

BTS Group Holdings Public Company Limited
and its subsidiaries
Report and consolidated interim financial statements
for the three-month period ended 30 June 2016

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 June 2016, the related consolidated statements of comprehensive income, changes in shareholders' equity, and cash flows for the three-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 matters

I draw attention to the following matters:

- a) As discussed in Note 5.2.2 to the interim financial statements regarding the acquisition of investment in a subsidiary, the measurement of the identifiable assets acquired, the liabilities assumed and non-controlling interests in the subsidiary at the acquisition-date fair value, the measurement of goodwill, which has not yet been completed, and the recognition of gain on change in status of investment amounting to Baht 207 million.
- b) As discussed in Note 25.8.2 to the interim financial statements regarding litigation, a company filed petitions with the Central Bankruptcy Court relating to the land that a jointly controlled entity purchased through an auction.

My conclusion is not qualified in respect of these matters.

Other matters

The consolidated statement of financial position of BTS Group Holdings Public Company Limited and its subsidiaries, and the separate statement of financial position of BTS Group Holdings Public Company Limited as at 31 March 2016, presented herein as comparative information, were audited by another auditor of our office who expressed an unqualified opinion on those statements and drew attention to the land that a jointly controlled entity purchased through an auction as discussed under the preceding heading and the disposal of ordinary shares of subsidiaries and receipt of compensation in the form of newly issued ordinary shares and newly issued warrants to purchase the ordinary shares of an associate, and recording a gain on the transactions, under her report dated 27 May 2016. The consolidated statements of comprehensive income, changes in shareholders' equity and cash flows for the three-month period ended 30 June 2015 of BTS Group Holdings Public Company Limited and its subsidiaries, and the separate financial statements of BTS Group Holdings Public Company Limited for the same period, presented herein as comparative information, were also reviewed by the aforementioned auditor who concluded, under her report dated 10 August 2015, that nothing had come to her attention that caused her to believe that the interim financial information was not prepared, in all material respects, in accordance with Thai Accounting Standard 34 *Interim Financial Reporting* and drew attention to the disposal of ordinary shares of subsidiaries and receipt of compensation in the form of newly issued ordinary shares and newly issued warrants to purchase the ordinary shares of an associate, and recording a gain on the transactions.

Waraporn Prapasirikul
Certified Public Accountant (Thailand) No. 4579

EY Office Limited
Bangkok: 8 August 2016

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	
	<u>Note</u>	<u>30 June 2016</u>	<u>31 March 2016</u>	<u>30 June 2016</u>	<u>31 March 2016</u>
	(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)	
Assets					
Current assets					
Cash and cash equivalents		3,317,611	2,364,654	1,258,265	381,354
Current investments	3	4,312,908	4,666,218	699,400	864,109
Bank account for advances from cardholders		304,403	284,786	-	-
Trade and other receivables	4	1,558,134	1,111,270	515,104	215,463
Current portion of receivable under concession agreement		95,199	94,584	-	-
Current portion of receivable under finance lease agreement		24,948	29,646	-	-
Advances to contractors					
Related party	2	-	-	-	3,186
Unrelated parties		19,252	28,848	2,140	4,196
Short-term loans to related parties	2	42,281	14,318	-	-
Current portion of long-term loan to related party	2	80,494	53,662	-	-
Real estate development costs		502,849	508,492	502,849	508,492
Assets awaiting transfer under rehabilitation plan		68,250	68,254	68,250	68,254
Investments in subsidiaries awaiting transfer under rehabilitation plan		224,343	224,343	197,438	197,438
Accrued income		243,105	205,607	-	-
Prepaid expenses		143,021	82,790	9,394	7,733
Withholding tax deducted at source and prepaid corporate tax		285,691	278,165	249,473	247,940
Other current assets		188,605	151,057	6,723	6,932
Total current assets		11,411,094	10,166,694	3,509,036	2,505,097

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
	<u>Note</u> 30 June 2016 (Unaudited but reviewed)	<u>31 March 2016</u> (Audited)	<u>30 June 2016</u> (Unaudited but reviewed)	<u>31 March 2016</u> (Audited)
Non-current assets				
Restricted deposits	117,042	1,269,299	30,000	1,183,680
Cash deposited as collateral for debt settlement	170,919	170,919	170,919	170,919
Loans to related parties	2 6,553,611	5,948,521	10,473,508	9,834,508
Investments in subsidiaries	5 -	-	34,938,345	35,493,999
Investments in joint ventures	6 1,187,748	638,098	-	-
Investments in associates	7 20,132,996	21,019,678	29,937,464	30,060,920
Other long-term investments	8 10,279,115	9,751,429	7,681,696	7,106,865
Project costs - media	2,290,582	2,297,385	-	-
Reusable spare parts	90,557	91,256	-	-
Land and projects awaiting development	2,159,525	2,078,365	-	-
Investment properties	9 785,371	733,950	1,651,232	1,645,630
Property, plant and equipment	10 5,986,720	5,673,905	434,314	419,002
Leasehold rights	10,687	10,881	6,242	6,341
Intangible assets	11 654,738	345,534	214	266
Goodwill	78,656	78,656	-	-
Unallocated costs of business acquisition	5.2.2 959,896	79,721	-	-
Deposit and advances for asset acquisitions	131,366	128,807	-	-
Accrued income	457,298	447,691	-	-
Rights of claim from acquisition of debts per rehabilitation plan	255,515	255,515	-	-
Receivable under concession agreement - net of current portion	3,496,614	3,520,647	-	-
Receivable under finance lease agreement - net of current portion	-	2,550	-	-
Deferred tax assets	40,672	38,228	322,810	267,839
Other non-current assets	494,760	420,965	12,949	13,185
Total non-current assets	56,334,388	55,002,000	85,659,693	86,203,154
Total assets	67,745,482	65,168,694	89,168,729	88,708,251

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	
	<u>Note</u>	<u>30 June 2016</u>	<u>31 March 2016</u>	<u>30 June 2016</u>	<u>31 March 2016</u>
	(Unaudited but reviewed)	(Audited)	(Unaudited but reviewed)	(Audited)	
Liabilities and shareholders' equity					
Current liabilities					
Short-term loans from financial institutions	13	440,000	3,750,000	-	3,510,000
Bills of exchange payables	14	7,689,369	2,917,307	7,689,369	2,917,307
Trade and other payables	12	1,824,175	1,622,989	625,682	516,737
Advances received from cardholders		299,763	280,669	-	-
Short-term loans from related parties	2	-	-	18,033,500	18,033,500
Current portion of long-term loan from related party	2	35,669	35,669	-	-
Current portion of creditors per rehabilitation plan		610,668	610,668	610,668	610,668
Current portion of long-term loans	15	46,458	1,095,222	-	1,062,222
Current portion of long-term debentures		1,348,058	1,347,471	-	-
Unearned revenues		152,239	133,284	-	-
Fare box revenues awaiting transfer		85,642	80,986	-	-
Income tax payable		449,795	294,873	-	-
Short-term provisions	17	61,029	58,953	-	-
Other current liabilities		<u>257,489</u>	<u>227,342</u>	<u>39,151</u>	<u>40,742</u>
Total current liabilities		13,300,354	12,455,433	26,998,370	26,691,176
Non-current liabilities					
Unearned revenues		582,334	589,488	-	-
Creditors per rehabilitation plan - net of current portion		26,952	26,952	26,952	26,952
Long-term loans - net of current portion	15	166,341	173,000	-	-
Retention payable					
Related parties	2	10,424	16,679	16,304	13,017
Unrelated parties		127,309	120,164	7,341	5,521
Provision for transaction under equity method of investments in joint ventures	6	500,466	455,510	-	-
Provision for long-term employee benefits	16	819,817	782,396	68,178	67,222
Long-term provisions	17	1,353,609	1,324,716	-	-
Deferred tax liabilities		2,196,135	2,215,929	-	-
Other non-current liabilities		<u>93,234</u>	<u>91,534</u>	<u>7,920</u>	<u>8,107</u>
Total non-current liabilities		5,876,621	5,796,368	126,695	120,819
Total liabilities		19,176,975	18,251,801	27,125,065	26,811,995

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
	<u>Note</u> <u>30 June 2016</u> (Unaudited but reviewed)	<u>31 March 2016</u> (Audited)	<u>30 June 2016</u> (Unaudited but reviewed)	<u>31 March 2016</u> (Audited)
Shareholders' equity				
Share capital				
Registered				
15,928,911,087 ordinary shares of Baht 4 each	<u>63,715,644</u>	<u>63,715,644</u>	<u>63,715,644</u>	<u>63,715,644</u>
Issued and fully paid				
11,929,349,186 ordinary shares of Baht 4 each	47,717,397	47,717,397	47,717,397	47,717,397
Share premium	1,834,603	1,834,603	1,834,603	1,834,603
Share subscriptions received in advance	18 27,152	-	27,152	-
Deficit on business combination under common control	(3,371,978)	(3,371,978)	(3,686,911)	(3,715,435)
Surplus from business restructuring under common control	-	-	656,734	656,734
Adjustment of asset value as a result of business restructuring under common control	-	-	(479,140)	(479,140)
Surplus (deficit) from the changes in the ownership interests				
in subsidiaries	532,995	(59,587)	-	-
Surplus on sales of warrants of the subsidiary	494,317	494,317	-	-
Treasury shares	(925,480)	(925,480)	(925,480)	(925,480)
Retained earnings				
Appropriated - statutory reserve	2,163,731	2,163,731	2,163,731	2,163,731
Appropriated - treasury share reserve	925,480	925,480	925,480	925,480
Unappropriated (deficit)	(4,960,469)	(5,508,518)	13,537,821	13,229,896
Other components of shareholders' equity	<u>1,912,433</u>	<u>2,187,384</u>	<u>272,277</u>	<u>488,470</u>
Equity attributable to owners of the Company	<u>46,350,181</u>	<u>45,457,349</u>	<u>62,043,664</u>	<u>61,896,256</u>
Non-controlling interest of the subsidiaries	<u>2,218,326</u>	<u>1,459,544</u>	-	-
Total shareholders' equity	<u>48,568,507</u>	<u>46,916,893</u>	<u>62,043,664</u>	<u>61,896,256</u>
Total liabilities and shareholders' equity	<u>67,745,482</u>	<u>65,168,694</u>	<u>89,168,729</u>	<u>88,708,251</u>
	-	-	-	-

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

Directors

(Unaudited but reviewed)

BTS Group Holdings Public Company Limited and its subsidiaries**Statement of comprehensive income****For the three-month period ended 30 June 2016**

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

	<u>Note</u>	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
		<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Profit or loss:					
Revenues					
Service income	19	1,313,351	1,224,277	36,804	30,990
Revenues from sales of real estate		8,800	70,830	8,800	20,457
Other income					
Management income		4,050	-	11,850	11,855
Dividend income		92,919	72,948	407,390	334,674
Interest income	20	163,988	134,439	132,064	28,273
Gain on sales of investments		33,863	55,745	-	49,065
Gain on swap of investments		-	3,458,510	-	4,714,767
Gain on change in status of investment	5.2.2	207,438	-	-	-
Others		38,623	80,736	21,152	27,551
Total revenues		1,863,032	5,097,485	618,060	5,217,632
Expenses					
Cost of services		648,777	590,916	37,624	31,835
Costs of sales of real estate		5,642	41,786	5,642	14,869
Selling and servicing expenses		56,393	24,474	658	1,321
Administrative expenses		385,977	302,982	138,546	122,567
Total expenses		1,096,789	960,158	182,470	170,592
Profit before share of income (loss) from investments in joint ventures and associates, finance cost and income tax					
		766,243	4,137,327	435,590	5,047,040
Share of loss from investments in joint ventures		(94,349)	(86,948)	-	-
Share of income from investments in associates		193,912	156,963	-	-
Profit before finance cost and income tax		865,806	4,207,342	435,590	5,047,040
Finance cost		(88,058)	(80,170)	(127,999)	(45,331)
Profit before income tax		777,748	4,127,172	307,591	5,001,709
Income tax	21	(149,637)	(1,051,653)	334	(920,843)
Profit for the period		628,111	3,075,519	307,925	4,080,866
Other comprehensive income:					
<i>Other comprehensive income to be reclassified to profit or loss in subsequent periods:</i>					
Exchange differences on translation of financial statements in foreign currency		110	62	-	-
Gain (loss) on changes in value of available-for-sale investments - net of income tax		(250,050)	48,962	(218,551)	15,739
Share of loss on changes in value of available-for-sale investments of associate		(28,169)	-	-	-
Other comprehensive income to be reclassified to profit or loss in subsequent periods - net of income tax		(278,109)	49,024	(218,551)	15,739
Other comprehensive income for the period		(278,109)	49,024	(218,551)	15,739
Total comprehensive income for the period		350,002	3,124,543	89,374	4,096,605

