



AT A GLANCE

SHARE INFORMATIONⁱ

Shares Outstanding	11,929.4mn shares ^{vii}
Free Float ^v	57.3%
Par Value	THB 4.0 / Share ^{vi}
Market Capitalisation	THB 115.7bn / USD 3.2bn ⁱⁱ
YTD daily traded value ^{iv}	THB 313.0mn / USD 8.7mn ⁱⁱ
Stock Identifiers	
Stock Exchange Symbol	BTS
Bloomberg / Reuters	BTS TB / BTS.BK

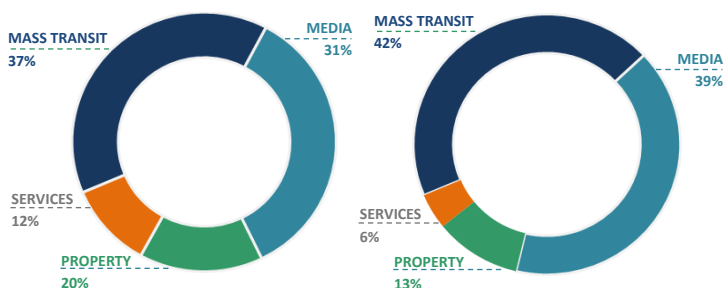
FROM THE EDITOR

Dear Investment Community,

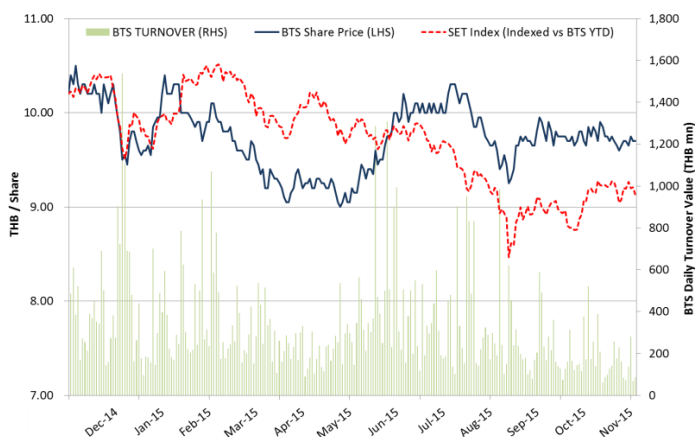
Our core **Mass Transit** business continues to deliver results with quarterly ridership reaching a new historical high of 58.5mn trips. We are positioning ourselves for future capacity expansion and the Company is in the process of procuring new rolling stock to serve the growth of the Core Green line as well as the anticipated Green line extensions. New contracts on the rail mass transit lines are expected soon (for updates on the timing, please refer to our latest presentations), but whilst we wait on the government, we are busy in our other segments.

REVENUE BY BUSINESS UNIT

GROSS PROFIT BY BUSINESS UNITⁱⁱⁱ



BTS LAST 12 MONTHS SHARE PRICE PERFORMANCE¹



This quarter has seen a significant increase in our activities in the **Property** segment. To date, 3 condominium projects have been launched under our strategic alliance with Sansiri – all have been sold out and have achieved higher than expected pricing. Our current financial statements are dampened by non-capitalised costs which led to share of losses recognised in these joint ventures (THB 87.8mn in 2Q 15/16 and an expected THB 1.5bn total over the 3 years ‘harvesting’ period); however, these are anticipated to be followed by profit in subsequent years. Across the 25 targeted projects, we aim to deliver a share of net profit of THB 6bn across the 5-year period. Return on equity for these projects are anticipated to be in excess of 30%, which will enhance overall BTS Group return on equity. We continue to have confidence in our partnership approach to Property. In line with this, a 50% owned affiliate also bid for and won the auction for a 48 rai plot of land located on Phaholyothin Road. This land is located within 200m of future Green line extension station (N10) and is consistent with our strategy of positioning ourselves as a prime beneficiary of Bangkok’s mass transit development across all our four business units.

EQUITY MARKETS^{viii}

	3 MO	6 MO	12 MO
BTS TB	-1.0%	6.7%	-5.9%
SET Transport Index	1.7%	1.9%	68%
SET Index	-1.7%	-7.5%	-10.9%
NIKKEI 225	-6.2%	0.8%	16.4%
HANG SENG	-8.3%	-18.5%	-5.3%
FTSE 100	-6.5%	-10.7%	-4.8%
S&P 500	-1.2%	-1.8%	2.0%

BTS Group recorded quarterly earnings in 2Q 15/16 with total consolidated revenue dropping 4.9% to THB 1,987.2mn and net profit attributable to the equity holders of the Company dropping 25.2% to THB 473.8mn. This was mainly from a reduction in interest income, share of losses from property associates/JVs as well as the recognition of some non-recurring expenses. However, net recurring profit margin improved to 28.7% (versus 23.7% in 2Q 14/15) if we do not take into account the impact from reduced interest and investment income as well as the recognition of shares of losses from property associates/JVs as aforesaid.

