				
Not yet due	1,958	3,747	-	-
Past due				
Up to 3 months	13	-	-	-
Total trade receivables - related parties	1,971	3,747	-	-
<u>Trade receivables - unrelated parties</u>				
Not yet due	800,050	525,266	-	-
Past due				
Up to 3 months	131,536	149,405	-	-
3 - 6 months	10,405	39,282	-	-
6 - 12 months	5,740	9,859	-	-
Over 12 months	31,178	31,363	-	-
Total	978,909	755,175	-	-
Posted date cheques	10,962	9,157	-	-
Less: Allowance for doubtful debts	(29,860)	(32,895)	-	-
Total trade receivables - unrelated parties - net	960,011	731,437	-	-
Total trade receivables - net	961,982	735,184	-	-
<u>Other receivables</u>				
Advances	4,252	4,195	537	787
Interest receivable - related parties	-	-	331,992	285,835
Interest receivable	463,030	243,849	9,373	18,240
Dividend receivable - related parties	4,500	-	22,350	-
Dividend receivable	3,300	2,445	3,300	2,445
Retention receivable	1,777	2,748	1,777	2,748
Other receivables - related parties	-	47,416	32,352	20,915
Other receivables	13,000	38,618	10,803	23,162
Total other receivables - net	489,859	339,271	412,484	354,132
Trade and other receivables - net	1,451,841	1,074,455	412,484	354,132

(Unaudited but reviewed)

7. Real estate development costs

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	30 September 2014	31 March 2014	30 September 2014	31 March 2014
		(Audited)		(Audited)
Land and construction development	2,464,049	2,551,034	644,759	626,024
Less: Reduce cost to net realisable value	(1,272)	(1,272)	(1,272)	(1,272)
Real estate development costs - net	<u>2,462,777</u>	<u>2,549,762</u>	<u>643,487</u>	<u>624,752</u>
Mortgaged as collateral for credit facilities	586,954	571,691	-	-

8. Investments in subsidiaries

Details of investments in subsidiaries as presented in separate financial statements are as follows:

Company's name	Paid-up capital		Percentage owned by the Company		Cost		Dividend income during the six-month periods ended 30 September	
	30 September 2014	31 March 2014	30 September 2014	31 March 2014	30 September 2014	31 March 2014	2014	2013
	(Audited)		(Audited)		(Audited)			
Bangkok Mass Transit System Public Co., Ltd. ("BTSC")	4,016,783	4,016,783	97.46	97.46	29,937,253	29,937,253	939,563	1,644,354
VGI Global Media Public Co., Ltd. (51% held by BTSC)	343,197	343,197	12.56	10.84	3,692,108	2,577,858	49,969	61,600
Dnal Co., Ltd.	50,000	50,000	100	100	680,609	680,609	-	-
Muangthong Assets Co., Ltd.	125,000	125,000	100	100	503,695	503,695	-	-
PrannaKiri Assets Co., Ltd.	311,000	311,000	100	100	310,010	310,010	-	-
Yong Su Co., Ltd.	234,000	234,000	100	100	236,570	236,570	-	-
Tanayong Food and Beverage Co., Ltd.	1,000	1,000	100	100	1,000	1,000	-	-
Thana City Golf & Sports Club Co., Ltd.	20,000	20,000	100	100	77,472	77,472	-	-
Siam Paging and Communication Co., Ltd.	5,000	5,000	100	100	5,000	5,000	-	-
Tanayong Property Management Co., Ltd.	1,000	1,000	100	100	1,000	1,000	3,400	3,000
Tanayong International Ltd.	25	25	100	100	25	25	-	-
HHT Construction Co., Ltd.	25,000	25,000	51	51	12,750	12,750	17,850	17,085
Tanayong Hong Kong Limited	42	42	100	100	42	42	-	-
Carrot Rewards Co. Ltd.	2,000	2,000	100	100	2,000	2,000	-	-
BTS Assets Co., Ltd.	800,000	800,000	100	100	1,424,078	1,424,078	-	-
BTS Land Co., Ltd.	10,000	10,000	100	100	10,000	10,000	-	-
Nuvo Line Agency Co., Ltd.	2,001,000	2,001,000	100	80	1,865,415	1,637,915	-	-
Kamkoong Property Co., Ltd.	375,000	375,000	100	100	375,000	375,000	-	-
Man Kitchen Co., Ltd.	80,000	50,000	70	70	56,000	35,000	-	-
Mak8 Co., Ltd.	240,000	240,000	87.5	87.5	210,000	210,000	-	-
Primary Kitchen Co., Ltd.	10,000	-	100	-	10,000	-	-	-
Total					39,410,027	38,037,277		
Less: Surplus on business combination under common control					(3,715,435)	(3,790,493)		
					35,694,592	34,246,784		
Less: Provision for loss on diminution in value					(1,418,899)	(1,418,899)		
Net					<u>34,275,693</u>	<u>32,827,885</u>		

Subsidiaries directly owned by the Company

Bangkok Mass Transit System Public Company Limited (“BTSC”)

On 10 July 2014, the Annual General Meeting of shareholders of BTSC passed a resolution to approve payment of dividends of Baht 18,198 million in respect of its operating results in the past. BTSC has paid interim dividends totaling approximately Baht 17,234 million. The outstanding dividend of Baht 964 million (at a rate of Baht 0.06 per share) will be paid to the shareholders (Baht 940 million paid to the Company). BTSC paid the dividend already.

All of BTSC’s ordinary shares (excluding the ordinary shares of VGI Global Media Public Company Limited and Bangkok Smartcard System Company Limited held by BTSC, rights to provide operating service under the operating and maintenance service agreement for the extension to the core network and other assets stipulated in the agreement) have been pledged with BTS Rail Mass Transit Growth Infrastructure Fund to secure its obligations under the Sponsor Support and Guarantee Agreement.

Tanayong Property Management Company Limited

On 31 July 2014, the Annual General Meeting of a subsidiary (Tanayong Property Management Company Limited) passed a resolution to approve to pay a dividend of Baht 3 million (at a rate of Baht 340 per share) in respect of its operating results for the year ended 31 March 2014 (Baht 3 million paid to the Company). The subsidiary paid the dividend already.

HHT Construction Company Limited

On 31 July 2014, the Annual General Meeting of a subsidiary (HHT Construction Company Limited) passed a resolution to approve to pay a dividend of Baht 35 million (at a rate of Baht 7 per share) in respect of its operating results for the year ended 31 March 2014 (Baht 18 million paid to the Company). The subsidiary paid the dividend already.

Nuvo Line Agency Company Limited

On 27 May 2014, the Company acquired an additional 4,002,000 ordinary shares of a subsidiary, representing a 20% interest, from its existing shareholder at a price of Baht 227.5 million. As a result, the Company’s shareholding in the subsidiary increased from 80% to 100%.

(Unaudited but reviewed)

The purchase transaction of investment in the subsidiary is detailed below.

	(Unit: Thousand Baht)
Purchase price	227,500
Less: Non-controlling interests of subsidiary adjusted	<u>(441,875)</u>
Surplus from the changes in the ownership interests in subsidiary	<u>(214,375)</u>

Man Kitchen Company Limited

On 29 September 2014, the Annual General Meeting of shareholders of a subsidiary (Man Kitchen Company Limited) passed a resolution to approve a Baht 30 million increase in its registered capital, from the existing registered capital of Baht 50 million to Baht 80 million, by issuing 300,000 new ordinary shares with a value of Baht 100 each. The Company acquired additional ordinary shares of the subsidiary in proportion to its existing holding, and as a result its shareholding in the subsidiary is unchanged at 70%.

Primary Kitchen Company Limited

On 19 August 2014, a meeting of the Executive Committee of the Company passed a resolution to establish Primary Kitchen Company Limited, to engage in investment in certain assets for operation of restaurant business and lease out such assets to related companies, with a registered share capital of Baht 10 million (100,000 ordinary shares with a par value of Baht 100 each). This company registered its incorporation on 4 September 2014. The Company held a 100% interest.

Subsidiaries indirectly owned by the Company

VGI Global Media Public Company Limited (held by BTSC)

On 3 July 2014, the Annual General Meeting of the shareholders of a subsidiary (VGI Global Media Public Company Limited) passed significant resolutions as follows:

- a) Payment of dividends of Baht 1,053 million in respect of its operating results for the year ended 31 March 2014. The subsidiary has paid interim dividends totaling approximately Baht 607 million. The outstanding dividend of Baht 446 million (at a rate of Baht 0.13 per share) will be paid to the shareholders (Baht 50 million paid to the Company and Baht 278 million paid to the Group). The subsidiary paid the dividend already.