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 June 2016

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

	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
<u>Note</u>	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Profit attributable to:				
Equity holders of the Company	548,049	3,016,376	<u>307,925</u>	<u>4,080,866</u>
Non-controlling interests of the subsidiaries	<u>80,062</u>	<u>59,143</u>		
	<u>628,111</u>	<u>3,075,519</u>		
Total comprehensive income attributable to:				
Equity holders of the Company	270,740	3,064,556	<u>89,374</u>	<u>4,096,605</u>
Non-controlling interests of the subsidiaries	<u>79,262</u>	<u>59,987</u>		
	<u>350,002</u>	<u>3,124,543</u>		
Earnings per share				
Basic earnings per share				
Profit attributable to equity holders of the Company	<u>0.04631</u>	<u>0.25511</u>	<u>0.02602</u>	<u>0.34514</u>
Diluted earnings per share				
Profit attributable to equity holders of the Company	<u>0.04629</u>	<u>0.25490</u>	<u>0.02601</u>	<u>0.34485</u>

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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 three-month period ended 30 June 2016**

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
Cash flows from operating activities				
Profit before tax	777,748	4,127,172	307,591	5,001,709
Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:				
Depreciation and amortisation	124,929	106,282	19,649	20,345
Unrealised loss on exchange	4,674	36,458	4,213	31,537
Loss on provisions (revesal)	44,221	(40,094)	-	-
Share of loss from investments in joint ventures	94,349	86,948	-	-
Share of income from investments in associates	(193,912)	(156,963)	-	-
Gain on change in status of investment	(207,438)	-	-	-
Allowance for impairment loss of assets	2,635	-	-	-
Loss on written off assets	1,133	-	-	-
Allowance for doubtful debts (reversal)	(7,163)	14,163	(2,149)	(8,358)
Provision for long-term employee benefits	12,104	11,974	1,974	1,581
Amortisation of premium on cross currency swap agreements	(438)	(3,983)	(438)	(3,983)
Loss (gain) on sales of assets	(2,150)	25,720	(2,150)	-
Dividend income	(92,919)	(72,948)	(407,390)	(334,674)
Share-based payment	2,358	3,309	437	552
Allowance for impairment loss of investment	7,891	-	-	-
Loss on sale of investments in subsidiaries	-	727	31,440	-
Gain on swap of investments	-	(3,458,510)	-	(4,714,767)
Gain on sales of investments	(33,863)	(55,745)	(28,273)	(49,065)
Unrealised gain on changes in value of current investments in trading securities	(18,585)	(35,615)	(1,260)	-
Recognition of unearned revenue	(9,196)	(9,196)	-	-
Interest income	(163,988)	(134,439)	(132,064)	(28,273)
Interest expenses	86,797	77,855	127,999	45,331
Profit (loss) from operating activities before changes in operating assets and liabilities	429,187	523,115	(80,421)	(38,065)

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 three-month period ended 30 June 2016**

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
Decrease (increase) in operating assets				
Bank account for advances from cardholders	(19,618)	(17,215)	-	-
Trade and other receivables	(35,750)	245,495	(11,747)	32,734
Receivable under concession agreement	23,418	22,835	-	-
Receivable under finance lease agreement	7,248	6,832	-	-
Real estate development costs	5,642	24,408	5,642	11,026
Advances to contractors	9,596	4,299	5,242	2,490
Other current assets	(18,662)	(15,225)	(1,699)	(1,922)
Other non-current assets	(34,812)	(10,706)	236	(2,644)
Increase (decrease) in operating liabilities				
Trade and other payables	16,207	(415,491)	(55,214)	(136,483)
Deposit received from sale of land	-	414,750	-	-
Advances received from cardholders	19,094	18,507	-	-
Retention payable	(3,845)	139,554	5,107	(10,069)
Unearned revenues	10,260	(3,069)	-	-
Fare box revenues awaiting transfer	4,656	26,347	-	-
Provision for long-term employee benefits	(6,933)	(1,040)	(1,018)	14,863
Provisions	(7,677)	(30,841)	-	-
Other current liabilities	(5,088)	(27,973)	(13,737)	(9,117)
Cash from (used in) operating activities	392,923	904,582	(147,609)	(137,187)
Cash paid for interest expenses	(40,919)	(50,663)	(14,415)	(17,800)
Cash paid for corporate income tax	(28,922)	(32,782)	(1,533)	(4,565)
Net cash from (used in) operating activities	323,082	821,137	(163,557)	(159,552)

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 three-month period ended 30 June 2016**

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
Cash flows from investing activities				
Decrease (increase) in current investments	431,891	(4,741,431)	59,256	104,702
Decrease in restricted deposits	1,152,257	-	1,153,680	-
Increase in short-term loans to related parties	-	-	-	(41,200)
Cash received from short-term loans to related parties	-	-	-	41,200
Increase in loans to related parties	(731,922)	(815,000)	(739,000)	(742,516)
Cash received from loans to related parties	101,200	247,068	100,000	262,768
Interest income	113,418	155,248	44,092	22,320
Dividend income	470,021	358,499	426,365	343,537
Net cash from sale of investment in subsidiary	-	(102,117)	633,648	-
Cash received from return of capital of joint venture and associate	260,956	92,592	123,456	92,592
Net cash paid for purchases of investments in subsidiaries	(294,509)	-	(80,910)	(1,137,137)
Cash paid for purchases of investments joint ventures	(749,999)	(200,000)	-	(200,000)
Cash paid for purchase of investment in associate	-	(100,000)	-	-
Cash paid for purchases of other long-term investments	(910,648)	(2,633,230)	(910,529)	(2,213,002)
Cash received from sales of other long-term investments	58,011	2,397,090	58,011	2,397,090
Cash paid for purchase of land and projects awaiting development	(81,159)	(4,280)	-	-
Cash paid for purchases of property, plant and equipment	(245,370)	(56,736)	(20,375)	(5,348)
Cash received from sales of property, plant and equipment	17	307	-	-
Cash paid for purchases of investment properties	-	-	(28,927)	(11,835)
Cash received from sales of investment properties	12,978	-	12,978	-
Cash paid for purchases of intangible assets	(7,832)	(10,847)	-	-
Cash paid for advances for asset acquisitions	(2,559)	-	-	-
Net cash from (used in) investing activities	(423,249)	(5,412,837)	831,745	(1,086,829)
Cash flows from financing activities				
Increase in short-term loans from financial institutions	1,340,000	200,000	1,040,000	-
Cash paid for short-term loans from financial institutions	(4,650,000)	(200,000)	(4,550,000)	-
Increase in bills of exchange payables	5,398,171	-	5,398,171	-
Cash paid for bills of exchange payables	(650,000)	-	(650,000)	-
Cash paid for long-term loans from financial institutions	(1,065,968)	(6,000)	(1,056,600)	-
Increase in short-term loans from related company	-	13,200	-	6,246,000
Cash paid for short-term loans from related companies	-	(13,200)	-	(4,960,000)
Cash received in advance from exercised warrants	27,152	24,190	27,152	24,190
Cash paid for purchases of investment in subsidiaries	-	(1,010,554)	-	-
Cash received from sale of investment in subsidiary	633,648	-	-	-
Cash received from non-controlling interests for issuances of ordinary shares of subsidiaries	20,090	30,740	-	-
Cash received from non-controlling interests of subsidiary for exercised warrants of subsidiary	77	-	-	-
Net cash from (used in) financing activities	1,053,170	(961,624)	208,723	1,310,190
Increase (decrease) in translation adjustment	(46)	62	-	-
Net increase (decrease) in cash and cash equivalents	952,957	(5,553,262)	876,911	63,809
Cash and cash equivalents at beginning of the period	2,364,654	10,111,920	381,354	605,765
Cash and cash equivalents classified as assets held for sale at beginning of the period	-	67,820	-	-
Cash and cash equivalents at end of the period	3,317,611	4,626,478	1,258,265	669,574

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 three-month period ended 30 June 2016

(Unit: Thousand Baht)

	<u>Consolidated financial statements</u>		<u>Separate financial statements</u>	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Supplemental cash flow information				
Non-cash transactions				
Transfer equipment to intangible assets	-	12,051	-	51
Payable of acquisition of equipment	14,953	73,061	-	1,809
Payable of acquisition of intangible assets	1,410	163	-	-
Payable of acquisition of investment properties	-	-	2,202	12,943
Payable of acquisition of investment in subsidiary	-	179,619	-	179,619
Transfer other long-term investments to current investments	-	22,443	-	-
Payable of acquisition of investments	74,502	10,148	74,502	-
Receivable from sales of investments	204,250	-	204,250	-
Increase in investment in associate from swap of investments in subsidiaries	-	9,468,845	-	9,468,845
Transfer long-term loans to related parties and interest receivables to investments in subsidiaries	-	-	-	2,853,977

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

BTS Group Holdings Public Company Limited and its subsidiaries
Statement of changes in shareholders' equity
For the three-month period ended 30 June 2016

(Unit: Thousand Baht)

Consolidated financial statements																								
Equity attributable to owners of the Company										Other components of equity														
Issued and paid-up share capital	Share premium	Share subscriptions received in advance	Deficit on business combination under common control	Surplus from the change in the ownership interests in subsidiaries	Surplus on sales of warrants of the subsidiary	Treasury shares	Retained earnings			Other comprehensive income				Surplus on debenture	Capital reserve on consolidation	Share premium on sales of company's shares held by subsidiaries	Capital reserve for share-based payment transaction	Total other components of shareholders' equity	Amount recognised in equities relating to assets classified as held for sale	Total equity attributable to owners of the Company	Equity attributable to non-controlling interests of the subsidiaries		Total shareholders' equity	
							Statutory reserve	Treasury share reserve	Unappropriated reserve	Translation adjustment	Revaluation surplus on assets	Deficit on changes in value of investments	Shareholders' interests of the subsidiaries								Shareholders' equity			
Balance as at 1 April 2015	47,677,001	1,807,591	-	(3,371,978)	1,353,172	494,317	(925,480)	2,937,068	925,480	(3,387,775)	(121,419)	1,797,101	(440,969)	1,356,597	2,685	8,526	36,870	2,639,391	579,587	50,728,374	1,284,103	50,728,374	1,284,103	52,012,477
Profit for the period	-	-	-	-	-	-	-	-	-	3,016,376	-	-	-	-	-	-	-	-	-	-	3,016,376	59,143	3,075,519	
Other comprehensive income for the period	-	-	-	-	-	-	-	-	-	62	-	48,118	-	-	-	-	-	-	-	48,180	48,180	844	49,024	
Total comprehensive income for the period	-	-	-	-	-	-	-	-	-	3,016,376	62	48,118	-	-	-	-	-	-	-	48,180	3,064,556	59,987	3,124,543	
Exercised warrants	-	-	24,190	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	24,190	-	24,190	
Purchases of investments in subsidiaries	-	-	-	-	(1,086,806)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(1,086,806)	(103,368)	(1,190,174)	
Sale of investment in subsidiary with loss of control	-	-	-	-	-	-	-	-	-	579,587	-	-	-	-	-	-	-	-	-	(579,587)	-	-	-	
Issuance of ordinary shares of subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	30,740	30,740	
Share-based payment transaction	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	3,309	3,309	-	3,309	-	-	3,309	
Balance as at 30 June 2015	47,677,001	1,807,591	24,190	(3,371,978)	266,366	494,317	(925,480)	2,937,068	925,480	208,188	(121,357)	1,797,101	(392,851)	1,356,597	2,685	8,526	40,179	2,690,880	-	52,733,623	1,271,462	54,005,085		
Balance as at 1 April 2016	47,717,397	1,834,603	-	(3,371,978)	(59,587)	494,317	(925,480)	2,163,731	925,480	(5,508,518)	(121,698)	1,797,101	(881,050)	1,356,597	2,685	8,526	25,223	2,187,384	-	45,457,349	1,459,544	46,916,893		
Profit for the period	-	-	-	-	-	-	-	-	-	548,049	-	-	-	-	-	-	-	-	-	-	548,049	80,062	628,111	
Other comprehensive income for the period	-	-	-	-	-	-	-	-	-	110	-	(277,419)	-	-	-	-	-	-	-	(277,309)	(277,309)	(800)	(278,109)	
Total comprehensive income for the period	-	-	-	-	-	-	-	-	-	548,049	110	(277,419)	-	-	-	-	-	-	-	(277,309)	270,740	79,262	350,002	
Exercised warrants (Note 18)	-	-	27,152	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	27,152	-	27,152	
Sale of investment in subsidiary with no loss of control (Note 5.2.1)	-	-	-	-	592,505	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	592,505	47,431	639,936	
Exercised warrants of the subsidiary by non-controlling interests of the subsidiary	-	-	-	-	77	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	77	-	77	
Issuance of ordinary shares of subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	20,090	20,090	
Increase in non-controlling interests of the subsidiary as a result of change in status of investment (Note 5.2.2)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	611,999	611,999	
Share-based payment transaction	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	2,358	2,358	-	2,358	-	-	2,358	
Balance as at 30 June 2016	47,717,397	1,834,603	27,152	(3,371,978)	532,995	494,317	(925,480)	2,163,731	925,480	(4,960,469)	(121,588)	1,797,101	(1,158,469)	1,356,597	2,685	8,526	27,581	1,912,433	-	46,350,181	2,218,326	48,568,507		