On 17 August 2015, the final 2014/15 dividend of THB 3,547.6mn (or THB 0.30 per share) was paid. We are already in the final year of the committed dividend period, with at least THB 8,000mn (a dividend yield of 6.9% based on BTS market capitalisation as of 9 November of THB 115.7bn). Further guidance on the dividend policy following the committed period will be provided within 4Q 15/16.

CURRENCY MARKETS^{viii}

	3 MO	6 MO	12 MO
USD vs THB	-2.20%	-6.00%	-8.28%
EUR vs THB	0.26%	-2.42%	3.20%
THB vs JPY	3.48%	3.72%	5.97%
THB vs HKD	2.31%	6.39%	9.07%
THB vs SGD	-0.76%	-0.25%	1.51%
THB vs GBP	-0.89%	3.15%	5.81%

Yours faithfully,

Daniel Ross
Chief Investment Officer

BTS GROUP FINANCIAL SUMMARY (CONSOLIDATED)

INCOME STATEMENT FOR 3 MONTHS (THB mn)	2Q 15/16	2Q 14/15	% YoY
Operating revenue	1,670.8	1,871.5	(10.7)%
Other recurring income	(4.0)	443.8	(100.9)%
Total recurring revenue	1,666.8	2,315.2	(28.0)%
Operating costs	702.2	825.8	(15.0)%
Operating selling and administrative expenses	368.6	424.4	(13.2)%
EBITDA	833.9	1,172.1	(28.9)%
Operating EBITDA	707.2	738.7	(4.3)%
Finance cost	69.5	112.0	(37.9)%
Non-operating gain (loss)	135.1	(10.3)	N.A.
EBT	656.8	942.7	(30.3)%
Operating income tax	105.4	191.2	(44.9)%
Minority interests	82.4	118.1	(30.3)%
Net income to equity holders of the parent	473.7	633.4	(25.2)%
EPS (THB per share)	0.0401	0.0530	(24.5)%

STATEMENT OF FINANCIAL POSITION (THB mn)	30 SEP 15	31 MAR 15	% Change
Cash and cash equivalents	1,499.6	10,111.9	(85.2)%
Current investments	8,256.9	6,371.4	29.6%
Trade and other receivables	880.8	1,218.1	(27.7)%
Real estate development costs-net	638.5	2,237.8	(71.5)%
Accrued income	432.1	577.9	(25.2)%
Other current assets	2,613.4	5,485.9	(52.4)%
Total current assets	14,321.3	26,003.0	(44.9)%
Investments in associates-net	21,270.5	14,011.6	51.8%
Other long-term investments-net	9,374.4	9,548.4	(1.8)%
Investment properties	1,445.2	1,480.0	(2.3)%
Property, plant and equipment	5,508.6	5,510.4	(0.0)%
Other non-current assets	11,498.3	10,258.0	12.1%
Total non-current assets	49,097.1	40,808.4	20.3%
Total assets	63,418.3	66,811.5	(5.1)%
Short-term loans from financial institutions	530.0	530.0	0.0%
Trade accounts payables	1,480.7	1,922.3	(23.0)%
Current portion of long-term loans	1,125.0	26.0	4,227.0%
Current portion of long-term debentures	1,346.3	1,467.7	(8.3)%
Other current liabilities	3,002.0	2,849.4	5.4%
Total current liabilities	7,484.1	6,795.4	10.1%
Long-term loans-net of current portion	191.0	1,187.1	(83.9)%
Long-term debentures-net of current portion	-	1,345.1	(100.0)%
Long-term provisions-related party	1,285.3	1,244.0	3.3%
Deferred tax liabilities	2,546.6	2,616.2	(2.7)%
Other non-current liabilities	1,895.2	1,611.2	17.6%
Total non-current liabilities	5,918.1	8,003.6	(26.1)%
Total liabilities	13,402.1	14,799.0	(9.4)%
Issued and fully paid shares (mn shares)	11,924.1	11,919.3	0.0%
Issued and fully paid capital	47,696.3	47,677.0	0.0%
Share premium	1,824.8	1,807.6	1.0%
Retained earnings	996.9	474.8	110.0%
Other components of shareholders' equity	(1,759.3)	769.0	(328.8)%
Equity attributable to company's shareholders	48,758.8	50,728.4	(3.9)%
Non-controlling interest-equity attributable to minority	1,257.4	1,284.1	(2.1)%
Total shareholders' equity	50,016.2	52,012.5	(3.8)%
Total liabilities and shareholders' equity	63,418.3	66,811.5	(5.1)%