- b) Issuance and allocation of the warrants to purchase the newly issued ordinary shares of the subsidiary No. 1 (VGI-W1) in the number of up to 857,993,407 units, to be allocated to the existing shareholders of the subsidiary on a pro rata basis to their respective shareholdings (Rights Offering), at no cost, at the allocation ratio of 4 existing ordinary shares for 1 unit of Warrants. The term of the VGI-W1 Warrants shall be 4 years from the issuance date. The warrant holders shall be entitled to exercise the Warrants for the first time on the last business day of the first quarter after the issuance date. The exercise ratio is 1 unit of Warrants for 1 ordinary share at the exercise price of Baht 14 per share. However, the management is authorised to stipulate, amend and add details and conditions of the issue of the Warrants. The subsidiary issued and allocated 857,992,640 warrants to the existing shareholders of the subsidiary on 1 August 2014.
- c) Reduction of the registered capital of the subsidiary by Baht 1,517 from the existing registered capital of Baht 343,198,880 to Baht 343,197,363, by cancelling 15,174 unissued registered shares with a par value of Baht 0.10 per share. The subsidiary registered the reduction of the registered capital.
- d) Increase of the registered capital of the subsidiary by Baht 85,799,341, from the existing registered capital of Baht 343,197,363 to Baht 428,996,703, by issuing 857,993,407 new ordinary shares with a par value of Baht 0.10 per share to accommodate the exercise the VGI-W1 Warrants. The subsidiary registered the increase of the registered capital.
- e) Allocation of up to 857,993,407 newly issued ordinary shares, with a par value of Baht 0.10 per share, to accommodate the exercises of the VGI-W1 Warrants.

Sales of warrants of the subsidiary

On 14 July 2014 and 29 September 2014, BTSC entered into Warrant Sale and Purchase Agreements with an unrelated individual, whereby it is to sell 150 million warrants to purchase the newly issued ordinary shares of a subsidiary at a price of Baht 1.50 per warrant and 100 million warrants to purchase those shares at Baht 2.20 per warrant, respectively, for a total of Baht 445 million. The Company believes that the transaction constitutes a change in the Company's ownership interest in the subsidiary without loss of control. The Company therefore recorded the surplus on the sales of warrants of the subsidiary in shareholders' equity in the consolidated financial statements.

(Unaudited but reviewed)

Details of the sales of warrants of the subsidiary are detailed below.

	(Unit: Thousand Baht)
	Consolidated
	<u>financial statements</u>
Selling price of warrants of the subsidiary	445,000
Less: Related tax on consolidated financial statements	<u>(89,000)</u>
Net cash receipt from the sales of warrants of the subsidiary	356,000
Less: Non-controlling interests of subsidiary	<u>(9,042)</u>
Surplus from sales of warrants of the subsidiary	<u><u>346,958</u></u>

Exercise of warrants of subsidiary

On 30 September 2014, the warrant holders of the subsidiary exercised its warrants to acquire 29,250 ordinary shares with a par value of Baht 0.1 each, at an exercise price of Baht 14 per share, or total share subscriptions received in advance of Baht 409,500. The Company recorded surplus from the change in the ownership interests in the subsidiary amounting to Baht 409,500 in shareholders' equity in the consolidated financial statements.

Purchase transactions of investments in the subsidiary

During the six-month period ended 30 September 2014, the Company purchased 143 million ordinary shares of the subsidiary at prices of Baht 11 - Baht 14 per share. The purchase transactions are detailed below.

	(Unit: Thousand Baht)
	Consolidated
	<u>financial statements</u>
Purchase price	1,781,070
Less: Non-controlling interests of subsidiary adjusted	<u>(85,714)</u>
Deficit from the changes in the ownership interests in subsidiary	<u><u>1,695,356</u></u>

(Unaudited but reviewed)

Sale transactions of investments in the subsidiary

During the six-month period ended 30 September 2014, the Company sold 84 million ordinary shares of the subsidiary at a price of Baht 12.3 per share. The sale transactions are detailed below.

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
Selling price of investments in the subsidiary	1,033,200	1,033,200
Less: Selling expenses relating to the sales of investments in the subsidiary	(225)	(225)
Cash receipt from the sales of investments in the subsidiary	1,032,975	1,032,975
Less: Cost of investments in the subsidiary		
- Investments in the subsidiary	-	(591,762)
- Surplus on business combination under common control	-	(75,058)
Cash receipt from the sales of investments in the subsidiary /		
Gain on sales of investments in subsidiary	1,032,975	366,155
Less: Related taxes on consolidated financial statements	(73,231)	-
Net cash receipt from the sales of investments in the subsidiary /		
Gain on sales of investments in subsidiary	959,744	366,155
Less: Non-controlling interests of subsidiary	(54,108)	-
Surplus from the changes in the ownership interests in a subsidiary/ Gain on sales of investments in subsidiary	905,636	366,155

As a result of the exercise of warrants, purchases and sales of ordinary shares of the subsidiary, the Company's shareholding in the subsidiary increased from 10.84% to 12.56% (51% held by BTSC).

Bangkok Payment Solutions Company Limited (held by BTS Land Company Limited)

On 3 April 2014, a meeting of Executive Committee of the Company passed a resolution to let BTS Land Company Limited, which is a 100%-held subsidiary, jointly invest in Bangkok Payment Solutions Company Limited, which is engaged in developing software and providing technology services, including technology associated with Thailand's mass transit and payment systems, with a registered share capital of Baht 25 million, 50% called up (5 million ordinary shares with a par value of Baht 5 each). The subsidiary held a 60% interest in this company, which registered its incorporation on 30 April 2014.

(Unaudited but reviewed)

Little Corner Company Limited (held by Man Kitchen Company Limited)

On 16 October 2013, a meeting of Executive Committee of the Company passed a resolution to establish Little Corner Company Limited to engage in the restaurant business, with a registered share capital of Baht 10 million (100,000 ordinary shares with a par value of Baht 100 each), with Man Kitchen Company Limited to hold a 50% interest. This company registered its incorporation on 8 July 2014. Subsequently, on 29 August 2014, the Annual General Meeting of this company's shareholders passed a resolution to approve an increase in its share capital from Baht 10 million to Baht 60 million by issuing 500,000 new ordinary shares with a value of Baht 100 each. On 22 September 2014, Man Kitchen Company Limited purchased 400,000 of the additional ordinary shares, resulting in increase in its interest in this company from 50% to 75%.

9. Investment in a joint venture

Investment in a joint venture represents investment in an entity which is jointly controlled by a subsidiary (VGI Global Media Public Company Limited) and other company. Details of this investment are as follows:

(Unit: Thousand Baht)

Jointly controlled entity	Consolidated financial statements			
	Cost		Carrying amounts based on equity method	
	30 September	31 March	30 September	31 March
	2014	2014	2014	2014
		(Audited)		(Audited)
Midas Global Media Co., Ltd.	45,329	45,329	38,393	44,517

10. Investments in associates

(Unit: Thousand Baht)

Company's name	Consolidated financial statements		Separate financial statements	
	Equity method		Cost method	
	30 September	31 March	30 September	31 March
	2014	2014	2014	2014
		(Audited)		(Audited)
BTS Rail Mass Transit Growth Infrastructure Fund	13,523,819	13,877,048	20,648,667	20,833,200
Absolute Hotel Services Co., Ltd.	11,855	16,875	4,000	4,000
Absolute Hotel Services Hong Kong Ltd. ⁽¹⁾	-	-	-	-
Bayswater Co., Ltd.	4,958	5,042	5,000	5,000
Master Ad Public Company Limited	674,753	-	-	-
Total	14,215,385	13,898,965	20,693,667	20,842,200

⁽¹⁾ held by Tanayong Hong Kong Limited and Absolute Hotel Services Company Limited

(Unaudited but reviewed)

Absolute Hotel Services Company Limited

On 30 July 2014, the Annual General Meeting of Absolute Hotel Services Company Limited passed a resolution to approve to pay a dividend of Baht 14 million (at a rate of Baht 5.6 per share) in respect of its operating results for the year ended 31 March 2014 (Baht 7 million paid to the Company).