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 three-month period ended 30 June 2016

(Unit: Thousand Baht)

	Separate financial statements																
												Other components of equity					
	Share subscriptions		Deficit on	Surplus on	Adjustment of asset value			Retained earnings			Other comprehensive income		Capital reserve for	Total other	Amount recognised	Total	
	Issued and paid-up	Share	received	combination under	swap of investments	Surplus from business	as a result of	Treasury	Statutory	Treasury share	Unappropriated	Deficit on	Surplus on	share-based	components of	in equities relating to	Total
share capital	premium	in advance	common control	common control	common control	under common control	shares	reserve	reserve	Unappropriated	value of investments	conversion	payment	shareholders'	as held for sale	shareholders'	
Balance as at 1 April 2015	47,677,001	1,807,591	-	(3,715,435)	325,065	-	-	(925,480)	1,835,983	925,480	14,262,722	(386,468)	1,356,597	36,870	1,006,999	(75,000)	63,124,926
Profit for the period	-	-	-	-	-	-	-	-	-	-	4,080,866	-	-	-	-	-	4,080,866
Other comprehensive income for the period	-	-	-	-	-	-	-	-	-	-	-	15,739	-	-	15,739	-	15,739
Total comprehensive income for the period	-	-	-	-	-	-	-	-	-	-	4,080,866	15,739	-	-	15,739	-	4,096,605
Exercised warrants	-	-	24,190	-	-	-	-	-	-	-	-	-	-	-	-	-	24,190
Sale of investment in subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	75,000	75,000
Share-based payment transaction	-	-	-	-	-	-	-	-	-	-	-	-	-	3,309	3,309	-	3,309
Balance as at 30 June 2015	<u>47,677,001</u>	<u>1,807,591</u>	<u>24,190</u>	<u>(3,715,435)</u>	<u>325,065</u>	<u>-</u>	<u>-</u>	<u>(925,480)</u>	<u>1,835,983</u>	<u>925,480</u>	<u>18,343,588</u>	<u>(370,729)</u>	<u>1,356,597</u>	<u>40,179</u>	<u>1,026,047</u>	<u>-</u>	<u>67,324,030</u>
Balance as at 1 April 2016	47,717,397	1,834,603	-	(3,715,435)	-	656,734	(479,140)	(925,480)	2,163,731	925,480	13,229,896	(893,350)	1,356,597	25,223	488,470	-	61,896,256
Profit for the period	-	-	-	-	-	-	-	-	-	-	307,925	-	-	-	-	-	307,925
Other comprehensive income for the period	-	-	-	-	-	-	-	-	-	-	-	(218,551)	-	-	(218,551)	-	(218,551)
Total comprehensive income for the period	-	-	-	-	-	-	-	-	-	-	307,925	(218,551)	-	-	(218,551)	-	89,374
Exercised warrants (Note 18)	-	-	27,152	-	-	-	-	-	-	-	-	-	-	-	-	-	27,152
Sale of investment in subsidiary	-	-	-	28,524	-	-	-	-	-	-	-	-	-	-	-	-	28,524
Share-based payment transaction	-	-	-	-	-	-	-	-	-	-	-	-	-	2,358	2,358	-	2,358
Balance as at 30 June 2016	<u>47,717,397</u>	<u>1,834,603</u>	<u>27,152</u>	<u>(3,686,911)</u>	<u>-</u>	<u>656,734</u>	<u>(479,140)</u>	<u>(925,480)</u>	<u>2,163,731</u>	<u>925,480</u>	<u>13,537,821</u>	<u>(1,111,901)</u>	<u>1,356,597</u>	<u>27,581</u>	<u>272,277</u>	<u>-</u>	<u>62,043,664</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 period ended 30 June 2016

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 mass transit business, 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 2015) "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 interim financial statements include the financial statements of BTS Group Holdings Public Company Limited and its subsidiaries and have been prepared on the same basis as that applied for the consolidated financial statements for the year ended 31 March 2016. However, during the period, there were changes in the composition of the Group, as follows:

- a) As discussed in Note 5.1.2 to the interim financial statements, on 8 April 2016, the Company established KMJ 2016 Company Limited to engage in restaurant, food and beverage businesses, with a registered share capital of Baht 41 million (410,000 ordinary shares with a par value of Baht 100 each), with the Company to hold a 51% interest.
- b) As discussed in Note 5.1.3 to the interim financial statements, on 18 May 2016, the Company established Man Food Products Company Limited to engage in producing and selling food, with a registered share capital of Baht 100 million (1,000,000 ordinary shares with a par value of Baht 100 each), with the Company to hold a 100% interest.
- c) As discussed in Note 5.2.2 to the interim financial statements, on 31 May 2016, a subsidiary (VGI Global Media Public Company Limited) acquired 375 million additional ordinary shares of Master Ad Public Company Limited (“MACO”), or 12.46% of all issued shares of MACO, from existing shareholders. Following the acquisition, combined with the 750,967,400 shares of MACO already held by the subsidiary, the subsidiary holds 1,125,967,400 shares of MACO, or 37.42% of all issued shares. Consequently, the subsidiary is a major shareholder and has the ability to direct the significant activities of MACO, while other shareholders are minor shareholders with dispersion of holdings. Therefore, it is deemed to have control over MACO and MACO has been fully consolidated since 31 May 2016, which was the date on which the subsidiary obtained control.

1.4 New financial reporting standards

During the period, the Company and its subsidiaries have adopted the revised and new financial reporting standards and accounting treatment guidance issued by the Federation of Accounting Professions which became effective for fiscal years beginning on or after 1 January 2016 (beginning on or after 1 April 2016 for the Company and its subsidiaries). These financial reporting standards were aimed at alignment with the corresponding International Financial Reporting Standards, with most of the changes directed towards revision of wording and terminology, and provision of interpretations and accounting guidance to users of standards. The adoption of these financial reporting standards did not have any significant impact on the financial statements of the Company and its subsidiaries.

(Unaudited but reviewed)

2. 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 June				Pricing policy
	Consolidated		Separate		
	financial statements	financial statements	financial statements	financial statements	
	2016	2015	2016	2015	
<u>Transactions with subsidiaries</u>					
(Eliminated from the consolidated financial statements)					
Interest income	-	-	54	5	At cost of funds plus margin
Management income	-	-	12	12	Contract price
Utility income	-	-	4	3	Contract price
Revenue from guarantee	-	-	13	14	Contract price
Rental income	-	-	13	12	Contract price
Management fee	-	-	2	3	Contract price
Rental expenses	-	-	3	4	Contract price
Consultant fee	-	-	9	-	Contract price
Interest expenses	-	-	91	45	At cost of funds plus margin
Purchases of fixed assets and investment properties	-	-	19	14	Contract price
<u>Transactions with jointly controlled entities and associates</u>					
Interest income	82	7	-	6	At cost of funds plus margin
Service income	22	28	-	-	Contract price
Dividend income	358	276	322	266	Announce rate
Return of capital	261	93	123	93	Announce rate
Management fee	8	7	-	-	Contract price
Special business tax paid	8	12	-	-	Contract price
Net fare box revenues transferred	1,155	1,104	-	-	Mutual agreement
<u>Transactions with related parties</u>					
Interest income	1	-	62	-	At cost of funds plus margin
Service income	6	2	-	-	Contract price
Management fee	3	3	4	-	Contract price
Purchases of fixed assets	3	7	-	-	Contract price

(Unaudited but reviewed)

As at 30 June 2016 and 31 March 2016, the balances of the accounts between the Company and those related parties are as follows:

	Consolidated		Separate	
	financial statements		financial statements	
	30 June	31 March	30 June	31 March
	2016	2016	2016	2016
		(Audited)		(Audited)
<u>Trade and other receivables - related parties (Note 4)</u>				
Subsidiary companies	-	-	130,355	50,714
Jointly controlled entities and associated companies	194,540	160,604	402	-
Related companies (held by subsidiary/associated companies/shareholders of related companies)	43,255	30,886	156,159	101,156
Total trade and other receivables - related parties	<u>237,795</u>	<u>191,490</u>	<u>286,916</u>	<u>151,870</u>
<u>Advance to contractor - related party</u>				
Subsidiary company	-	-	-	3,186
Total advance to contractor - related party	<u>-</u>	<u>-</u>	<u>-</u>	<u>3,186</u>
<u>Accrued income - related parties</u>				
Associated companies	457,327	447,723	-	-
Related companies (shareholders of related companies)	5,872	14	-	-
Total accrued income - related parties	<u>463,199</u>	<u>447,737</u>	<u>-</u>	<u>-</u>
<u>Prepaid expenses - related parties</u>				
Associated company	17,947	-	-	-
Related company (shareholder of related company)	1,885	-	-	-
Total prepaid expenses - related parties	<u>19,832</u>	<u>-</u>	<u>-</u>	<u>-</u>
<u>Refundable deposit - related parties</u>				
Subsidiary company	-	-	3,082	3,112
Related company (held by associated company)	1,000	1,000	-	-
Total refundable deposit - related parties	<u>1,000</u>	<u>1,000</u>	<u>3,082</u>	<u>3,112</u>
<u>Trade and other payables - related parties (Note 12)</u>				
Subsidiary companies	-	-	381,249	316,941
Jointly controlled entities and associated companies	252,235	274	-	-
Related companies (held by associated company/shareholders of related companies)	26,636	25,383	322	1,168
Total trade and other payables - related parties	<u>278,871</u>	<u>25,657</u>	<u>381,571</u>	<u>318,109</u>

(Unaudited but reviewed)

(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	30 June 2016	31 March 2016	30 June 2016	31 March 2016
		(Audited)		(Audited)
<u>Unearned revenue - related party</u>				
Associated company	495,658	504,854	-	-
Total unearned revenue - related party	495,658	504,854	-	-
<u>Deposit payable - related parties</u>				
Subsidiary company	-	-	2,249	2,097
Associated company	1,029	1,029	-	-
Related company (shareholder of related company)	1,112	-	-	-
Total deposit payable - related parties	2,141	1,029	2,249	2,097
<u>Retention payable - related parties</u>				
Subsidiary company	-	-	16,304	13,017
Related company (shareholder of related company)	10,424	16,679	-	-
Total retention payable - related parties	10,424	16,679	16,304	13,017
<u>Provision - related party (Note 17)</u>				
Associated company	1,186,277	1,171,299	-	-
Total provision - related party	1,186,277	1,171,299	-	-

Loans to related parties and loans from related individual and party

As at 30 June 2016 and 31 March 2016, the balances of loans between the Company and those related individual and parties and the movements are as follows:

		Consolidated financial statements			
Short-term loans to related parties	Related by	Balance as at	Increase	Decrease	Balance as at
		31 March 2016	during the period	during the period	30 June 2016
EGV Co., Ltd.	Related company	4,018	-	-	4,018
Eyeballs Channel SDN. BHD.	Associated company	-	27,963 ⁽¹⁾	-	27,963
Related individual	Director of subsidiaries	14,318	-	-	14,318
		18,336	27,963	-	46,299
Less: Allowance for doubtful debt		(4,018)	-	-	(4,018)
Net		14,318	27,963	-	42,281

⁽¹⁾ Increase from acquisition of subsidiary as discussed in Note 5.2.2 to the interim financial statements.