BTS GROUP FINANCIAL SUMMARY (CONSOLIDATED)

CASH FLOW STATEMENT FOR 6 MONTHS (THB mn)	1H 15/16	1H 14/15	% YoY
EBT	4,780.1	1,964.1	143.4%
Plus Profit before tax from discontinued operation	3.9	(46.8)	N.A.
Profit before tax	4,784.0	1,917.3	149.5%
Cash from operating activities	1,371.4	944.7	45.2%
Cash paid for interest expenses	(102.6)	(201.5)	N.A.
Cash paid for corporate income tax	(550.8)	(1,064.4)	N.A.
Net cash from (used in) operating activities	718.1	(321.2)	N.A.
Net cash from (used in) investing activities	(2,624.4)	3,800.5	(169.1)%
Net cash used in financing activities	(6,731.8)	(6,193.4)	N.A.
Increase in translation adjustment	(0.3)	1.3	(125.5)%
Net decrease in cash and cash equivalents	(8,638.5)	(2,712.8)	N.A.
Cash and cash equivalents classified as assets held for sale	26.2	-	N.A.
Cash and cash equivalents at beginning of the period	10,111.9	8,668.5	16.7%
Cash and cash equivalents at the end of the period	1,499.6	5,955.7	(74.8)%

KEY FINANCIAL RATIOS

PROFITABILITY RATIOS	2Q 15/16	2Q 14/15	1Q 15/16
Gross operating profit margin (%)	58.0%	55.9%	57.7%
Selling and administrative expenses to operating sales ratio (%)	22.1%	22.7%	23.6%
Operating EBITDA margin (%) ^A	42.3%	39.5%	41.0%
Accounting EBITDA margin (%)	42.3%	50.3%	82.9%
Recurring pre-tax profit margin (%) ^B	31.6%	41.2%	36.5%
Net recurring profit margin (%) ^B	25.3%	32.9%	29.5%
Accounting net profit margin (%) ^C	28.2%	32.3%	59.1%
ROA (%) ^D	8.1%	3.5%	7.7%
ROE (%) ^E	10.2%	4.5%	10.0%
LIQUIDITY RATIO			
Current ratio (times)	1.91x	4.88x	2.40x
LEVERAGE RATIOS			
Total liabilities to total assets (times)	0.21x	0.21x	0.23x
Total liabilities to total equity (times)	0.27x	0.26x	0.29x
Net debt to equity (times)	0.03x	(0.03)x	(0.00)x
Net debt to operating EBITDA (times)	0.62x	(0.61)x	(0.01)x
Interest coverage (times) ^F	10.17x	6.60x	7.87x
PER SHARE RATIOS ^G			
Basic earnings per share (THB)	0.0401	0.0530	0.2551
Operating cash flow per share (THB)	(0.009)	(0.050)	0.069
Free cash flow per share (THB)	(0.020)	(0.078)	0.063
Enterprise value per share (THB)	10.08	9.95	10.19
Book value per share (THB)	4.23	4.74	4.57

NOTE:

A Excludes non-operating items and interest income

B Calculated based on recurring profit (before MI) / total recurring revenue

C Calculated based on accounting net profit (before MI) / total accounting revenue including share of income from investments in associates

D Calculated based on accounting net profit (before MI) / average total assets

E Calculated based on accounting net profit (before MI) / average total shareholders' equity

F Calculated based on operating EBITDA / finance cost

G Calculated based on weighted average number of shares at par value of THB 4.0 per share