BTS Rail Mass Transit Growth Infrastructure Fund ("BTSGIF")

In June 2014, the Company received a dividend of Baht 297 million from BTSGIF (at a rate of Baht 0.154 per share) in respect of its operating results from 1 January 2014 to 31 March 2014.

In September 2014, the Company received a dividend of Baht 291 million from BTSGIF (at a rate of Baht 0.151 per share) in respect of its operating results from 1 April 2014 to 30 June 2014 and received the return of capital amounting to Baht 149 million (at a rate of Baht 0.077 per share).

Investment in BTSGIF under equity/cost method is detailed below.

Company's name	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	Equity method		Cost method	
	30 September	31 March	30 September	31 March
	2014	2014	2014	2014
		(Audited)		(Audited)
Cost	20,833,200	20,833,200	20,833,200	20,833,200
Add: Accumulated share of profit from investment	996,113	612,464	-	-
Less: Gain on sale of future net fare box revenues in proportion to the Company's investment	(6,748,791)	(6,748,791)	-	-
Less: Accumulated dividend income	(1,408,170)	(819,825)	-	-
Less: Return of capital	(148,533)	-	(148,533)	-
Net	<u>13,523,819</u>	<u>13,877,048</u>	<u>20,684,667</u>	<u>20,833,200</u>

Master Ad Public Company Limited

On 12 May 2014, a subsidiary (VGI Global Media Public Company Limited) invested in 73.5 million ordinary shares of Master Ad Public Company Limited, at a price of Baht 9 per share, or for a total of Baht 661.5 million, through the big lot board in the Stock Exchange of Thailand, in accordance with a resolution passed by the subsidiary's Board of Directors meeting No. 3/2014 on 9 May 2014. As a result, the subsidiary holds 24.43% of all issued shares of this company, and classifies its investment in such company as investment in an associate.

Subsequently, in June 2014, the subsidiary gradually invested in a further 1.4 million ordinary shares of the associate, at prices of approximately Baht 14 per share, or for a total of Baht 19.65 million. As a result, the shareholding of the subsidiary increased from 24.43% to 24.89% of all issued shares of the associate.

On 26 September 2014, the Extraordinary General Meeting of the associate's shareholders No. 1/2014 passed the following significant resolutions.

- a) Change number and par value of the ordinary shares, whereby the number of the ordinary shares increased by 2,708,072,550 ordinary shares, from 300,896,950 ordinary shares to 3,008,969,500 ordinary shares, and the par value of the ordinary shares reduced from Baht 1 each to Baht 0.1 each. The associate registered the changes in number and par value of its ordinary shares with the Ministry of Commerce on 29 September 2014.
- b) Issue up to 752,242,375 warrants to purchase newly issued ordinary shares of the associate (MACO-W1), to be allocated to the existing shareholders of the associate on a pro rata basis to their respective shareholding (rights offering), at no cost. The allocation ratio is 1 warrant to 4 existing ordinary shares. The term of the warrants is to be 3 years from the issuance date and the warrant holders are entitled to exercise the warrants for the first time on the last business day of the first quarter after 2 years from the issuance date. The exercise ratio is 1 warrant per an ordinary share and the exercise price is Baht 2 per share. All are currently in the process.

The associate is a public company incorporated and domiciled in Thailand and is principally engaged in advertising, leasing of property and the purchase/sale of electronic billboards.

(Unaudited but reviewed)

Management believed that the assets and liabilities of the associate as at 30 June 2014 and at the share acquisition dates were not significantly different. Details of the book values of identifiable assets and liabilities of the associate as at 30 June 2014 are as follows.

	(Unit: Thousand Baht)
	<u>Book value</u>
Assets	
Cash and cash equivalents	191,744
Short-term investments	188,738
Trade and other receivables	197,095
Inventories	6,695
Other current assets	8,882
Investments in a joint venture and associates	27,457
Restricted deposits at financial institutions	6,452
Investment property	35,317
Buildings and equipment	123,882
Goodwill	13,998
Deferred tax assets	3,306
Prepaid rent for billboard space	13,297
Other non-current assets	48,501
Total assets	<u>865,364</u>
Liabilities	
Bank overdrafts and short-term loans from financial institutions	35,000
Trade and other payables	98,447
Income tax payable	10,345
Undue output VAT	10,599
Other current liabilities	2,701
Provision for long-term employee benefits	13,320
Other non-current liabilities	2,853
Total liabilities	<u>173,265</u>
Net asset value	<u>692,099</u>

However, the subsidiary is in the process of assessing the fair values of the identifiable assets and liabilities of the associate at the share acquisition dates.

In addition, as at 30 September 2014, the fair value of the investments in the associate, which is listed on the Stock Exchange of Thailand, amounted to approximately Baht 1,513 million.

(Unaudited but reviewed)

11. Other long-term investments

	Consolidated		(Unit: Thousand Baht) Separate	
	financial statements	financial statements	financial statements	financial statements
	30 September 2014	31 March 2014	30 September 2014	31 March 2014
		(Audited)		(Audited)
Fixed deposits with maturity date due more than 1 year	991,720	1,082,281	-	-
Held-to-maturity securities				
Private debt securities	1,666,931	3,137,522	108,226	108,408
Investments in available for sale				
Domestic marketable equity securities	252,874	878,815	252,874	878,815
Foreign marketable equity securities	641,047	641,047	641,047	641,047
	893,921	1,519,862	893,921	1,519,862
Add : Allowance for change in value	(277,423)	(93,815)	(277,423)	(93,815)
	616,498	1,426,047	616,498	1,426,047
Other investments				
Domestic non-marketable equity securities	118,583	118,583	118,583	118,583
Foreign non-marketable equity securities	1,506,521	473,751	1,506,521	473,751
	1,625,104	592,334	1,625,104	592,334
Total	4,900,253	6,238,184	2,349,828	2,126,789

During the six-month period ended 30 September 2014, the Company sold available for sale investments totaling Baht 1,005 million and recorded a gain on the sales of investments amounting to Baht 102 million, presenting it in the profit or loss.

The other long-term investments of Baht 1,439 million were pledged to secure a bank guarantee issued by a bank on behalf of the subsidiary as security for the long-term debentures.

(Unaudited but reviewed)

12. Project costs - media

Movements of the project costs - media account during the six-month period ended 30 September 2014 are summarised below.

	(Unit: Thousand Baht)
	Consolidated
	<u>financial statements</u>
Net book value as at 1 April 2014	2,340,067
Amortisation for period	<u>(18,837)</u>
Net book value as at 30 September 2014	<u><u>2,321,230</u></u>

13. Investment properties

Movements of the investment property account during the six-month period ended 30 September 2014 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated	Separate
	<u>financial statements</u>	<u>financial statements</u>
Net book value as at 1 April 2014	3,101,461	1,691,151
Additions during the period - at cost	5,123	121,298
Disposal during the period - net book value of disposal date	(19,178)	(1,159)
Transfer to property, plant and equipment	(1,582)	(28,340)
Depreciation for the period	<u>(5,810)</u>	<u>(26,051)</u>
Net book value as at 30 September 2014	<u><u>3,080,014</u></u>	<u><u>1,756,899</u></u>

The Company and its subsidiaries have pledged investment properties amounting to approximately Baht 85 million (31 March 2014: Baht 1,157 million) (Separate financial statement: Baht 442 million (31 March 2014: Baht 382 million)) as collateral against credit and guarantee facilities received from a financial institution and a creditor per rehabilitation plan.

(Unaudited but reviewed)

14. Property, plant and equipment

Movements of the property, plant and equipment account during the six-month period ended 30 September 2014 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
Net book value as at 1 April 2014 - restated	7,673,962	484,837
Additions during the period - at cost	781,422	137,356
Capitalised interest	475	-
Disposal / write-off during the period - net book value		
of disposal / write-off date	(1,077)	(3)
Transfer from (to) other assets	(21,871)	29,757
Depreciation for the period	(191,373)	(11,386)
Translation adjustments	149	-
Net book value as at 30 September 2014	<u>8,241,687</u>	<u>640,561</u>

The Company and its subsidiary (BTS Assets Co., Ltd.) have mortgaged land and construction thereon with net book value as at 30 September 2014 of Baht 5,197 million (31 March 2014: Baht 5,179 million) as collateral for credit and guarantee facilities from a financial institution.