(Unaudited but reviewed)

(Unit: Thousand Baht)

		Separate financial statements			
Short-term loan to related party	Related by	Balance as at 31 March 2016	Increase during the period	Decrease during the period	Balance as at 30 June 2016
EGV Co., Ltd.	Related company	4,018	-	-	4,018
		4,018	-	-	4,018
Less: Allowance for doubtful debts		(4,018)	-	-	(4,018)
Net		-	-	-	-

(Unit: Thousand Baht)

		Consolidated financial statements			
Long-term loans to related parties	Related by	Balance as at 31 March 2016	Increase during the period	Decrease during the period	Balance as at 30 June 2016
Hwa Kay Thai (Thailand) Co., Ltd.	Related company	20,100	-	(1,200)	18,900
Midas Global Media Co., Ltd.	Related company	107,325	-	-	107,325
BTS Sansiri Holding One Ltd.	Jointly controlled entity	320,000	50,000	(100,000)	270,000
BTS Sansiri Holding Two Ltd.	Jointly controlled entity	126,688	-	-	126,688
BTS Sansiri Holding Three Ltd.	Jointly controlled entity	270,000	61,000	-	331,000
BTS Sansiri Holding Four Ltd.	Jointly controlled entity	222,000	193,000	-	415,000
BTS Sansiri Holding Five Ltd.	Jointly controlled entity	28,000	-	-	28,000
BTS Sansiri Holding Six Ltd.	Jointly controlled entity	450,000	90,000	-	540,000
BTS Sansiri Holding Seven Ltd.	Jointly controlled entity	5,000	30,000	-	35,000
BTS Sansiri Holding Eight Ltd.	Jointly controlled entity	209,000	-	-	209,000
BTS Sansiri Holding Nine Ltd.	Jointly controlled entity	36,000	75,000	-	111,000
BTS Sansiri Holding Eleven Ltd.	Jointly controlled entity	63,000	35,000	-	98,000
BTS Sansiri Holding Twelve Ltd.	Jointly controlled entity	174,000	35,000	-	209,000
BTS Sansiri Holding Fourteen Ltd.	Jointly controlled entity	10,000	-	-	10,000
Nuvo Line Agency Co., Ltd.	Jointly controlled entity	50,000	157,500	-	207,500
ATS Rabbit Special Purpose Vehicle Co., Ltd.	Jointly controlled entity	29,870	5,422	-	35,292
Bayswater Co., Ltd.	Jointly controlled entity	3,901,300	-	-	3,901,300
		6,022,283	731,922	(101,200)	6,653,005
Less: Allowance for doubtful debts		(20,100)	-	1,200	(18,900)
		6,002,183	731,922	(100,000)	6,634,105
Less: Current portion		(53,662)	(26,832)	-	(80,494)
Net		5,948,521	705,090	(100,000)	6,553,611

(Unit: Thousand Baht)

		Separate financial statements			
Long-term loans to related parties	Related by	Balance as at 31 March 2016	Increase during the period	Decrease during the period	Balance as at 30 June 2016
Tanayong International Ltd.	Subsidiary company	442,681	-	(112)	442,569
Tanayong Hong Kong Ltd.	Subsidiary company	3,818	-	-	3,818
Unicorn Enterprise Co., Ltd.	Subsidiary company	6,082,309	739,000	(100,000)	6,721,309
Rabbit Rewards Co., Ltd.	Subsidiary company	326,500	-	-	326,500
Bayswater Co., Ltd.	Jointly controlled entity	3,901,300	-	-	3,901,300
		10,756,608	739,000	(100,112)	11,395,496
Less: Allowance for doubtful debts		(922,100)	-	112	(921,988)
Net		9,834,508	739,000	(100,000)	10,473,508

(Unaudited but reviewed)

(Unit: Thousand Baht)

		Separate financial statements			
Short-term loans from related parties	Related by	Balance as at 31 March 2016	Increase during the period	Decrease during the period	Balance as at 30 June 2016
Bangkok Mass Transit System Plc.	Subsidiary company	17,929,500	-	-	17,929,500
BSS Holdings Co., Ltd.	Subsidiary company	104,000	-	-	104,000
Total		18,033,500	-	-	18,033,500

(Unit: Thousand Baht)

		Consolidated financial statements			
Long-term loan from related party	Related by	Balance as at 31 March 2016	Increase during the period	Decrease during the period	Balance as at 30 June 2016
Theory Ltd.	Shareholder of subsidiary company	35,669	-	-	35,669
Total (Current portion)		35,669	-	-	35,669

The loans to related individual and parties and loans from related parties are not collateralised, except for the loan to Midas Global Media Co., Ltd., which is secured by assets and transfers of rights as stipulated in the agreement.

Directors' and managements' benefits

During the three-month periods ended 30 June 2016 and 2015, the Company and its subsidiaries had employee benefit expenses payable to their directors and managements as below.

	(Unit: Million Baht)			
	Consolidated financial statements		Separate financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Short-term employee benefits	76	59	21	20
Post-employment benefits	5	7	1	1
Share-based payment	-	1	-	-
Total	81	67	22	21

Guarantee obligations with related parties

The Company and its subsidiary have outstanding guarantee obligations with its related parties, as described in Note 25.7 d) and e) to the interim financial statements.

(Unaudited but reviewed)

3. Current investments

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	30 June 2016	31 March 2016	30 June 2016	31 March 2016
		(Audited)		(Audited)
Fixed deposits with maturity date due more than 3 months	1,544,794	1,169,708	-	-
Certificates of deposits with maturity date due more than 3 months	409,278	609,986	377,479	589,761
Held to maturity securities				
Government and state-owned enterprise bonds	30,000	-	-	-
Domestic private debt securities	1,348,000	1,348,000	-	-
Foreign private debt securities	15,105	15,291	7,556	7,655
	1,393,105	1,363,291	7,556	7,655
Investments in trading securities				
Investments in fixed income funds	266,564	891,963	-	-
Domestic marketable equity securities	301,661	255,249	301,661	255,249
Derivative warrants	129,983	129,983	-	-
Government and state-owned enterprise bonds	40,810	47,847	-	-
Domestic private debt securities	185,283	175,346	-	-
	924,301	1,500,388	301,661	255,249
Allowance for change in value	41,430	22,845	12,704	11,444
	965,731	1,523,233	314,365	266,693
Total	4,312,908	4,666,218	699,400	864,109

The current investments of Baht 1,385 million were pledged to secure a bank guarantee issued by a bank on behalf of the subsidiary as security for the long-term debentures and for compliance with Contract for Establishment of Central Clearing House project.

The Company and its subsidiaries had sale and purchase transactions of investments in trading securities. The details were as follows:

	(Unit: Million Baht)			
	For the three-month periods ended 30 June			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Purchases of investments	2,532	10,163	1,523	-
Sales of investments	3,108	3,328	1,477	-

(Unaudited but reviewed)

The Company and its subsidiaries recognised gain on the sales of investments in trading securities in the profit or loss. The details were as follows:

(Unit: Million Baht)

	For the three-month periods ended 30 June			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Gain on sales	31	6	25	-

4. Trade and other receivables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	30 June	31 March	30 June	31 March
	<u>2016</u>	<u>2016</u>	<u>2016</u>	<u>2016</u>
		(Audited)		(Audited)
<u>Trade receivables - related parties</u>				
Not yet due	23,375	2,514	-	-
Past due				
Up to 3 months	1,318	413	-	-
3 - 6 months	232	-	-	-
Total trade receivables - related parties	<u>24,925</u>	<u>2,927</u>	<u>-</u>	<u>-</u>
<u>Trade receivables - unrelated parties</u>				
Not yet due	668,758	585,370	-	-
Past due				
Up to 3 months	271,550	159,606	-	-
3 - 6 months	42,901	27,926	-	-
6 - 12 months	28,219	16,139	-	-
Over 12 months	85,050	63,808	-	-
Total	<u>1,096,478</u>	<u>852,849</u>	<u>-</u>	<u>-</u>
Less: Allowance for doubtful debts	<u>(64,654)</u>	<u>(59,054)</u>	<u>-</u>	<u>-</u>
Total trade receivables - unrelated parties - net	<u>1,031,824</u>	<u>793,795</u>	<u>-</u>	<u>-</u>
Total trade receivables - net	<u>1,056,749</u>	<u>796,722</u>	<u>-</u>	<u>-</u>
<u>Other receivables</u>				
Advances	15,681	12,535	2,907	1,169
Interest receivables - related parties	181,182	110,777	248,504	142,951
Interest receivables	22,918	29,702	1,702	6,786
Dividend receivables - related party	6,500	7,500	6,500	7,500
Dividend receivables	-	17,975	-	17,975
Other receivables - related parties	25,188	70,286	31,912	1,419
Other receivables	45,666	64,596	19,329	36,486
Receivable from sales of investments	204,250	1,177	204,250	1,177
Total other receivables	<u>501,385</u>	<u>314,548</u>	<u>515,104</u>	<u>215,463</u>
Total trade and other receivables - net	<u>1,558,134</u>	<u>1,111,270</u>	<u>515,104</u>	<u>215,463</u>

(Unaudited but reviewed)

5. Investments in subsidiaries

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

(Unit: Thousand Baht)

Company's name	Paid-up capital		Percentage owned by the Company		Cost	
	30 June	31 March	30 June	31 March	30 June	31 March
	2016	2016	2016	2016	2016	2016
		(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
VGI Global Media Public Co., Ltd. (51% held by BTSC)	686,432	686,432	21.30	23.30	7,185,189	7,850,276
Tanayong International Ltd.	25	25	100	100	25	25
Tanayong Hong Kong Limited	42	42	100	100	42	42
Rabbit Rewards Co., Ltd.	2,000	2,000	100	100	2,000	2,000
Man Kitchen Co., Ltd.	165,800	165,800	70	70	116,060	116,060
Primary Kitchen Co., Ltd.	93,844	93,844	100	100	93,844	93,844
BSS Holdings Co., Ltd.	1,200,000	1,200,000	100	100	1,200,000	1,200,000
Unicorn Enterprise Co., Ltd.	10,000	10,000	100	100	10,000	10,000
KMJ 2016 Co., Ltd.	41,000	-	51	-	20,910	-
Man Food Products Co., Ltd.	60,000	-	100	-	60,000	-
Total					38,625,323	39,209,500
Less: Surplus on business combination under common control					(3,686,912)	(3,715,435)
					34,938,411	35,494,065
Less: Provision for loss on diminution in value					(66)	(66)
Net					34,938,345	35,493,999

5.1 Subsidiaries directly owned by the Company

5.1.1 Bangkok Mass Transit System Public Company Limited ("BTSC")

On 8 July 2016, the Annual General Meeting of BTSC's shareholders passed a resolution to approve of dividends of Baht 1,446 million in respect of its operating results for the year ended 31 March 2016. BTSC has paid interim dividend totaling approximately Baht 643 million. The outstanding dividend of Baht 803 million (at a rate of Baht 0.05 per share) will be paid to the shareholders. On 15 July 2016, BTSC already paid the dividend to its shareholders (Baht 783 million paid to the Company). The dividend will be recorded in its account in the second quarter for the year ending 31 March 2017.

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, benefits and rights on an Operating and Maintenance of Bangkok Mass Transit System Agreement and an Operating and Bus Procurement (BRT) Agreement stipulated the Net Revenue Purchase and Transfer Agreement of the Core BTS Sky Train System) have been pledged with BTS Rail Mass Transit Growth Infrastructure Fund to secure its obligations under the Sponsor Support and Guarantee Agreement.

5.1.2 KMJ 2016 Company Limited

On 8 April 2016, the Company established KMJ 2016 Company Limited to engage in restaurant, food and beverage businesses, with a registered share capital of Baht 41 million (410,000 ordinary shares with a par value of Baht 100 each), with the Company to hold a 51% interest. This company registered its incorporation on 8 April 2016.

5.1.3 Man Food Products Company Limited

On 18 May 2016, the Company established Man Food Products Company Limited to engage in producing and selling food, with a registered share capital of Baht 100 million (1,000,000 ordinary shares with a par value of Baht 100 each) (60% called up), with the Company to hold a 100% interest. This company registered its incorporation on 18 May 2016.