2Q 15/16 FINANCIAL HIGHLIGHTS

- **New quarterly ridership record of 58.5mn trips, 7.1% growth YoY. Average fare of THB 27.4 per trip, an increase of 2.8% YoY**
- **Share of net profit from investment in BTSGIF in 2Q 15/16 increased by 2.5% YoY to THB 222.6mn**
- Total Media revenue declined by 33.0% YoY and 2.2% QoQ to THB 527.4mn although **BTS-related Media revenue grew 5.7% YoY and 7.0% QoQ to THB 466.8mn**
- Following the successful launch of The Line Jatujak - Mochit (the first project of BTS-SIRI JVs), **The Line Sukhumvit 71 was also 100% pre-sold with average selling price of approximately THB 169.1k/sqm**
- **Services business revenue¹ rose by 35.3% YoY to THB 195.1mn** mainly from revenue generated from HHT construction and ChefMan Restaurants
- **Pre-tax recurring profit (before MI) was THB 526.4mn in 2Q 15/16**, dropping 44.8% YoY and net profit (before MI) of THB 556.1mn, a decrease of 26.0% YoY or THB 195.4mn mainly from a reduction in interest income, share of losses from property associates/JVs as well as the recognition of some non-recurring expenses.

ACCOUNTING AND RECLASSIFICATION

From 1 April 2014, BTS Group Holdings Public Company Limited (“the Company”) and its subsidiaries (together, the “Group”) have adopted TFRIC 12 – Service Concession Arrangements. This new standard provides accounting guidelines for concession operators for recognising and measuring the obligations and related rights in public-to-private service concession arrangements. BTSC (the subsidiary) provides services to procure electric trains (infrastructure) to be used in the provision of public services and to operate and maintain this infrastructure for a specified period of time under the 30-year O&M contract. BTSC is paid for its services over the period of the arrangement which is a public-to-private service concession arrangement. BTSC’s management, therefore, considers this arrangement under the 30-year O&M contract to be within the scope of TFRIC 12. The effects of the changes are recognised retrospectively in the financial statements.

SIGNIFICANT EVENTS

- **22 July 2015:** The Company and Sansiri Public Company Limited (“SIRI”) announced the increase of the total project value under the 5-year strategic alliance framework agreement (“SAFA”) to THB 100bn (from THB 25-30bn) with plans to develop approximately 25 condominium projects for sale within 500m of mass transit stations.
- **24 July 2015:** The Annual General Meeting of Shareholders 2015 approved the appointment of 2 new directors (Mr. Chulchit Bunyaketu and Dr. Karoon Chandrangsui), increasing the number of the directors from 12 to 14 directors. Also, the Company paid a final dividend of THB 3,547.6mn or THB 0.30 per share on 17 August 2015, taking the total annual dividend paid to THB 7,093.8mn (THB 0.60 per share). Based on the share price as of 22 May 2015 (one day before the BOD date), this is equivalent to a dividend yield of 6.38%.
- **1 October 2015:** The Company established Unicorn Enterprise Co., Ltd., a new subsidiary, to invest in the property business. This wholly-owned subsidiary has initial capital of THB 10,000,000.
- **6 October 2015:** The Company completed the disposal of 7,500,000 shares with a par value of THB 100 per share, representing 50% shares in Nuvo Line Agency Co., Ltd. (“Nuvo Line”) to SIRI. The intention is to turn Nuvo Line into another 50:50 joint venture company under SAFA between the Company and SIRI. As a result of the completion of this transaction, the Company’s shareholding in Nuvo Line has been decreased from 100% to 50% and Nuvo Line has changed its status from a subsidiary to a joint venture company of BTS Group.
- **7 October 2015:** The Company established Keystone Estate Co., Ltd., a new subsidiary, to invest in the property business. This wholly-owned subsidiary of Unicorn Enterprise Co., Ltd. has an initial capital of THB 10,000,000.
- **15 October 2015:** Bayswater Co., Ltd., a 50% owned affiliate of BTS Group won the auction for 48 rai land plot located at Phaholyothin Road near Ratchayothin intersection. The completion of land acquisition remains subject to certain conditions.

2Q 15/16 PERFORMANCE

The Group recorded consolidated total revenue of THB 1,890.8mn in 2Q 15/16. This represented a decrease of 4.9% YoY or THB 96.4mn from THB 1,987.2mn in 2Q 14/15. The decrease was primarily due to (1) a reduction in service income of THB 295.3mn mainly from softened Media revenues and Commercial Property revenue (see details in *Segmental Performance* section) and (2) a decrease in interest income of THB 190.7mn mainly from the reduction in investment from the treasury management. The decrease was partially offset with (3) a reversal of creditors per rehabilitation plan of THB 95.6mn, (4) an increase in sales of real estate of THB 91.3mn mainly from transferred units of Abstracts Phahonyothin Park (Tower A) and (5) gain from sales of equipment in Modern Trade (at VGI level) of THB 74.0mn.