15. Leasehold rights

Movements of the leasehold right account during the six-month period ended 30 September 2014 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
Net book value as at 1 April 2014	77,655	8,550
Transfer to property, plant and equipment	(1,417)	(1,417)
Amortisation for the period	(2,728)	(198)
Net book value as at 30 September 2014	<u>73,510</u>	<u>6,935</u>

(Unaudited but reviewed)

16. Intangible assets

Movements of the intangible asset account during the six-month periods ended 30 September 2014 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
Net book value as at 1 April 2014	65,823	208
Additions during the period - at cost	6,228	-
Transfer from other assets	4,247	-
Amortisation for the period	(9,468)	(73)
Net book value as at 30 September 2014	66,830	135

17. Trade and other payables

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	30 September 2014	31 March 2014	30 September 2014	31 March 2014
	(Audited)		(Audited)	
Trade payables - related parties	424	495	-	-
Trade payables	581,595	527,808	5,946	1,762
Other payables - related parties	111,274	3,765	62,621	45,624
Other payables	109,495	203,602	3,712	6,856
Payable from acquisition of investment in subsidiary ⁽¹⁾	357,128	-	357,128	-
Accrued interest expenses	20,537	41,751	-	-
Retention payable	183,107	227,208	5,479	3,321
Deposit payable	188,698	161,288	30,000	30,000
Accrued expenses	558,989	817,889	5,397	29,583
Accrued expenses - related parties	-	-	52	444
Dividend payable	268,165	238,636	64,988	57,099
Total trade and other payables	2,379,412	2,222,442	535,323	174,689

⁽¹⁾ Payable from acquisition of ordinary shares of VGI Global Media Public Company Limited as at 30 September 2014.

18. Bank overdraft and short-term loans from financial institutions

During the period, there are new bank overdrafts and short-term loans from financial institutions as follows:

The Company

- a) A facility of Baht 20 million, subject to interest at a rate tied to the Minimum Overdraft Rate (MOR). As at 30 September 2014, the Company has not drawn down this facility.
- b) A facility of Baht 3,000 million, subject to interest at the rate agreed every time a drawdown is made. As at 30 September 2014, the Company has not drawn down this facility.
- c) A facility of Baht 2,500 million, subject to interest at the rate agreed every time a drawdown is made. As at 30 September 2014, the Company has not drawn down this facility.

The subsidiary

The promissory notes of Baht 220 million are subject to interest at rates of 2.9% and 3.2% per annum and are to be repaid within October 2014.

19. Long-term loans

	Consolidated		(Unit: Thousand Baht)	
	financial statements		Separate financial statements	
	30 September	31 March	30 September	31 March
	2014	2014	2014	2014
		(Audited)		(Audited)
Long-term loans	1,215,483	240,000	975,483	-
Less: Current portion	(22,000)	(10,000)	-	-
Long-term loans - net of current portion	<u>1,193,483</u>	<u>230,000</u>	<u>975,483</u>	<u>-</u>

(Unaudited but reviewed)

Movements of the long-term loan account during the six-month period ended 30 September 2014 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
Balance as at 1 April 2014	240,000	-
Add: Additional borrowings	975,483	975,483
Balance as at 30 September 2014	1,215,483	975,483

During the period, the Company entered into a new loan agreement with a financial institution, granting a facility of USD 30 million, subject to interest at LIBOR plus a margin stipulated in the agreement. The loan is to be repaid within April 2016 and is secured by the Company's fixed deposit amounting to RMB 215 million. As at 30 September 2014, the outstanding balance of this loan was USD 30 million, equivalent to Baht 975 million.

Under the loan agreement, there are normal covenants relating to various matters as required in the normal course of business.

20. Long-term debentures

	(Unit: Thousand Baht)	
	Consolidated financial statements	
	30 September 2014	31 March 2014
		(Audited)
Long-term debentures	2,810,117	6,415,086
Less: Current portion	(1,466,164)	(3,607,630)
Long-term debentures - net of current portion	1,343,953	2,807,456

Movement of the long-term debenture account during the six-month period ended 30 September 2014 are summarised below.

	(Unit: Thousand Baht)
	Consolidated
	financial statements
Balance as at 1 April 2014	6,415,086
Repayment during the period	(3,611,300)
Amortisation of deferred debenture issuing costs for period	6,331
Balance as at 30 September 2014	2,810,117

(Unaudited but reviewed)

The debenture agreement includes certain restrictive covenants pertaining to, among other things, limitations on creation of indebtedness, compliance with the concession agreement, and the maintenance of financial ratios.

The debentures were secured by the letter of guarantee provided by a bank of Baht 3,091 million which the letter of guarantee was secured by the subsidiary's current investments and other long-term investments.

21. Provision for long-term employee benefits

Movements in the provision for long-term employee benefit account during the six-month period ended 30 September 2014 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
Balance as at 1 April 2014	557,624	24,622
Current service cost	27,494	1,267
Interest cost	11,162	489
Benefits paid during the period	(10,623)	(886)
Balance as at 30 September 2014	585,657	25,492

Long-term employee benefit expenses included in the profit or loss for the three-month and six-month periods ended 30 September 2014 amounted to Baht 19 million and Baht 39 million, respectively (Separate financial statements: Baht 1 million and Baht 2 million, respectively).

During the three-month and six-month periods ended 30 September 2014, long-term employee benefits that can be claimed from BTS Rail Mass Transit Growth Infrastructure Fund in the future, in accordance with the bases and assumptions of the management, amounted to Baht 8 million and Baht 16 million, respectively (2013: Baht 8 million and Baht 16 million, respectively).

22. Provisions

Movements in provision account during the six-month period ended 30 September 2014 are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements		
	Special business tax	Maintenance or restoration of infrastructure	Total
Balance as at 1 April 2014 - restated	1,083,484	229,246	1,312,730
Increase during the period	48,756	44,710	93,466
Decrease during the period	(22,959)	-	(22,959)
Revision of provision	26,467	-	26,467
Balance as at 30 September 2014	<u>1,135,748</u>	<u>273,956</u>	<u>1,409,704</u>
As at 30 September 2014			
Current	56,401	-	56,401
Non-current	<u>1,079,347</u>	<u>273,956</u>	<u>1,353,303</u>
	<u>1,135,748</u>	<u>273,956</u>	<u>1,409,704</u>

Special Business Tax of BTS Rail Mass Transit Growth Infrastructure Fund (“BTSGIF”)

During the period, a subsidiary revised the provision for special business tax since BTSGIF revised its projections of net future fare box revenues and passengers over the remaining period of the Core Bangkok Mass Transit System. These projections are assumptions used in calculating the provisions for special business tax. The subsidiary’s management believes that the assumptions are appropriate under the current circumstance.

Maintenance or restoration of infrastructure

As a result of the adoption of TFRIC 12 *Service Concession Arrangements*, during the first quarter of current year, a subsidiary recorded provision for its contractual obligations to maintain or restore infrastructure and restated the prior period’s financial statements, presented as comparative information, as though the subsidiary had initially used this TFRIC.

23. Warrants

Warrants to purchase new ordinary shares of the Company issued to the employees of the Company and its subsidiaries (BTS-WA)

In September 2014, the Company received advance subscription of Baht 4.375 per share to 5,019,636 of the additional ordinary shares arising from the exercise of the warrants to purchase new ordinary shares of the Company issued to the employees of the Company and its subsidiaries (BTS-WA) of 31,372,725 units, a total of Baht 21,960,903. The Company registered the resulting increase of 5,019,636 shares at a par value of Baht 4 each in its capital with the Ministry of Commerce on 3 October 2014. As at 30 September 2014, there were a total of 37,772,175 outstanding unexercised warrants.

24. Treasury shares/ Appropriated retained earnings for treasury shares

On 8 August 2014, the Board of Directors of the Company passed a resolution to approve a program to repurchase up to 600 million shares (par value of Baht 4 each), or 5% of the total number of shares in issue, with a budget of Baht 6,000 million, for liquidity surplus management purposes. The shares are to be repurchased on the Stock Exchange of Thailand within the period of 6 months, starting from 25 August 2014 to 24 February 2015, and can be resold more than 6 months after completing the repurchase. As at 30 September 2014, the Company had purchased back 95.8 million ordinary shares, for a total of approximately Baht 925.2 million or 0.8% of the total number of shares in issue.