5.2 Subsidiaries indirectly owned by the Company

5.2.1 VGI Global Media Public Company Limited ("VGI")

Dividends

On 5 July 2016, the Annual General Meeting of VGI's shareholders passed a resolution to approve payment of dividend of Baht 755 million in respect of its operating results for the year ended 31 March 2016. The subsidiary has paid interim dividend totaling approximately Baht 343 million. The outstanding dividend of Baht 412 million (at a rate of Baht 0.06 per share) will be paid to its shareholders. VGI paid the dividend on 29 July 2016 (Baht 88 million paid to the Company). The dividend will be recorded in its account in the second quarter for the year ending 31 March 2017.

(Unaudited but reviewed)

Sale transactions of investment in the subsidiary

The Company sold 137 million ordinary shares of the subsidiary at a price of Baht 4.63 per share. The sale transactions are detailed below.

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
Selling price of investments in the subsidiary	635,236	635,236
Less: Selling expenses relating to the sales of investments in the subsidiary	(1,588)	(1,588)
Cash receipt from the sales of investments in the subsidiary	633,648	633,648
Less: Cost of investments in the subsidiary	-	(665,088)
Cash receipt from the sales of investments in the subsidiary / Loss on sales of investments in subsidiary	633,648	(31,440)
Add: Related taxes on consolidated financial statements	6,288	-
Net cash receipt from the sales of investments in the subsidiary / Loss on sales of investments in subsidiary	639,936	(31,440)
Less: Non-controlling interests of subsidiary	(47,431)	-
Surplus from the changes in the ownership interests in a subsidiary / Loss on sales of investments in subsidiary	592,505	(31,440)

Due to the sales of investments above, the Company reversed the surplus on business combination under common control of approximately Baht 29 million under shareholders' equity in the separate financial statements.

As a result of sales of ordinary shares of the subsidiary, the Company's shareholding in the subsidiary decreased from 23.30% to 21.30% (51% held by BTSC).

BTSC pledged all ordinary shares of VGI Global Media Public Company Limited and Bangkok Smartcard System Company Limited with the Company in accordance with an agreement relating to the Net Revenue Purchase and Transfer Agreement.

5.2.2 Master Ad Public Company Limited (“MACO”) (held by VGI Global Media Public Company Limited (“VGI”))

On 12 May 2014, VGI invested in 73.5 million ordinary shares of MACO, 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 VGI’s Board of Directors meeting No. 3/2014 on 9 May 2014. VGI gradually invested in a further number of MACO’s shares through the Stock Exchange of Thailand during the year ended 31 March 2015. Furthermore, during the same year, VGI gradually purchased warrants to purchase the newly issued ordinary shares of MACO through the Stock Exchange of Thailand, in accordance with a resolution passed by VGI’s Board of Directors meeting No. 9/2014 on 28 November 2014. As a result, VGI held 24.96% of all issued shares of MACO and 28,351,500 warrants to purchase the newly issued ordinary shares of MACO, acquired for a total of Baht 11 million. VGI classified its investment in these warrants as investment in MACO.

Subsequently, on 31 May 2016 (the acquisition date), in accordance with a resolution passed by the Extraordinary General Meeting of VGI’s shareholders No. 1/2016 on 30 May 2016, VGI acquired 375 million additional shares of MACO, at a price of Baht 1.1 per share, or for a total of Baht 412.5 million, from existing shareholders, through the big lot board of the Stock Exchange of Thailand, this acquisition was made in accordance with a conditional share purchase and sale agreement based on the forms, agreements and conditions that the counterparties mutually agreed, which VGI had entered into with 3 sellers who were the existing shareholders of MACO on 17 March 2016. Significant details of the conditions are as follows:

- 1) VGI is granted approval by a meeting of its shareholders to acquire shares of MACO in accordance with the share purchase and sale agreement.
- 2) No changes occur that will have a significant adverse impact on the status of the business, operating results, assets and/or financial position of the MACO Group.

In addition, VGI submitted a mandatory tender offer for all securities of MACO to the Securities and Exchange Commission on 1 June 2016, with an offer period of 3 June 2016 to 8 July 2016 since, following VGI's acquisition of shares of MACO in accordance with the share purchase and sale agreement, then together with the 750,967,400 shares of MACO already held by VGI, VGI held 1,125,967,400 shares of MACO, or 37.42% of all issued shares. In accordance with the Notification of the Capital Market Supervisory Board No. Thor Jor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers (Chain Principle) dated 13 May 2011 and relevant amendments, VGI thus had to make a mandatory tender offer for all securities of MACO. This mandatory tender offer was for all of 1,883,002,100 remaining shares of MACO, or 62.58% of all issued shares, at a price of Baht 1.1 per share, or for a total of Baht 2,071 million. However, when the tender offer period ended, no existing shareholders had accepted the offer for the shares of MACO that they held.

As a result of the acquisition of additional shares, the shareholding of VGI increased from 24.96% to 37.42% of all issued shares of MACO. VGI's management determined that VGI has control over MACO, even though the VGI's holding of 37.42% of shares and voting rights is less than half of all shares and voting rights. This is because VGI is a major shareholder and has the ability to direct the significant activities of MACO, while other shareholders are minor shareholders with dispersion of holdings. Consequently, MACO is deemed to be a subsidiary of VGI and has to be included in the consolidated financial statements from the date on which VGI assumed control. On the acquisition date, the classification of the investment therefore changed from investment in an associate to investment in a subsidiary. The fair value at the acquisition date of the existing interests in MACO held before the acquisition date was Baht 825 million and a gain of Baht 207 million from measuring the existing interests at their fair value was recognised as a separate item under the caption of "Gain on change in status of investment" in the consolidated profit or loss.

(Unaudited but reviewed)

The values of the identifiable assets acquired, the liabilities assumed and any non-controlling interests in subsidiaries of MACO at the acquisition date were summarised below.

	(Unit: Thousand Baht)	
	Fair value	Carrying value
Cash and cash equivalents	117,991	117,991
Trade and other receivables	156,724	156,724
Other current assets	326,410	326,410
Investment properties	64,920	35,317
Plant and equipment	150,961	150,961
Goodwill	-	13,998
Intangible assets	319,073	780
Other non-current assets	86,233	86,233
Trade and other payables	(41,071)	(41,071)
Other current liabilities	(105,218)	(105,218)
Deferred tax liabilities	(69,579)	-
Other non-current liabilities	(37,328)	(37,328)
Non-controlling interests of the subsidiaries	(14,779)	(14,779)
Net assets of the subsidiary	954,337	690,018
Less: Non-controlling interests' proportionate share of identifiable net assets of the acquiree	(597,220)	
VGI's proportionate share of identifiable net assets of the acquiree	357,117	
Costs of the acquisition of investment in a subsidiary *	1,237,292	
Less: VGI's proportionate share of identifiable net assets of the acquiree	(357,117)	
Unallocated costs of business acquisition	880,175	
* Carrying amount based on equity method of VGI's previous holding before business combination	617,354	
Gain on change in status of investment	207,438	
VGI's previous holding before business combination	824,792	
Cash paid for purchase of investment in a subsidiary	412,500	
Costs of the acquisition of investment in a subsidiary	1,237,292	
Cash paid for purchase of investment in a subsidiary	412,500	
Less: Cash and cash equivalents of a subsidiary	(117,991)	
Net cash paid for purchase of investment in a subsidiary	294,509	

(Unaudited but reviewed)

However, VGI is in process of measuring fair value at the acquisition date of the identifiable assets acquired, the liabilities assumed, non-controlling interests in the subsidiary, and goodwill. This measurement is not yet completed.

VGI incurred expenses related to the acquisition of additional shares totaling approximately Baht 12 million, which were recorded and included in administrative expenses in the consolidated profit or loss.

Revenues of MACO as from 1 June 2016 amounting to Baht 56 million were included in the consolidated profit or loss for the three-month period ended 30 June 2016.

MACO 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.

Subsidiaries of MACO that were consolidated as of the acquisition date were as follows.

<u>Company's name</u>	<u>Nature of business</u>	<u>Country of incorporation</u>	<u>Percentage of shareholding</u>
			(%)
<u>Subsidiaries held by MACO</u>			
Master and More Company Limited	Production and provision of outdoor advertising media services	Thailand	100
Maco Rite Sign Company Limited	Production and sales of tri-vision equipment	Thailand	100
Green Ad Company Limited	Provision of advertising services through the supply of tree wall-panel	Thailand	100
Inkjet Images (Thailand) Company Limited	Production of advertising media and billboards	Thailand	50
Maco Outdoor Company Limited	Holding company	Malaysia	100
<u>Subsidiary held by Master and More Company Limited</u>			
Open Play Company Limited	Provision of outdoor advertising media services	Thailand	80

On 3 August 2016, the Board of Directors meeting of MACO approved the payment of an interim dividend of Baht 0.018 per share, or a total of Baht 54 million, in respect of the operating results for the period ended 30 June 2016. The dividend will be paid on 29 August 2016.

5.2.3 Mak8 Company Limited (held by Unicorn Enterprise Company Limited)

On 9 May 2016, the Annual General Meeting of the subsidiary's shareholders passed a resolution to decrease the subsidiary's registered and issued share capital by Baht 89 million from Baht 240 million to Baht 151 million by decreasing number of ordinary shares from 2,400,000 ordinary shares to 1,510,000 ordinary shares with a par value of Baht 100 each.

6. Investments in joint ventures

6.1 Details of investments in joint ventures

Investments in joint ventures were as follows:

Company's name	(Unit: Thousand Baht)	
	Consolidated financial statements	
	Equity method	
	30 June 2016	31 March 2016
		(Audited)
BTS Sansiri Holding Two Ltd.	33,476	36,811
BTS Sansiri Holding Four Ltd.	32,983	46,395
BTS Sansiri Holding Five Ltd.	46,488	47,308
BTS Sansiri Holding Six Ltd.	44,423	46,171
BTS Sansiri Holding Seven Ltd.	48,598	49,577
BTS Sansiri Holding Nine Ltd.	30,472	49,610
BTS Sansiri Holding Eleven Ltd.	48,705	49,340
BTS Sansiri Holding Twelve Ltd.	43,787	49,305
BTS Sansiri Holding Fourteen Ltd.	48,563	49,726
Nuvo Line Agency Co., Ltd.	66,495	205,304
ATS Rabbit Special Purpose Vehicle Co., Ltd.	22	8,551
Rabbit - Line Pay Co., Ltd.	743,736	-
Total	1,187,748	638,098

Investments under equity method presented under "Provision for transaction under equity method of investments in joint ventures" were detailed as follows:

Company's name	(Unit: Thousand Baht)	
	Consolidated financial statements	
	Equity method	
	30 June 2016	31 March 2016
		(Audited)
BTS Sansiri Holding One Ltd.	377,397	371,287
BTS Sansiri Holding Three Ltd.	15,417	12,274
BTS Sansiri Holding Eight Ltd.	7,589	5,018
Bayswater Co., Ltd.	100,063	66,931
Total	500,466	455,510

The negative investment value based on equity method was presented under the heading of "Provision for transaction under equity method of investments in joint ventures" in the consolidated statement of financial position. The negative investment value was resulted from elimination of gain on related party transactions in proportion to the subsidiary's shareholding in jointly controlled entities.

(Unaudited but reviewed)

6.1.1 Rabbit - Line Pay Company Limited (Formerly known as “Line Biz Plus Limited”) (held by RabbitPay System Company Limited (“RabbitPay”))

On 31 March 2016, a subsidiary (“RabbitPay”) has executed a Share Subscription Agreement for the subscription of shares in Rabbit - Line Pay Company Limited (“Rabbit - Line Pay”) entered into among the subsidiary, Rabbit - Line Pay, and the existing shareholders of Rabbit - Line Pay (i.e., Line Biz+ PTE. Ltd. and Line Company (Thailand) Co., Ltd.) (the “Share Subscription Agreement”) where the subsidiary will subscribe 1,999,998 newly issued shares from Rabbit - Line Pay and purchase 1 share from an existing shareholder, i.e., 1,999,999 shares in total, which is equivalent to 50% of the total shares, totaling Baht 750 million, in Rabbit - Line Pay, a company engaging in the business of accepting electronic and online payments. The subscription of shares was completed on 25 April 2016.

The subsidiary’s management estimated that the assets and liabilities of jointly controlled entity as at 25 April 2016 and 30 April 2016 were not materially different. The subsidiary has therefore assumed that the date of the share acquisition was 30 April 2016.

Details of the fair and book values of identifiable assets and liabilities of the jointly controlled entity as at 30 April 2016 were as follows.