Despite higher Residential Property revenue and an increase in revenue from Services business unit, operating revenue² fell by 10.7% YoY or THB 200.7mn to THB 1,670.8mn largely as a result of the reduction in Media revenue from the discontinuation of Modern Trade Media business. Property operating revenue remained unchanged from the previous year, which resulted from the divestment of Eastin Grand Hotel Sathorn to U City PCL ("U City"), offset in the same amount with an increase in transferred units of Abstracts Phahonyothin Park Condominium in 2Q 15/16. Revenue from the Mass Transit, Media, Property and Services businesses accounted for 37.0%, 31.6%, 19.8% and 11.7% of total operating revenue, respectively.

Operating Revenue and Operating Gross Profit Margin by BU

Operating Revenue ² (THB mn)	2Q 15/16	% of Total ²	2Q 14/15	% of Total ²	% Change (YoY)	2Q 15/16 GP Margin ⁵	2Q 14/15 GP Margin ⁵
Mass Transit ³	617.5	37.0%	609.4	32.6%	1.3%	66.4%	66.3%
Media	527.4	31.6%	787.0	42.1%	(33.0)%	72.1%	58.3%
Property ⁴	330.7	19.8%	330.9	17.7%	0.0%	38.1%	41.7%
Services ¹	195.1	11.7%	144.2	7.7%	35.3%	26.7%	31.2%
TOTAL²	1,670.8	100.0%	1,871.5	100.0%	(10.7)%	58.0%	55.9%

Total consolidated expenses and SG&A reached THB 1,245.2mn in 2Q 15/16, an increase of THB 116.2mn or 10.3% YoY mainly from (1) a provision for revenues not meeting the minimum guarantee paid to MACO (at VGI level) of THB 136.6mn, (2) an increase in administrative expenses of THB 115.2mn from a loss on foreign exchange resulting from the different accounting treatment of assets & liabilities and (3) a higher cost of sales of real estate of THB 49.2mn. The increase was partially offset with (4) the decline in cost of services of THB 160.5mn from lower costs of Media businesses (see details in *Segmental Performance* section) and (5) a reversal of provision of initial damages incurred from terminating the agreement (at VGI level) of THB 38.7mn.

Operating costs decreased by 15.0% YoY to THB 702.2mn. As operating costs decreased at a higher rate than the decline in operating revenues, the Group operating gross profit margin⁵ improved to 58.0% from 55.9% in the previous year.

As a result of the aforementioned changes, the Group operating EBITDA⁶ was THB 707.2mn, a decrease of THB 31.6mn or 4.3% YoY. However, the operating EBITDA⁶ margin improved to 42.3% in 2Q 15/16 (versus 39.5% in 2Q 14/15) from higher contribution of higher margin Mass Transit business as well as from lower contribution of Modern Trade Media businesses. Finance costs fell by 37.9% YoY or THB 42.5mn to THB 69.5mn primarily as the Group repaid the fourth tranche of BTSC debentures (THB 1,468.9mn) in August 2015.

Other recurring income⁷ fell by THB 229.9mn or 68.5% YoY to THB 137.8mn largely from the reduced interest income as aforesaid. Also, the Company recorded the share of net loss from investments in joint ventures/associates (not including share of profit in BTSGIF) of THB 141.8mn in this quarter. Despite lower finance costs, pre-tax recurring profit⁷ for this quarter was THB 526.4mn, decreasing 44.8% YoY from THB 953.0mn in 2Q 14/15 as a result of the reduction in other recurring income. Net recurring profit (before MI) margin in 2Q 15/16 was 25.3%, versus 32.9% in 2Q 14/15 consequent to the contraction in other recurring income as aforesaid.

Reported income tax expenses was THB 100.6mn, a decrease of THB 90.6mn or 47.4% YoY primarily from lower earnings compared to the previous year. Taking into account all the aforesaid transactions, the Group recorded a consolidated profit of THB 556.1mn (decreasing 26.0% YoY) and profit attributable to the equity holders of the Company of THB 473.8mn (decreasing 25.2% YoY). Net profit attributable to the equity holders of the Company margin in 2Q 15/16 was 25.1% (versus 31.9% in 2Q 14/15).



¹ Services revenue includes sales from BSS, revenue from Carrot, revenue from HHT construction and revenue from ChefMan Restaurants.