According to letter No. Gor Lor Tor. Chor Sor. (Vor) 2/2548 of the Office of the Securities and Exchange Commission, dated 14 February 2005, concerning the acquisition of treasury shares, a public limited company may purchase back treasury shares in an amount not exceeding the amount of its retained earnings and is to appropriate an equal amount of retained earnings to a reserve for treasury shares, which must be maintained until the Company either sells the treasury shares or reduces its paid-up share capital by an amount equal to the value of the treasury shares which it could not sell. As at 30 September 2014, the Company appropriated the full required amount of retained earnings to a reserve for the treasury shares.

(Unaudited but reviewed)

25. Service income

Details of service income are as follows:

(Unit: Thousand Baht)

For the three-month periods ended 30 September

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		
Advertising income	658,468	714,406	-	-
Revenues from providing of train operation services	411,567	297,044	-	-
Revenues from servicing of spaces	160,580	151,285	-	-
Revenues from hotel and restaurant operations	218,035	184,081	-	-
Other service income	187,523	118,858	29,724	26,074
Total	<u>1,636,173</u>	<u>1,465,674</u>	<u>29,724</u>	<u>26,074</u>

(Unit: Thousand Baht)

For the six-month periods ended 30 September

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		
Advertising income	1,285,506	1,440,441	-	-
Revenues from providing of train operation services	799,318	587,599	-	-
Revenues from servicing of spaces	331,006	295,802	-	-
Revenues from hotel and restaurant operations	394,131	339,854	-	-
Other service income	331,491	216,114	51,020	51,507
Total	<u>3,141,452</u>	<u>2,879,810</u>	<u>51,020</u>	<u>51,507</u>

(Unaudited but reviewed)

26. Interest income

Details of interest income are as follows:

(Unit: Thousand Baht)

For the three-month periods ended 30 September

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		
Interest income under concession agreement	33,133	31,765	-	-
Interest income under financial lease agreement	1,153	1,528	-	-
Interest income from financial institutions	251,539	321,388	21,757	6,544
Interest income from related parties	-	-	24,672	43,347
Total	<u>285,825</u>	<u>354,681</u>	<u>46,429</u>	<u>49,891</u>

(Unit: Thousand Baht)

For the six-month periods ended 30 September

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		
Interest income under concession agreement	66,331	61,683	-	-
Interest income under financial lease agreement	2,401	3,146	-	-
Interest income from financial institutions	550,977	601,881	50,842	18,694
Interest income from related parties	-	-	49,109	75,949
Total	<u>619,709</u>	<u>666,710</u>	<u>99,951</u>	<u>94,643</u>

27. Income tax

Interim corporate income tax was calculated on profit before income tax for the period, using the estimated effective tax rate for the year.

Income tax expenses for the three-month and six-month periods ended 30 September 2014 and 2013 are made up as follows:

(Unit: Thousand Baht)

	For the three-month periods ended 30 September			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		
Current income tax:				
Interim corporate income tax charge	229,332	183,721	84,342	-
Deferred tax:				
Relating to origination and reversal of temporary differences	(38,127)	29,211	(5,482)	47,068
Income tax expense reported in the statements of comprehensive income	<u>191,205</u>	<u>212,932</u>	<u>78,860</u>	<u>47,068</u>

(Unit: Thousand Baht)

	For the six-month periods ended 30 September			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
		(Restated)		
Current income tax:				
Interim corporate income tax charge	449,241	460,200	92,465	-
Deferred tax:				
Relating to origination and reversal of temporary differences	(45,785)	2,789,538	8,465	93,234
Income tax expense reported in the statements of comprehensive income	<u>403,456</u>	<u>3,249,738</u>	<u>100,930</u>	<u>93,234</u>

(Unaudited but reviewed)

The amounts of income tax relating to each component of other comprehensive income for the three-month and six-month periods ended 30 September 2014 and 2013 are as follows:

(Unit: Thousand Baht)

	For the three-month periods ended 30 September			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Deferred tax relating to loss on changes in value of available-for-sale investments	15,088	6,841	15,088	6,841

(Unit: Thousand Baht)

	For the six-month periods ended 30 September			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Deferred tax relating to loss on changes in value of available-for-sale investments	36,722	6,092	36,722	6,092

28. Basic earnings per share

Basic earnings per share is calculated by dividing profit for the period attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the period.

Diluted earnings per share is calculated by dividing profit for the period attributable to equity holders of the Company (excluding other comprehensive income) by the weighted average number of ordinary shares in issue during the period plus the weighted average number of ordinary shares which would need to be issued to convert all dilutive potential ordinary shares into ordinary shares. The calculation assumes that such conversion took place either at the beginning of the period or on the date the potential ordinary shares were issued.

(Unaudited but reviewed)

Details of calculation of earnings per share for the three-month and six-month periods ended 30 September 2014 and 2013 are as below.

Consolidated financial statements						
For the three-month periods ended 30 September						
Profit		Weighted average number of ordinary shares		Earnings per share		
<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	
Thousand Baht	Thousand Baht	Thousand shares	Thousand shares	Baht	Baht	
(Restated)				(Restated)		
Basic earnings per share						
Profit attributable to equity holders of the Company	633,359	947,340	11,941,736	11,542,544	0.05304	0.08207
Effect of dilutive potential ordinary shares						
Warrants (BTS-W2)	-	-	-	172,046		
Warrants (BTS-WA)	-	-	5,733	7,319		
Warrants (BTS-WB)	-	-	5,125	1,836		
Diluted earnings per share						
Profit of ordinary shareholders assuming the conversion of dilutive potential ordinary shares	633,359	947,340	11,952,594	11,723,745	0.05299	0.08081

Separate financial statements						
For the three-month periods ended 30 September						
Profit		Weighted average number of ordinary shares		Earnings per share		
<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	
Thousand Baht	Thousand Baht	Thousand shares	Thousand shares	Baht	Baht	
Basic earnings per share						
Profit attributable to equity holders of the Company	1,543,305	16,967,664	11,941,736	11,542,544	0.12924	1.47001
Effect of dilutive potential ordinary shares						
Warrants (BTS-W2)	-	-	-	172,046		
Warrants (BTS-WA)	-	-	5,733	7,319		
Warrants (BTS-WB)	-	-	5,125	1,836		
Diluted earnings per share						
Profit of ordinary shareholders assuming the conversion of dilutive potential ordinary shares	1,543,305	16,967,664	11,952,594	11,723,745	0.12912	1.44729

(Unaudited but reviewed)

Consolidated financial statements						
For the six-month periods ended 30 September						
		Weighted		Earnings per share		
Profit		average number of				
		ordinary shares				
<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	
Thousand	Thousand	Thousand	Thousand	Baht	Baht	
Baht	Baht	shares	shares			
	(Restated)				(Restated)	
Basic earnings per share						
Profit attributable to equity holders of the Company	1,283,563	11,755,283	11,900,702	11,476,388	<u>0.10786</u>	<u>1.02430</u>
Effect of dilutive potential ordinary shares						
Warrants (BTS-W2)	-	-	-	204,349		
Warrants (BTS-WA)	-	-	5,567	7,443		
Warrants (BTS-WB)	-	-	4,601	1,165		
Diluted earnings per share						
Profit of ordinary shareholders assuming the						
conversion of dilutive potential ordinary shares	<u>1,283,563</u>	<u>11,755,283</u>	<u>11,910,870</u>	<u>11,689,345</u>	<u>0.10776</u>	<u>1.00564</u>

Separate financial statements						
For the six-month periods ended 30 September						
		Weighted		Earnings per share		
Profit		average number of				
		ordinary shares				
<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	
Thousand	Thousand	Thousand	Thousand	Baht	Baht	
Baht	Baht	shares	shares			
Basic earnings per share						
Profit attributable to equity holders of the Company	1,890,445	17,154,280	11,900,702	11,476,388	<u>0.15885</u>	<u>1.49475</u>
Effect of dilutive potential ordinary shares						
Warrants (BTS-W2)	-	-	-	204,349		
Warrants (BTS-WA)	-	-	5,567	7,443		
Warrants (BTS-WB)	-	-	4,601	1,165		
Diluted earnings per share						
Profit of ordinary shareholders assuming the						
conversion of dilutive potential ordinary shares	<u>1,890,445</u>	<u>17,154,280</u>	<u>11,910,870</u>	<u>11,689,345</u>	<u>0.15872</u>	<u>1.46751</u>

(Unaudited but reviewed)

Details of calculation of earnings per share from continued operation for the six-month periods ended 30 September 2014 and 2013 are as below.