	(Unit: Thousand Baht)
	<u>Book value</u>
Assets	
Cash and cash equivalents	896,597
Trade and other receivables	3,722
Other current assets	2,237
Restricted deposits	4,925
Property, plant and equipment	7,866
Other non-current assets	877
Total assets	<u>916,224</u>
Liabilities	
Trade and other payables	9,207
Other current liabilities	13,206
Provision for long-term employee benefits	342
Long-term provision	985
Total liabilities	<u>23,740</u>
Net asset value	<u><u>892,484</u></u>

The subsidiary is in the process of assessing the fair values of the identifiable assets and liabilities of the jointly controlled entity.

(Unaudited but reviewed)

6.2 Dividend received and return of capital

Dividend received from the joint venture was as follows:

(Unit: Thousand Baht)

Company's name	For the three-month periods ended 30 June	
	Consolidated financial statements	
	2016	2015
ATS Rabbit Special Purpose Vehicle Co., Ltd.	13,456	-
Total	13,456	-

Return of capital from the joint ventures was as follows:

(Unit: Thousand Baht)

Company's name	For the three-month periods ended 30 June	
	Consolidated financial statements	
	2016	2015
Nuvo Line Agency Co., Ltd.	137,500	-
Total	137,500	-

7. Investments in associates**7.1 Details of investments in associates**

Investments in associates were as follows:

(Unit: Thousand Baht)

Company's name	Consolidated financial statements		Separate financial statements	
	Equity method		Cost method	
	30 June	31 March	30 June	31 March
	2016	2016	2016	2016
		(Audited)		(Audited)
BTS Rail Mass Transit Growth Infrastructure Fund	12,608,837	12,833,187	20,468,619	20,592,075
U City Public Co., Ltd.	7,367,038	7,427,043	9,468,845	9,468,845
Absolute Hotel Services Co., Ltd.	18,095	17,255	-	-
Absolute Hotel Services Hong Kong Ltd.	-	-	-	-
Master Ad Public Co., Ltd. ⁽¹⁾	-	635,778	-	-
Aero Media Group Co., Ltd.	105,343	106,415	-	-
Landy Development Co., Ltd. ⁽²⁾	33,151	-	-	-
Eyeballs Channel Sdn. Bhd. ⁽²⁾	532	-	-	-
Total	20,132,996	21,019,678	29,937,464	30,060,920

⁽¹⁾ Change status from associate to subsidiary as discussed in Note 5.2.2 to the interim financial statements.⁽²⁾ Increase from acquisition of subsidiary as discussed in Note 5.2.2 to the interim financial statements.

(Unaudited but reviewed)

7.1.1 BTS Rail Mass Transit Growth Infrastructure Fund (“BTSGIF”) (held by the Company)

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

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	Equity method		Cost method	
	30 June	31 March	30 June	31 March
	2016	2016	2016	2016
		(Audited)		(Audited)
Cost	20,833,200	20,833,200	20,833,200	20,833,200
Less: Gain on sale of future net fare box revenues in proportion to the Company's investment	(6,748,791)	(6,748,791)	-	-
Add: Accumulated share of profit	3,996,774	3,631,056	-	-
Less: Adjustment under equity method	(1,487,032)	(1,342,563)	-	-
Less: Accumulated dividend income	(3,620,733)	(3,298,590)	-	-
Less: Accumulated return of capital	(364,581)	(241,125)	(364,581)	(241,125)
Net	12,608,837	12,833,187	20,468,619	20,592,075

7.1.2 U City Public Co., Ltd. (“U City”) (held by the Company)

Investment in U City under equity/cost method was detailed below.

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	Equity method		Cost method	
	30 June	31 March	30 June	31 March
	2016	2016	2016	2016
		(Audited)		(Audited)
Cost	9,468,845	9,468,845	9,468,845	9,468,845
Add (Less): Gain on swap of investments in proportion to the Company's investment	(1,915,184)	(1,915,184)	-	-
Accumulated share of loss	(175,789)	(143,953)	-	-
Accumulated share of other comprehensive income	(10,834)	17,335	-	-
Net	7,367,038	7,427,043	9,468,845	9,468,845

(Unaudited but reviewed)

7.1.3 Aero Media Group Company Limited (“Aero”) (held by VGI)

On 15 May 2015 (the acquisition date), VGI invested in 15,000 ordinary shares of Aero, at a price of Baht 6,667 per share, or for a total of Baht 100 million, in accordance with a resolution passed by VGI’s Board of Directors meeting No. 6/2015 on 6 May 2015. As a result, VGI holds 20% of all issued shares of Aero, and classifies this investment as investment in an associate.

VGI’s management made estimates of the assets and liabilities of Aero as at 31 May 2015 and the acquisition date that were not significantly different. The values of the assets and liabilities of Aero as at 31 May 2015 were summarised below.

	(Unit: Thousand Baht)	
	Fair value	Carrying value
Cash and cash equivalents	117,563	117,563
Trade and other receivables	41,893	41,893
Other current assets	125,797	125,797
Equipment and intangible assets	226,377	124,618
Other non-current assets	3,771	3,771
Trade and other payables	(36,456)	(36,456)
Other current liabilities	(155,524)	(155,524)
Deferred tax liabilities	(20,352)	-
Other non-current liabilities	(56,794)	(56,794)
Net assets	246,275	164,868
Shareholding percentage (%)	20	
Share of net assets	49,255	
Goodwill	50,745	
Cash paid for purchase of investment in an associate	100,000	

Aero is a limited company incorporated and domiciled in Thailand and is principally engaged in the provision of advertising media in 13 domestic airports.

7.2 Dividends received and return of capital

Dividends received from the associates were as follows:

Company’s name	(Unit: Thousand Baht)			
	For the three-month periods ended 30 June			
	Consolidated financial statements		Separate financial statements	
	2016	2015	2016	2015
BTS Rail Mass Transit Growth Infrastructure Fund	322,143	266,202	322,143	266,202
Master Ad Public Co., Ltd.	22,529	10,486	-	-
Total	344,672	276,688	322,143	266,202

(Unaudited but reviewed)

Return of capital from the associate was as follows:

(Unit: Thousand Baht)

Company's name	For the three-month periods ended 30 June	
	Consolidated and separate financial statements	
	2016	2015
BTS Rail Mass Transit Growth Infrastructure Fund	123,456	92,592
Total	123,456	92,592

8. Other long-term investments

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	30 June	31 March	30 June	31 March
	2016	2016	2016	2016
		(Audited)		(Audited)
Held-to-maturity securities				
Domestic private debt securities	794,986	697,405	694,986	597,405
Foreign private debt securities	1,015,484	323,850	1,015,484	323,850
	1,810,470	1,021,255	1,710,470	921,255
Investments in available for sale				
Domestic marketable equity securities	5,541,174	5,593,720	5,133,668	5,186,334
Foreign marketable equity securities	3,632,427	3,629,624	1,527,027	1,524,224
	9,173,601	9,223,344	6,660,695	6,710,558
Less: Allowance for change in value	(1,427,472)	(1,114,911)	(1,389,876)	(1,116,689)
Allowance for impairment	(497,205)	(497,205)	(497,205)	(497,205)
	7,248,924	7,611,228	4,773,614	5,096,664
Other investments				
Domestic non-marketable equity securities	149,784	149,784	119,784	119,784
Foreign non-marketable equity securities	1,077,828	969,162	1,077,828	969,162
	1,227,612	1,118,946	1,197,612	1,088,946
Less: Allowance for impairment	(7,891)	-	-	-
	1,219,721	1,118,946	1,197,612	1,088,946
Total	10,279,115	9,751,429	7,681,696	7,106,865

(Unaudited but reviewed)

The Company sold available for sale investments and recognised gains on the sales in the profit or loss. The details were as follows:

(Unit: Million Baht)

	For the three-month periods ended 30 June	
	Consolidated and separate financial statements	
	2016	2015
Sales of investments	54	2,348
Gain on sales	3	49

9. Investment properties

Movements of the investment property account during the three-month period ended 30 June 2016 are summarised below.

(Unit: Thousand Baht)

	Consolidated financial statements	Separate financial statements
Net book value as at 1 April 2016	733,950	1,645,630
Additions during the period - at cost	-	31,129
Disposals / write-off during the period - net book value at disposal / write-off date	(11,096)	(11,096)
Acquisition of subsidiary during the period (Note 5.2.2)	64,920	-
Depreciation for the period	(2,403)	(14,431)
Net book value as at 30 June 2016	785,371	1,651,232

The Company and its subsidiaries have pledged investment properties as collateral guarantee facilities received from a financial institution and a creditor per rehabilitation plan, as detailed below.

(Unit: Million Baht)

	Consolidated financial statements		Separate financial statements	
	30 June 2016	31 March 2016	30 June 2016	31 March 2016
		(Audited)		(Audited)
Book values	-	56	521	537

(Unaudited but reviewed)

10. Property, plant and equipment

Movements of the property, plant and equipment account during the three-month period ended 30 June 2016 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
Net book value as at 1 April 2016	5,673,905	419,002
Additions during the period - at cost	260,306	20,375
Disposal / write-off during the period - net book value of disposal / write-off date	(1,114)	-
Acquisition of subsidiary during the period (Note 5.2.2)	150,961	-
Transfer to other assets	(79)	-
Depreciation for the period	(94,624)	(5,063)
Increase in allowance for impairment	(2,635)	-
Net book value as at 30 June 2016	<u>5,986,720</u>	<u>434,314</u>

The Company has mortgaged land and construction thereon with net book value as at 30 June 2016 of Baht 2,767 million (31 March 2016: Baht 2,742 million) as collateral for guarantee facilities from a financial institution.

11. Intangible assets

Movements of the intangible asset account during the three-month period ended 30 June 2016 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
Net book value as at 1 April 2016	345,534	266
Additions during the period - at cost	9,242	-
Disposal during the period - net book value of disposal date	(19)	-
Acquisition of subsidiary during the period (Note 5.2.2)	319,073	-
Amortisation for the period	(19,092)	(52)
Net book value as at 30 June 2016	<u>654,738</u>	<u>214</u>

(Unaudited but reviewed)

12. Trade and other payables

(Unit: Thousand Baht)

	Consolidated		Separate	
	financial statements		financial statements	
	30 June	31 March	30 June	31 March
	2016	2016	2016	2016
		(Audited)		(Audited)
Trade payables - related parties	12,899	12,710	-	-
Trade payables	207,771	330,487	-	-
Other payables - related parties	265,424	12,335	20,582	55,134
Other payables	114,416	104,150	24,485	11,726
Payable from acquisition of investment	74,502	28,532	74,502	28,532
Accrued interest expenses - related parties	548	612	345,522	254,390
Accrued interest expenses	10,224	11,414	-	1,439
Retention payable - related party	-	-	5,596	7,835
Retention payable	18,064	17,800	5,608	6,291
Deposit payable	235,653	234,193	30,000	30,000
Accrued expenses - related parties	-	-	9,871	750
Accrued expenses	594,743	581,020	20,443	31,520
Dividend payable	289,931	289,736	89,073	89,120
Total trade and other payables	<u>1,824,175</u>	<u>1,622,989</u>	<u>625,682</u>	<u>516,737</u>

13. Short-term loans from financial institutions

Movements of the short-term loans from financial institution account during the three-month period ended 30 June 2016 were summarised below.

(Unit: Thousand Baht)

	Consolidated	Separate
	financial statements	financial statements
Balance as at 1 April 2016	3,750,000	3,510,000
Add: Issuance of promissory notes	1,340,000	1,040,000
Less: Repayment	<u>(4,650,000)</u>	<u>(4,550,000)</u>
Balance as at 30 June 2016	<u>440,000</u>	<u>-</u>

VGI

The promissory notes of Baht 440 million are subject to interest at rates of 2.00% and 2.15% per annum and to be repaid at call.

(Unaudited but reviewed)

14. Bills of exchange payable

	(Unit: Thousand Baht)
	Consolidated and separate financial statements
Balance as at 1 April 2016	2,917,307
Add: Increase	5,430,000
Less: Repayment	(650,000)
Add: Amortisation of prepaid interest expenses	23,891
Less: Prepaid interest expenses	(31,829)
Balance as at 30 June 2016	<u>7,689,369</u>

Bills of exchange are subject to interest at rates of 1.73% - 2.65% per annum, not collateralised and mature during July to December 2016.

15. Long-term loans

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	30 June 2016	31 March 2016	30 June 2016	31 March 2016
		(Audited)		(Audited)
Long-term loans	212,799	1,268,222	-	1,062,222
Less: Current portion	(46,458)	(1,095,222)	-	(1,062,222)
Long-term loans - net of current portion	<u>166,341</u>	<u>173,000</u>	<u>-</u>	<u>-</u>

Movements of the long-term loan account during the three-month period ended 30 June 2016 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated	Separate
	financial statements	financial statements
Balance as at 1 April 2016	1,268,222	1,062,222
Acquisition of subsidiary during the period (Note 5.2.2)	16,167	-
Less: Gain on exchange rate	(5,622)	(5,622)
Less: Repayment	(1,065,968)	(1,056,600)
Balance as at 30 June 2016	<u>212,799</u>	<u>-</u>

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

(Unaudited but reviewed)

16. Provision for long-term employee benefits

Movements in the provision for long-term employee benefit account during the three-month period ended 30 June 2016 are summarised below.

	(Unit: Thousand Baht)	
	Consolidated financial statements	Separate financial statements
Balance as at 1 April 2016	782,396	67,222
Current service cost	17,053	1,594
Interest cost	4,656	380
Benefits paid during the period	(6,933)	(1,018)
Acquisition of subsidiary during the period (Note 5.2.2)	22,645	-
Balance as at 30 June 2016	819,817	68,178

Long-term employee benefit expenses included in the profit or loss for the three-month period ended 30 June 2016 amounted to Baht 22 million (Separate financial statements: Baht 2 million) (2015: Baht 21 million (Separate financial statements : Baht 2 million)).

During the three-month period ended 30 June 2016, 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 10 million (2015: Baht 9 million).

17. Provisions

Movements in provision account during the three-month period ended 30 June 2016 are summarised below.

	(Unit: Thousand Baht)		
	Consolidated financial statements		
	Special business tax	Major maintenance or restoration of elevated trains under service concession	Total
Balance as at 1 April 2016	1,171,299	212,370	1,383,669
Increase during the period	22,655	15,991	38,646
Decrease during the period	(7,677)	-	(7,677)
Balance as at 30 June 2016	1,186,277	228,361	1,414,638
As at 30 June 2016			
Current	61,029	-	61,029
Non-current	1,125,248	228,361	1,353,609
	1,186,277	228,361	1,414,638

18. Warrants

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

In June 2016, the Company received advance subscription of Baht 4.22 per share to 700,937 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 4,222,600 units, a total of Baht 2,957,954. The Company registered the resulting increase in its capital with the Ministry of Commerce on 7 July 2016. As at 30 June 2016, there were a total of 2,003,150 outstanding unexercised warrants.

After the approval of dividend payment as discussed in Note 28.2 a) to the interim financial statements, the exercise price of the warrants will be adjusted from Baht 4.220 per share to Baht 4.117 per share and the exercise ratio will be adjusted from 1 unit : 0.166 share to 1 unit : 0.170 share. The adjustment is effective on 28 July 2016.

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

In June 2016, the Company received advance subscription of Baht 5.01 per share to 4,829,189 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-WB) of 4,829,189 units, a total of Baht 24,194,237. The Company registered the resulting increase in its capital with the Ministry of Commerce on 7 July 2016. As at 30 June 2016, there were a total of 6,308,481 outstanding unexercised warrants.

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

On 24 July 2015, the Annual General Meeting of the shareholders of the Company passed a resolution to approve the issue of warrants to employees of the Company and its subsidiaries under the BTS Group ESOP 2015 Scheme (BTS-WC), at no cost. Details of the warrants are below.

Date of grant	30 May 2016
Number granted (Units)	16,000,000
Contractual lives	5 years from the issued date
Exercisable	Last business day of each quarter, after completion of 2 to 4 year periods from the issued date
Exercise price per 1 ordinary share	Baht 10.19
Exercise ratio (warrant to ordinary shares)	1:1

(Unaudited but reviewed)

19. Service income

Details of service income are as follows:

(Unit: Thousand Baht)

For the three-month periods ended 30 June

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Advertising income	421,513	428,681	-	-
Revenues from providing of train operation services	426,513	403,244	-	-
Revenues from hotel and restaurant operations	140,539	126,832	-	-
Revenue from servicing of spaces	166,145	152,800	17,478	16,183
Other service income	158,641	112,720	19,326	14,807
Total	<u>1,313,351</u>	<u>1,224,277</u>	<u>36,804</u>	<u>30,990</u>

20. Interest income

Details of interest income are as follows:

(Unit: Thousand Baht)

For the three-month periods ended 30 June

	Consolidated		Separate	
	financial statements	financial statements	financial statements	financial statements
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Interest income under concession agreement	32,133	32,716	-	-
Interest income under finance lease agreement	441	857	-	-
Interest income from financial institutions	47,656	94,217	15,657	17,630
Interest income from related parties	83,758	6,649	116,407	10,643
Total	<u>163,988</u>	<u>134,439</u>	<u>132,064</u>	<u>28,273</u>

(Unaudited but reviewed)

21. 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 for the three-month periods ended 30 June 2016 and 2015 are made up as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Current income tax:				
Interim corporate income tax charge	(174,308)	(1,077,158)	-	(936,339)
Deferred tax:				
Relating to origination and reversal of temporary differences	<u>24,671</u>	<u>25,505</u>	<u>334</u>	<u>15,496</u>
Income tax benefits (expenses) reported in the statements of comprehensive income	<u>(149,637)</u>	<u>(1,051,653)</u>	<u>334</u>	<u>(920,843)</u>

The amounts of income tax relating to each component of other comprehensive income for the three-month periods ended 30 June 2016 and 2015 are as follows:

	(Unit: Thousand Baht)			
	Consolidated		Separate	
	financial statements		financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Deferred tax relating to gain (loss) on changes in value of available-for-sale investments	<u>(62,512)</u>	<u>12,240</u>	<u>(54,638)</u>	<u>3,934</u>

22. 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 periods ended 30 June 2016 and 2015 are as below.

(Unit: Thousand Baht)

	Consolidated financial statements					
	For the three-month periods ended 30 June					
	Profit		Weighted average number of ordinary shares		Earnings per share	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Thousand Baht	Thousand Baht	Thousand shares	Thousand shares	Baht	Baht	
Basic earnings per share						
Profit attributable to equity holders of the Company	548,049	3,016,376	11,834,056	11,823,725	<u>0.04631</u>	<u>0.25511</u>
Effect of dilutive potential ordinary shares						
Warrants (BTS-WA)	-	-	518	3,275		
Warrants (BTS-WB)	-	-	4,451	6,627		
Diluted earnings per share						
Profit of ordinary shareholders assuming the conversion of dilutive potential ordinary shares	<u>548,049</u>	<u>3,016,376</u>	<u>11,839,025</u>	<u>11,833,627</u>	<u>0.04629</u>	<u>0.25490</u>

(Unit: Thousand Baht)

	Separate financial statements					
	For the three-month periods ended 30 June					
	Profit		Weighted average number of ordinary shares		Earnings per share	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Thousand Baht	Thousand Baht	Thousand shares	Thousand shares	Baht	Baht	
Basic earnings per share						
Profit attributable to equity holders of the Company	307,925	4,080,866	11,834,056	11,823,725	<u>0.02602</u>	<u>0.34514</u>
Effect of dilutive potential ordinary shares						
Warrants (BTS-WA)	-	-	518	3,275		
Warrants (BTS-WB)	-	-	4,451	6,627		
Diluted earnings per share						
Profit of ordinary shareholders assuming the conversion of dilutive potential ordinary shares	<u>307,925</u>	<u>4,080,866</u>	<u>11,839,025</u>	<u>11,833,627</u>	<u>0.02601</u>	<u>0.34485</u>

Exercise prices of the warrants to purchase the ordinary shares of the Company (BTS-W3) and warrants to purchase new ordinary shares of the Company issued to the employees of the Company and its subsidiaries (BTS-WC) were higher than the average market price of the Company's shares for the three-month periods ended 30 June 2016 and 2015. Therefore, the Company has not assumed conversion of the warrants in the calculation of diluted earnings per share.

23. Dividends

On 27 May 2016, the Board of Directors of the Company passed a resolution to pay dividends of Baht 8,048 million in respect of its operating results for the year ended 31 March 2016. The Company has paid interim dividend totaling approximately Baht 4,022 million. The outstanding dividend of Baht 4,026 million (at a rate of Baht 0.34 per share) will be paid to the shareholders.

The Company's Board of Directors proposed this resolution to the Annual General Meeting of its shareholders for approval on 22 July 2016 (Note 28.2 a)).

24. Foreign currency assets/liabilities

As at 30 June 2016 and 31 March 2016, the Company and its subsidiaries had financial assets and liabilities in foreign currency as follows:

Consolidated financial statements					
Foreign currency	30 June 2016		31 March 2016		Average exchange rate as at 30 June 2016 (Baht per 1 Foreign currency unit)
	Financial assets	Financial liabilities	Financial assets	Financial liabilities	
	(Million)	(Million)	(Audited) (Million)	(Audited) (Million)	
USD	101	-	76	30	35.1802
EUR	32	-	31	1	39.0597
SGD	-	-	-	1	26.0802
RMB	32	-	247	-	5.2944

Separate financial statements					
Foreign currency	30 June 2016		31 March 2016		Average exchange rate as at 30 June 2016 (Baht per 1 Foreign currency unit)
	Financial assets	Financial liabilities	Financial assets	Financial liabilities	
	(Million)	(Million)	(Audited) (Million)	(Audited) (Million)	
USD	76	-	51	30	35.1802
RMB	-	-	215	-	5.2944

As at 30 June 2016, the Company has entered into cross currency swap and forward exchange agreements amounting to USD 54 million under which the contractual rates are Baht 31.25 - 35.69 per USD (31 March 2016: USD 24 million and RMB 215 million under which the contractual rates are Baht 31.25 - 32.69 per USD and Baht 5.3772 per RMB, respectively).

25. Commitments and contingent liabilities

As at the date of the statements of financial position, the Company and its subsidiaries had commitments and contingent liabilities as follows:

25.1 Capital commitments

- a) The Company and its subsidiaries (HHT Construction Company Limited, BTS Land Company Limited and Muangthong Assets Company Limited) had outstanding commitments of approximately Baht 479 million and HKD 2 million (31 March 2016: Baht 491 million and HKD 2 million) in respect of agreements of consultation, design and construction projects.
- b) The Company and its subsidiaries (Muangthong Assets Company Limited, BTS Land Company Limited and Prannakiri Assets Company Limited) had outstanding commitments with a subsidiary (HHT Construction Company Limited) approximately Baht 289 million (31 March 2016: Baht 53 million) in respect of renovation and development of golf course and hotel construction.
- c) The Company had outstanding commitments of USD 27 million (31 March 2016: USD 29 million) in respect of overseas investments.
- d) The subsidiaries (Dnal Company Limited, Keystone Estate Company Limited and Siam Paging and Communication Company Limited) had outstanding commitments of approximately Baht 963 million (31 March 2016: Baht 953 million) relating to the agreements to purchase and to sell of land and building.
- e) A subsidiary (BTSC) had capital commitments totaling Baht 23 million (31 March 2016: Baht 30 million) in respect of improvements of BTS Sky train System.
- f) A subsidiary (BTSC) had capital commitments of Baht 12 million (31 March 2016: Baht 13 million) in respect of the renovation of office building.
- g) A subsidiary (Bangkok Smartcard System Company Limited) had capital commitments of Baht 13 million (31 March 2016: Baht 14 million) relating to the installation of common ticketing systems, management information system and development of website.
- h) A subsidiary (VGI Global Media Public Company Limited) had capital commitments of Baht 37 million (31 March 2016: Baht 47 million), relating to the acquisition of equipment and software computer
- i) A subsidiary (Rabbit 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.

(Unaudited but reviewed)

Obligations as discussed in e) and f) 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. The subsidiary's management believes that these bases and assumptions are appropriate under the current circumstances.

25.2 Operating lease commitments

The Company and its subsidiaries have entered into several lease agreements in respect of the lease of land, office building space, motor vehicles and equipment.

The Company and its subsidiaries have future minimum lease payments required under these non-cancellable operating lease contracts were as follows:

	Consolidated		(Unit: Million Baht)	
	financial statements		Separate financial statements	
	30 June 2016	31 March 2016	30 June 2016	31 March 2016
		(Audited)		(Audited)
Payable:				
Up to 1 year	168	53	41	40
Over 1 and up to 5 years	254	158	115	119
Over 5 years	314	297	227	222

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. The subsidiary's management believes that these bases and assumptions are appropriate under the current circumstances.