(Unit: Thousand Baht)

Consolidated financial statements					
For the six-month periods ended 30 September					
Profit		Weighted average number of ordinary shares		Earnings per share	
<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Thousand Baht	Thousand Baht	Thousand shares	Thousand shares	Baht	Baht
	(Restated)				(Restated)
Basic earnings per share					
Profit attributable to equity holders of the Company					
1,283,563	11,725,678	11,900,702	11,476,388	<u>0.10786</u>	<u>1.02172</u>
Effect of dilutive potential ordinary shares					
Warrants (BTS-W2)	-	-	204,349		
Warrants (BTS-WA)	-	5,567	7,443		
Warrants (BTS-WB)	-	4,601	1,165		
Diluted earnings per share					
Profit of ordinary shareholders assuming the conversion of dilutive potential ordinary shares					
<u>1,283,563</u>	<u>11,725,678</u>	<u>11,910,870</u>	<u>11,689,345</u>	<u>0.10776</u>	<u>1.00311</u>

(Unit: Thousand Baht)

Separate financial statements					
For the six-month periods ended 30 September					
Profit		Weighted average number of ordinary shares		Earnings per share	
<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>	<u>2014</u>	<u>2013</u>
Thousand Baht	Thousand Baht	Thousand shares	Thousand shares	Baht	Baht
Basic earnings per share					
Profit attributable to equity holders of the Company					
1,890,445	17,154,280	11,900,702	11,476,388	<u>0.15885</u>	<u>1.49475</u>
Effect of dilutive potential ordinary shares					
Warrants (BTS-W2)	-	-	204,349		
Warrants (BTS-WA)	-	5,567	7,443		
Warrants (BTS-WB)	-	4,601	1,165		
Diluted earnings per share					
Profit of ordinary shareholders assuming the conversion of dilutive potential ordinary shares					
<u>1,890,445</u>	<u>17,154,280</u>	<u>11,910,870</u>	<u>11,689,345</u>	<u>0.15872</u>	<u>1.46751</u>

An exercise price of the warrant to purchase the ordinary shares of the Company (BTS-W3) was higher than the average market price of the Company's shares for the three-month and six-month periods ended 30 September 2014. Therefore, the Company has not assumed conversion of the warrant in the calculation of diluted earnings per share.

(Unaudited but reviewed)

29. Dividends

<u>Dividends</u>	<u>Approved by</u>	<u>Total dividends</u> (Million Baht)	<u>Dividend per share</u> (Baht)
Interim dividends for 2012/2013	Board of Directors' meeting on 19 April 2013	2,052	0.18
Final dividends for 2012/2013	Annual General Meeting of the shareholders on 26 July 2013	513	0.045
Interim dividends for 2013/2014	Board of Directors' meeting on 9 August 2013	2,190	0.19
Total for the six-month period ended 30 September 2013		<u>4,755</u>	
Final dividends for 2013/2014	Annual General Meeting of the shareholders on 25 July 2014	2,501	0.21
Total for the six-month period ended 30 September 2014		<u>2,501</u>	

30. Foreign currency assets/liabilities

As at 30 September 2014 and 31 March 2014, the Company and subsidiaries had assets and liabilities in foreign currency as follows:

Consolidated financial statements					
Foreign currency	30 September 2014		31 March 2014		Average exchange rate as at 30 September 2014 (Baht per 1 Foreign currency unit)
	Financial assets	Financial liabilities	Financial assets	Financial liabilities	
	(Million)	(Million)	(Audited) (Million)	(Audited) (Million)	
USD	40	31	77	4	32.3733
EUR	-	1	-	4	41.0688
SGD	-	2	-	2	25.4226
HKD	-	6	-	5	4.1706
RMB	1,731	-	1,713	22	5.2663

Separate financial statements					
Foreign currency	30 September 2014		31 March 2014		Average exchange rate as at 30 September 2014 (Baht per 1 Foreign currency unit)
	Financial assets	Financial liabilities	Financial assets	Financial liabilities	
	(Million)	(Million)	(Audited) (Million)	(Audited) (Million)	
USD	35	30	76	-	32.3733
RMB	215	-	188	-	5.2663

As at 30 September 2014, the Company and its subsidiary have entered into cross currency swap and forward exchange agreements amounting to USD 29 million and RMB 1,731 million (Separate financial statement: USD 24 million and RMB 215 million) (31 March 2014: USD 63 million and RMB 1,712 million (Separate financial statement: USD 63 million and RMB 188 million)) under which the contractual rates are Baht 31.25 - 32.73 per USD and Baht 5.23 - 5.45 per RMB, respectively (Separate financial statement: Baht 31.25 - 32.46 per USD and Baht 5.3772 per RMB, respectively) (31 March 2014: Baht 31.25 - 33.10 per USD and Baht 5.1686 - 5.4500 per RMB, respectively (Separate financial statement: Baht 31.25 - 33.10 per USD and Baht 5.1686 per RMB, respectively)).

31. Commitments and contingent liabilities

As at 30 September 2014, the Company and its subsidiaries had commitments and contingent liabilities as follows:

31.1 Capital commitments

- a) The Company and its subsidiaries (HHT Construction Company Limited, Muangthong Assets Company Limited, Nuvo Line Agency Company Limited and Kamkoong Property Company Limited) had outstanding commitments of approximately Baht 300 million (31 March 2014: Baht 380 million) in respect of agreements of consultation, design and construction projects.
- b) The Company and its subsidiaries (BTS Assets Company Limited and Muangthong Assets Company Limited) had outstanding commitments with a subsidiary (HHT Construction Company Limited) approximately Baht 339 million (31 March 2014: Baht 406 million) in respect of renovation and development of golf course and construction in progress.
- c) The Company had outstanding commitments of USD 8 million (31 March 2014: USD 40 million) in respect of overseas investments.
- d) A subsidiary (BTSC) had capital commitments totaling Baht 59 million (31 March 2014: Baht 20 million) in respect of a change and improvement of signaling system for elevated train operation and traction power supply system.
- e) A subsidiary (BTSC) had capital commitments of Bath 13 million (31 March 2014: AUD 1 million and Bath 7 million) in respect of the acquisition of equipment for Automatic Fare Collection System
- f) A subsidiary (BTSC) had commitments of EUR 3 million and USD 1 million (31 March 2014: EUR 3 million and USD 1 million) in respect of the acquisition of spare parts.

- g) A subsidiary (BTS Assets Company Limited) had an outstanding commitment of Baht 15 million (31 March 2014: Baht 15 million) relating to building design services for the investment property.
- h) A subsidiary (Bangkok Smartcard System Company Limited) had outstanding commitments of RMB 5 million (31 March 2014: RMB 5 million) relating to development costs for common ticketing system.
- i) A subsidiary (Carrot Rewards Company Limited) entered into a contract for implementation and management the privileges card of the common ticketing system and installation of related equipment. Under the contract, the subsidiary is committed to pay a service fee in the future and comply with certain conditions as specified in the agreement.
- j) A subsidiary (VGI Global Media Public Company Limited) had outstanding commitments of approximately Baht 1 million (31 March 2014: SGD 10 million and Baht 46 million), relating to the acquisition and installation of equipment.
- k) The subsidiaries (Dnal Company Limited and Kamkoong Property Company Limited) had outstanding commitments of Baht 409 million (31 March 2014: Baht 255 million) relating to the agreements to purchase and to sell of land and building.

Under the Net Revenue and Purchase Transfer Agreement, BTS Rail Mass Transit Growth Infrastructure Fund will be responsible for the commitments as discussed in d) and e).

31.2 Lease and service commitments

- a) The Company entered into leasehold agreements for the period of 30 years, as from 1 July 1997 and 1 December 1997. The monthly rental charges are Baht 200,000 and Baht 500,000, respectively and will be increased by 5% each year of the lease period.
- b) The Company entered into agreements with the Ministry of Finance to lease land for building construction, which the Company must completed in no more than 3 years. During the construction, the Company is to pay rental of Baht 0.1 million per month for land usage, and after handing over the building, the Company is committed to pay an annual rental for 30 years. The rental charge is Baht 0.8 million per year and will be increased by 15% every 5 years of the lease period.
- c) A subsidiary (Muangthong Assets Company Limited) had an outstanding commitment of approximately Baht 5 million (31 March 2014: Baht 5 million) in respect of a 14 years land and building lease agreement.
- d) A subsidiary (BTSC) had commitments of approximately Baht 189 million (31 March 2014: Baht 194 million) relating to its operations under the agreements of the Bus Rapid Transit (BRT) project - Chong Nonsi to Sa-pan Krung Thep Line (Chong Nonsi - Ratchaphruek).

(Unaudited but reviewed)

- e) The subsidiaries had committed to pay fees of SGD 2 million, RMB 1 million and Baht 416 million (31 March 2014: SGD 2 million, RMB 1 million, HKD 1 million and Baht 419 million) relating to lease and service agreements.

Certain obligations as discussed in e) will be allocated for collection from BTS Rail Mass Transit Growth Infrastructure Fund in accordance with bases and assumptions determined by the subsidiary's management, who have assessed the appropriateness of these bases and assumptions.

31.3 Commitments under maintenance contract

On 30 December 2004, a subsidiary (BTSC) entered into a ten-year maintenance contract with a contractor. Under the contract, the subsidiary has capital commitments in respect of the cost of maintenance and spares supply service fees in relation to the project over a period of 10 years. The amount to be paid for the first year was approximately Baht 195.7 million and EUR 1.7 million and in the future years, this amount was to be adjusted upwards with reference to the consumer price index. During the three-month and six-month periods ended 30 September 2014, the subsidiary paid costs of maintenance and spares supply service fees amounting to Baht 50 million and EUR 0.5 million and Baht 100 million and EUR 1 million, respectively (2013: Baht 32 million and EUR 0.4 million and Baht 81 million and EUR 0.9 million, respectively).

Subsequently, on 15 September 2014, the subsidiary entered into a fourteen-year maintenance contract with the same contractor. Under the contract, the subsidiary has capital commitments in respect of the cost of maintenance and spares supply service fees in relation to the project over a period of 14 years. The amount to be paid for the first year is approximately Baht 253 million and EUR 3 million and in the future years, the amount to be paid will be adjusted upwards with reference to the consumer price index. The contract is effective from 1 January 2015.

Obligations will be allocated for collection from BTS Rail Mass Transit Growth Infrastructure Fund in accordance with bases and assumptions determined by the subsidiary's management, who have assessed the appropriateness of these bases and assumptions.

31.4 Long-term contract commitments

- a) The Company entered into a service agreement with an associate (Absolute Hotel Services Company Limited), which is to furnish the Company and its subsidiary with consultation and hotel business management-related services. Under the conditions of the agreement, the Company is to pay service fees of Baht 1.4 million per month. The fees for the three-month and six-month periods ended 30 September 2014 amounted to approximately Baht 4 million and Baht 8 million (2013: Baht 4 million and Baht 9 million).
- b) The Company entered into a management agreement with its subsidiaries (Tanayong Property Management Company Limited and BTS Assets Company Limited), which is to furnish the subsidiaries with systems management services. Under the conditions of the agreement, the Company is to pay service fees at the rate specified in the agreement. During the three-month and six-month periods ended 30 September 2014, the Company paid management fee amounted to Baht 5 million and Baht 10 million (2013: Baht 6 million and Baht 11 million).
- c) The subsidiaries (Muangthong Assets Company Limited and BTS Assets Co., Ltd.) entered into service agreements with an associate (Absolute Hotel Services Company Limited), which is to furnish the subsidiaries with royalty and hotel business management - related services. The subsidiaries are to pay service fees at a rate as stipulated in the agreements. The fees for the three-month and six-month periods ended 30 September 2014 amounted to approximately Baht 6 million and Baht 11 million (2013: Baht 5 million and Baht 10 million).
- d) A subsidiary (BTSC) had commitments of Baht 8,627 million (31 March 2014: Baht 8,627 million) in respect of acquisitions of elevated train carriages required for future compliance with the operation and maintenance contract for a mass transit system in Bangkok.
- e) A subsidiary (VGI Global Media Public Company Limited) had outstanding commitments with respect to minimum guarantees under concession agreements for the management and provision of advertising space in department stores, and other related agreements. Fees are payable as follows.

	<u>30 September 2014</u>	<u>31 March 2014</u> (Audited)
Fees payable:		
Up to 1 year	213	536
Over 1 and up to 5 years	77	86

These amounts will be adjusted in accordance with actual performance, based on certain rates stipulated in the agreements.

31.5 Other commitments

A subsidiary (Nuvo Line Agency Company Limited) had outstanding commitments with a subsidiary (BTSC) in respect of the train ticket for project. The subsidiary is to pay at a rate as specified in the agreement.

31.6 Guarantees

- a) There was a bank guarantee of Baht 23 million (31 March 2014: Baht 23 million) issued by a bank on behalf of the Company to the Ministry of Finance for construction of a building on state-owned land.
- b) A subsidiary (BTSC) had outstanding bank guarantees issued by a bank on behalf of the subsidiary amounting to Baht 42 million to guarantee electricity use (31 March 2014: Baht 42 million) and Baht 3,091 million to guarantee the long-term debentures (31 March 2014: Baht 6,896 million). In addition, there was an outstanding bank guarantee of Baht 20 million issued by a bank on behalf of BSV Consortium by Bangkok Mass Transit System Public Company Limited as Lead Firm (31 March 2014: Nil) as the bond for a bid for an Establishment of Central Clearing House project (CCH). A saving account of Baht 20 million has been pledged as collateral.

BTS Rail Mass Transit Growth Infrastructure Fund will be responsible for the bank guarantees amounting to Baht 42 million issued by a bank on behalf of the subsidiary to the Metropolitan Electricity Authority to guarantee electricity use.
- c) The subsidiaries had additional bank guarantees issued by banks as required in their normal operations of SGD 9 million and Baht 181 million (31 March 2014: SGD 9 million and Baht 181 million).
- d) The Company provided a guarantee on BTSC's compliance to BTS Rail Mass Transit Growth Infrastructure Fund as discussed in Sponsor Support and Guarantee Agreement.

31.7 Litigations

- a) The Company and two subsidiaries (Yong Su Company Limited and Dnal Company Limited), as mortgagors of the assets placed as security for the Company's bonds, were sued by a local bank, for payment of the secured bonds, together with interest charges and other related expenses, totaling approximately Baht 4,251 million. The Court of First Instance ordered the two subsidiaries to make payment of such amount. The two subsidiaries appealed the decision and the Appeals Court found in accordance with the Court of First Instance. However, the bank has submitted settlement claims under the Company's rehabilitation plan and the Company held an open auction of such assets in order to make payment to the bank. Therefore, the subsidiaries have not set aside provision for the contingent liability in their accounts.
- b) A creditor under the Company's business rehabilitation plan filed a petition with the Central Bankruptcy Court, asking the court to overturn the order of the official receiver regarding the revocation of claims for settlement of debt. The Central Bankruptcy Court also dismissed the claim and the creditor filed an appeal with the Supreme Court. The case is currently being considered by the Supreme Court. The maximum amount that the Company would have to pay under the rehabilitation plan is approximately Baht 96 million, and the Company has already recorded this liability in the accounts.
- c) A creditor under the Company's business rehabilitation plan filed a petition with the Central Bankruptcy Court, asking the court to overturn the order of the official receiver regarding the amount of debt settlement it is entitled to receive. The Central Bankruptcy Court ordered the amendment of the amounts of the debt settlement entitlements. The creditor appealed the order of the Central Bankruptcy Court to the Supreme Court, and the case is currently being considered by the Supreme Court. The maximum amount of payment or transfer of assets that the Company would have to make under the plan amounts to approximately Baht 587 million, and a cash amount equal to the amount payable has been deposited with the Central Bankruptcy Court as collateral. However, the Company has already recorded this liability in its accounts.
- d) A subsidiary (Muangthong Assets Company Limited) has been sued by an individual for payment for loss of property amounting to approximately Baht 6 million. Currently, the lawsuit is being in the Supreme Court process. However, the subsidiary believes that it will suffer no significant loss as a result of this litigation.