25.3 Service contract commitments

- A subsidiary (BTSC) had commitments of approximately Baht 52 million (31 March 2016: Baht 53 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).
- A subsidiary (BTSC) had commitments under service agreements with a group of contractors relating to the procurement and installation of electronic and mechanical systems for the Mass Transit System - Green Line (Mochit-Sapanmai-Kukot and Bearing-Sumutprakan).
- The Company and its subsidiaries had committed to pay fees totaling Baht 436 million (31 March 2016: Baht 270 million) (Separate financial statements: Baht 18 million (31 March 2016: Baht 21 million)) relating to service agreements.

Obligations as discussed in c) 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. The subsidiary's management believes that these bases and assumptions are appropriate under the current circumstances.

25.4 Commitments under maintenance contract

On 15 September 2014, a subsidiary (BTSC) entered into a fifteen-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 15 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. The subsidiary's management believes that these bases and assumptions are appropriate under the current circumstances.

25.5 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 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.
- b) The Company entered into a management agreement with its subsidiary (Tanayong Property Management Company Limited), which is to furnish the Company with systems management services. Under the conditions of the agreement, the Company is to pay service fees at the rate specified in the agreement.
- c) A subsidiary (Muangthong Assets Company Limited) entered into service agreements with an associate (Absolute Hotel Services Company Limited), which is to furnish the subsidiary with royalty and hotel business management - related services. The subsidiary are to pay service fees at a rate as stipulated in the agreement.
- d) A subsidiary (BTSC) had commitments totaling EUR 205 million in respect of the acquisition of 46 4-car trains under agreements to purchase elevated trains, and the subsidiary is in the process of other procurement, including but not limited to a train borne signaling and radio system and other equipment for or in connection with the subsidiary's operational and maintenance service for the Bangkok Mass Transit System, including elevated trains, with a total equivalent amount of not more than EUR 270 million (excluding VAT), in order to support the provision of operational and maintenance services for the Bangkok Mass Transit System. At the same date, the subsidiary entered into maintenance agreement for 22 4-car trains. The amount to be paid for the first year is approximately Baht 73 million and EUR 1.3 million and in the future years, the amount to be paid will be adjusted upwards with reference to the consumer price index

(Unaudited but reviewed)

Obligations resulting from the purchase of 3 of the trains will be allocated to and collected from BTS Rail Mass Transit Growth Infrastructure Fund, in accordance with bases and assumptions determined by the subsidiary's management. The subsidiary's management believes that these bases and assumptions are appropriate under the current circumstances.

In addition, under the operation and maintenance contract for a mass transit system in Bangkok, dated 3 May 2012, the subsidiary also has future commitments in respect of acquisitions of elevated trains, totaling 70 cars. The trains must be in operation by 2030.

- e) A subsidiary (VGI Global Media Public Company Limited) had outstanding commitments as stipulated in the agreements as follows:
- 1) Concession agreements for the installation and management of advertising media in buildings with a related company and unrelated companies, whereby it is to install, and manage the provision of advertising through, LCD screens in these buildings.
 - 2) Concession agreements for the management and provision of advertising space, and other related agreements.

The subsidiary had outstanding commitments with respect to minimum guarantees under concession agreements. Fees are payable as follows:

	30 June 2016	(Unit: Million Baht) 31 March 2016
		(Audited)
Fees payable:		
Up to 1 year	68	59
Over 1 and up to 5 years	109	117
Over 5 years	2	10

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

- f) A subsidiary (BTSC) had outstanding commitments under the concession agreements of the Bangkok Mass Transit System project for extension line - Silom (S7-S8) and Sukhumvit (E10-E14), for a period of 15 years as from the year 2015 to the year 2029. Compensation which is payable throughout the terms of the agreements expected to be risen every three years in accordance with the passenger growth rate, but at least 10%. The amount to be paid for the 1-3 year is approximately Baht 79 million.

25.6 Other commitments

- a) The Company and its subsidiary (BTSC) had commitments in respect of compliance with the Net Revenue Purchase and Transfer Agreement and other agreements relating to infrastructure fund transaction.
- b) A subsidiary (BTSC) had commitments of approximately Baht 48 million (31 March 2016: Baht 48 million) to a subsidiary (Bangkok Payment Solutions Company Limited) in respect of compliance with Establishment of Central Clearing House Project (CCH) Agreement.

25.7 Guarantees

- a) There was a bank guarantee of Baht 23 million (31 March 2016: 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 57 million (31 March 2016: Baht 57 million) to guarantee electricity use and Baht 1,371 million (31 March 2016: Baht 1,394 million) to guarantee the long-term debentures. In addition, there was an outstanding bank guarantee of Baht 40 million (31 March 2016: Baht 40 million) issued by a bank on behalf of the subsidiary to guarantee compliance with Contract for Establishment of Central Clearing House Project (CCH). A current investment of Baht 14 million has been pledged as collateral.

BTS Rail Mass Transit Growth Infrastructure Fund will be responsible for the bank guarantees amounting to Baht 38 million (31 March 2016: Baht 38 million) issued by a bank on behalf of the subsidiary to the Metropolitan Electricity Authority to guarantee electricity use.

- c) The Company and its subsidiaries had additional bank guarantees issued by banks as required in their normal operations of approximately Baht 293 million (Separate financial statements: Baht 69 million) (31 March 2016: Baht 274 million (Separate financial statements: Baht 3 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.
- e) A subsidiary (Master Ad Public Company Limited) had guaranteed bank credit facilities of its associate (Landy Development Company Limited) amounting to Baht 89 million.

25.8 Litigations

25.8.1 During the period, there was no significant progress in the litigation described in Note 55.8 to the financial statements for the year ended 31 March 2016. The management of the Company believes that no significant losses will be incurred as a result of these lawsuits and therefore no provision has been made against the contingent liabilities in the accounts.

25.8.2 In addition, there has been no notable progress in the significant litigation relating to a jointly controlled company described in Note 55.8 h) to the financial statements for the year ended 31 March 2016. The details of the litigation were as follows:

On 15 October 2015, a jointly controlled company (Bayswater Co., Ltd.) purchased land through an auction organized by the official receiver for a price of Baht 7,350 million. However, a company who is a debtor under the bankruptcy action and the original landowner (not related to the Company and its subsidiaries) (“Debtor”) petitioned the Central Bankruptcy Court (“the Court”) seeking an order to cease the auction of assets of the debtor. On 22 September 2015, the Court dismissed the petition on the grounds that there was no legal basis to permit the petition. Subsequently, on 23 September 2015, the debtor lodged an appeal of the Court’s order with the Supreme Court, asking for permission to appeal. Currently, the Supreme Court is considering whether to order cessation of the auction.

Subsequently, on 14 October 2015 the debtor company filed petitions asking the Court to order the official receiver to accept an application for a composition of debt for processing in accordance with the law, and to order the postponement or cessation of the auction that was to be held on 15 October 2015 and the following day, based on the auction announcement. The Court dismissed the petition on 28 January 2016. Subsequently, on 4 March 2016, the debtor lodged an appeal of the Court’s order with the Supreme Court, asking for permission to appeal. Currently, the Supreme Court is considering whether to grant the appeal.

In addition, on 29 October 2015 the debtor company and its 2 unsecured creditors filed petitions asking the Court to order the cancelation of the auction of assets and to cease compulsory of litigation result during consideration of the petitions of cancelation of the auction of assets. The Court dismissed the petition on 28 January 2016. Subsequently, on 18 February 2016, the debtor and its creditors lodged an appeal of the Court’s order with the Supreme Court, asking for permission to appeal. Currently, the Supreme Court is considering whether to grant the appeal.

The Company and the jointly controlled company believe that no significant losses will result from these cases.

(Unaudited but reviewed)

26. Segment information

The Company and its subsidiaries are organised into business units based on its products and services. During the 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 periods ended 30 June 2016 and 2015.

	(Unit: Million Baht)									
	Media segment		Property segment		Service segment		Elimination		Consolidated financial statements	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
Revenues from external customers	543	541	9	71	770	683	-	-	1,322	1,295
Inter-segment revenues	8	8	-	-	122	99	(130)	(107)	-	-
Total revenues	<u>551</u>	<u>549</u>	<u>9</u>	<u>71</u>	<u>892</u>	<u>782</u>	<u>(130)</u>	<u>(107)</u>	<u>1,322</u>	<u>1,295</u>
Segment profit	382	362	3	29	282	271	-	-	667	662
Unallocated revenues and expenses:										
Management income									4	-
Dividend income									93	73
Interest income									164	134
Gain on sales of investments									34	56
Gain on swap of investments									-	3,459
Gain on change in status of investment									207	-
Other income									39	81
Servicing and selling expenses									(56)	(25)
Administrative expenses									(386)	(303)
Share of loss from investments in joint ventures									(94)	(87)
Share of income from investments in associates									194	157
Finance cost									(88)	(80)
Income tax expenses									(150)	(1,052)
Profit for the period									628	3,075
Non-controlling interest of the subsidiaries									(80)	(59)
Profit attributable to equity holders of the Company									<u>548</u>	<u>3,016</u>

27. Fair value of financial instruments

The Company and its subsidiaries use the market approach to measure their assets and liabilities that are required to be measured at fair value by relevant financial reporting standards, except that the cost approach or income approach is used when there is no active market or when a quoted market price is not available.

Fair value hierarchy

In applying the above-mentioned valuation techniques, the Company and its subsidiaries endeavor to use relevant observable inputs as much as possible. TFRS 13 *Fair Value Measurement* establishes a fair value hierarchy categorising such inputs into three levels as follows:

Level 1 - Use of quoted market prices in an observable active market for such assets or liabilities

Level 2 - Use of other observable inputs for such assets or liabilities, whether directly or indirectly

Level 3 - Use of unobservable inputs such as estimates of future cash flows

As of 30 June 2016, the Company and its subsidiaries had the following financial assets that were measured at fair value using different levels of inputs as follows:

(Unit: Thousand Baht)

	Consolidated financial statements		
	Level 1	Level 2	Total
Held for trade investments			
Investments in fixed income funds	-	274,526	274,526
Equity instruments	314,365	-	314,365
Debt instruments	-	229,351	229,351
Derivative warrants	147,489	-	147,489
Available-for-sale investments			
Equity instruments	6,203,085	1,045,839	7,248,924

(Unit: Thousand Baht)

	Separate financial statements		
	Level 1	Level 2	Total
Held for trade investments			
Equity instruments	314,365	-	314,365
Available-for-sale investments			
Equity instruments	3,727,775	1,045,839	4,773,614

Valuation techniques and inputs to Level 2 valuations

The fair value of investments in debt instruments has been determined by using the yield curve as announced by the Thai Bond Market Association or by other relevant bodies.

Investments in fix income funds and marketable unit trusts have been determined using net asset value at the reporting date.

28. Events after the reporting period

28.1 On 8 July 2016, the Annual General Meeting of shareholders of a subsidiary (BTSC) passed a resolution to approve the issue and offer of up to Baht 30,000 million of debentures, or the equivalent amount in other currencies. The subsidiary's Board of Directors or authorised persons have the authority to stipulate details of the debentures.

28.2 On 22 July 2016, the Annual General Meeting of the Company's shareholders passed the following significant resolutions:

- a) Approved payment of dividend as discussed in Note 23 to the interim financial statements.
- b) Approved the issue and offer of up to Baht 30,000 million of debentures, or the equivalent amount in other currencies. The Company's Board of Directors or authorised persons have the authority to stipulate details of the debentures.

28.3 On 3 August 2016, the Board of Directors meeting of a subsidiary (Master Ad Public Company Limited) passed the following significant resolutions:

- a) Approved a subsidiary (Green Ad Company Limited) to invest in the ordinary shares of Multi Sign Company Limited amounting to Baht 439 million, or 70% of all ordinary shares of Multi Sign Company Limited, which engages in the business of advertising. This acquisition will be completed within September 2016.
- b) Approved the increase of registered share capital from Baht 376.1 million (3,761,211,875 ordinary shares with a par value of Baht 0.1 each) to Baht 409.5 million (4,095,211,875 ordinary shares with a par value of Baht 0.1 each) through the issuance of 334 million new ordinary shares with a par value of Baht 0.1 each.

29. Approval of interim financial statements

These interim financial statements were authorised for issue by the Company's Board of Directors on 8 August 2016.