- e) On 11 February 2002, a subsidiary (BTSC) was sued for damages as the second defendant in a tort case, whereby a company alleged that the subsidiary's contractor caused damage to a section of underground fuel pipeline in the area of a train station and claimed compensation of approximately Baht 108 million. At present, the case is under consideration of the courts. However, the subsidiary has not recorded any allowance for the damage in its accounts since the subsidiary believes that, as an employer, it is, in any case, not liable to third parties for damages caused by its contractor, and that the case will therefore have no significant impact.
- f) A creditor under the rehabilitation plan of a subsidiary (BTSC) has filed a petition with the Central Bankruptcy Court with respect to its claim of Baht 307 million, of which the Official Receiver ordered the subsidiary to pay Baht 21 million. However, the Court dismissed the petition and currently, the case is being considered by the Supreme Court. The subsidiary believes that it will have no significant impact.
- g) Bangkok Metropolitan Administration has called for a subsidiary (BTSC) to pay Baht 86 million for the use of state owned land, together with penalties and surcharges on the outstanding amount at a rate of 18% per annum, and a letter of guarantee fee for a building construction contract amounting to Baht 11 million. The subsidiary is arguing that the subsidiary has no obligation to pay these expenses because, under its concession agreement, The subsidiary has the right to use such land of the Bangkok Mass Transit System without liability for payment of any rental, fees and other expenses. Currently, the case is in the process of arbitration. The subsidiary believes that it will have no significant impact.

(Unaudited but reviewed)

32. Segment information

The Company and its subsidiaries are organised into business units based on its products and services. During the current period, the Company and its subsidiaries have not changed the organisation of their reportable segments.

The following table presents revenue and profit information regarding the Company and its subsidiaries' operating segments for the three-month and six-month periods ended 30 September 2014 and 2013.

(Unit: Million Baht)

	For the three-month periods ended 30 September										Consolidated	
	Mass transit segment		Media segment		Property segment		Service segment		Elimination		financial statements	
	2014	2013	2014	2013	2014	2013	2014	2013	2014	2013	2014	2013
Revenues from external customers	-	-	790	850	119	661	847	632	-	-	1,756	2,143
Inter-segment revenues	-	-	6	3	-	-	96	77	(102)	(80)	-	-
Total revenues	-	-	796	853	119	661	943	709	(102)	(80)	1,756	2,143
Segment profit	-	-	462	535	44	252	421	230			927	1,017
Unallocated revenues and expenses:												
Dividend income											5	-
Interest income											286	355
Gain on sales of investments											23	-
Gain on sales of assets											-	380
Other income											38	10
Servicing and selling expenses											(38)	(97)
Administrative expenses											(410)	(365)
Share of loss from investment in a joint venture											(3)	-
Share of profit from investments in associates											226	176
Finance cost											(111)	(174)
Income tax expenses											(191)	(213)
Profit for the period											752	1,089
Non-controlling interests of the subsidiaries											(118)	(142)
Profit attributable to equity holders of the Company											634	947

(Unaudited but reviewed)

(Unit: Million Baht)

For the six-month periods ended 30 September												
	Mass transit		Property				Service segment		Elimination		Consolidated financial statements	
	segment		Media segment		segment							
	2014	2013	2014	2013	2014	2013	2014	2013	2014	2013	2014	2013
Revenues from external customers	-	-	1,547	1,697	250	1,418	1,645	1,331	-	-	3,442	4,446
Inter-segment revenues	-	-	11	5	-	-	168	141	(179)	(146)	-	-
Total revenues	-	-	1,558	1,702	250	1,418	1,813	1,472	(179)	(146)	3,442	4,446
Segment profit	-	-	908	1,042	94	547	761	434			1,763	2,023
Unallocated revenues and expenses:												
Dividend income											29	3
Interest income											620	667
Gain on sales of investments											106	-
Gain on sale of net future fare box revenues											-	13,498
Gain on sales of assets											-	380
Other income											77	46
Servicing and selling expenses											(79)	(226)
Administrative expenses											(746)	(669)
Share of loss from investment in a joint venture											(6)	-
Share of profit from investments in associates											398	302
Finance cost											(245)	(366)
Income tax expenses											(403)	(3,250)
Gain from discontinued operation											-	30
Profit for the period											1,514	12,438
Non-controlling interests of the subsidiaries											(230)	(683)
Profit attributable to equity holders of the Company											1,284	11,755

33. Events after the reporting period

33.1 On 6 October 2014, a meeting of the Board of Directors of the Company passed a resolution to approve in principle for the Company to consider the disposal of the entire shares in the two subsidiaries that engage in the real estate business, namely BTS Assets Company Limited and Kamkoong Property Company Limited, to Natural Park Public Company Limited (“NPARK”) which is a listed company in the Stock Exchange of Thailand in the property development sector. The subsidiaries own buildings and approximately 18 Rai of land, having the market value of approximately Baht 8,000 - 10,000 million. Such disposal will be in exchange for the considerations in the form of: (i) newly issued ordinary shares of NPARK under a private placement scheme in an amount of up to 213,000 million shares (representing not exceeding 37.06% of the total issued shares of NPARK after the completion of the entry into the transaction based on the assumption that the newly issued ordinary shares that are offered to the existing shareholders of NPARK will be fully subscribed for), at the offering price of Baht 0.047 per share; and (ii) the warrants to purchase the ordinary shares of NPARK to be issued under a private placement scheme (the “Warrants”), at a ratio of 2 ordinary shares issued to the Company for 1 unit of the Warrants, at no cost, whereby 1 unit of the Warrants is entitled to purchase 1 newly issued ordinary share of NPARK, at the exercise price of Baht 0.047 per share. The Warrants are to be issued to the Company before the issuance of the warrants to purchase the ordinary shares that are offered to the existing shareholders of NPARK in proportion to their respective shareholdings, pursuant to the resolutions of the Extraordinary General Meeting of the Shareholders of NPARK No.1/2014 held on 16 September 2014 (the “RO Warrants”). The Warrants will not be listed on the Stock Exchange of Thailand. Except for the issuance date of the Warrants, the exercise price and the listing status on the Stock Exchange of Thailand, the Warrants will have the same terms and conditions as the RO Warrants. Moreover, the Company may accept additional consideration from the sale of shares in the subsidiaries in the form of cash if appropriate, the determination of which would depend on further negotiation between the parties.

The decision to enter into the Proposed Transaction remains uncertain and must be approved by the resolution of the subsequent meeting of the Board of Directors of the Company.

In addition to the resolution of the meeting of the Board of Directors of the Company to approve the entry into the Proposed Transaction, the completion of the Proposed Transaction is also subject to the certain important conditions such as:

- a) The entry into and execution of the relevant documents and agreements in relation to the sale and purchase of the shares in BTS Assets Company Limited and Kamkoong Property Company Limited, including the share subscription agreement in relation to the newly issued ordinary shares and the Warrants of NPARK;
- b) NPARK's receipt of all necessary Board of Directors' and/or shareholders' approvals for the entry into the Proposed Transaction and the relevant agreements, including its shareholders' approval for the issuance of the new securities without requiring the Company to make a tender offer (whitewash resolution);
- c) The Company and NPARK obtain all necessary regulatory approvals from the relevant administrative agencies and/or governmental agencies and all necessary third party consents; and
- d) NPARK's acquisition of shares in BTS Assets Company Limited and Kamkoong Property Company Limited will not be classified as Class 4 Transaction or Backdoor Listing pursuant to the Asset Acquisition and Disposal Notifications.

33.2 On 15 October 2014, a meeting of the Executive Committee of the Company passed the following significant resolutions:

- a) To approve the Company to enter into the strategic alliance framework agreement with Sansiri Public Company Limited ("SIRI") to exclusively partner together on the developments of the residential projects for sale located within a 500-meter radius of all rail mass transit stations (existing and future),
- b) To approve the establishment of a 50 : 50 joint venture company with SIRI for the first project to be developed under this collaboration, i.e. the residential project for sale on approximately 5-rai (8,000 sq.m.) of land located near BTS Mo Chit Station, and
- c) To approve the Company's wholly owned subsidiary to sell approximately 5-rai (8,000 sq.m.) of land to the to-be established joint venture company for a consideration of approximately Baht 1,400 million.

33.3 On 4 November 2014, the Board of Directors of a subsidiary (BTSC) passed a resolution to approve payment of interim dividend of Baht 964 million (at a rate of Baht 0.06 per share) to the shareholders, in respect of the profit for the six-month period ended 30 September 2014.

34. Approval of interim financial statements

These interim financial statements were authorised for issue by the Company's Board of Directors on 7 November 2014.