² Operating revenue from the operational performances from 4 BUs and share of net profit (loss) from BTSGIF, EXCLUDES interest income, dividend income and non-recurring items

³ Mass Transit revenues include:

- i) Share of net profit (loss) from BTSGIF (included in 'Share of profit from investments in associates' in Statement of comprehensive income)
- ii) Service Income from Train & Bus Operation Management (included in 'Service income' under 'Revenues from provision of operating services')

⁴ Property includes Sales from Real Estate, Rental and Service Income, Construction & Services Businesses and Service income related to Thana City Golf & Sports Club Co., Ltd.

⁵ Operating gross profit calculated based on the operational performances from 4 BUs and share of net profit (loss) from BTSGIF

⁶ Operating EBITDA calculated based on the operational performances from 4 BUs, share of net profit (loss) from BTSGIF, EXCLUDES interest income, dividend income, share of net profit (loss) from other associates (except from BTSGIF) and joint venture, non-recurring items from sales of net fare-box revenue to BTSGIF and other non-recurring items

⁷ Recurring profit calculated based on the operational performances from 4 BUs, share of net profit (loss) from BTSGIF and other associates and joint venture, as well as including other recurring items which are interest income and other recurring items (before MI)

SEGMENTAL PERFORMANCE

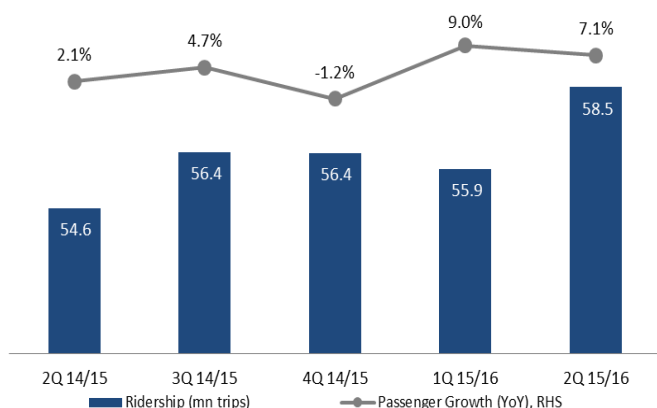
MASS TRANSIT BUSINESS

Total Mass Transit revenue³ increased 1.3% YoY to THB 617.5mn supported by an increase in O&M income and an increase in share of net profit from BTSGIF. O&M revenue rose by 0.7% or THB 2.7mn YoY to THB 394.9mn, mainly attributable to the contractually agreed increase in the operating fee of Green Line – Sukhumvit extension and Silom extension.

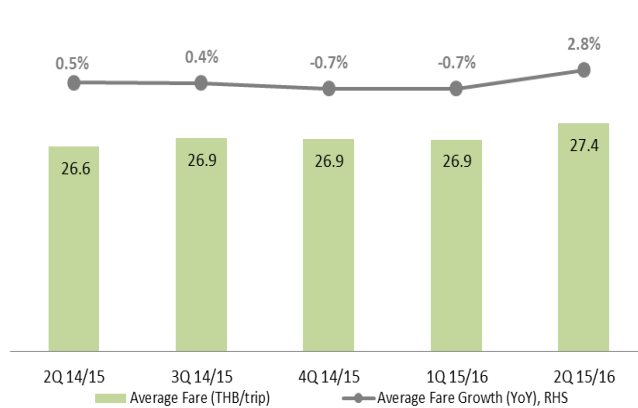
Fare-box revenue of the core system rose by 10.1% YoY or THB 146.6mn to THB 1,601.7mn attributable to ridership growth and the increase in average fare. Total quarterly ridership peaked this quarter at 58.5mn trips, up 7.1% YoY mainly from (1) organic growth and (2) last year's low base effect from the imposition of martial law, which dampened overall sentiment. Average fare was THB 27.4 per trip, an increase of 2.8% YoY from the adjustment in card promotions on the monthly passes, which became effective since July 2015. Share of net profit from investment in BTSGIF in 2Q 15/16 increased by THB 5.3mn or 2.5% YoY to THB 222.6mn, which resulted from the increase in core network performance.

Cost of Mass Transit revenue increased by 0.9% or THB 1.9mn YoY to THB 207.4mn. As operating cost increased at a lower rate than the increase in operating revenue, the operating EBITDA margin improved to 67.2% in 2Q 15/16 (66.8% in 2Q 14/15).

Historical ridership and % YoY growth for past 5 quarters



Historical average fare and % YoY growth for past 5 quarters



MEDIA BUSINESS

According to the Bank of Thailand's report as of August 2015, overall Thai economic activities remained weak as a result of overall Thai media industry, the advertising spending decreased by 2.4% QoQ and 0.3% YoY, which was in line with the economic slowdown.

Total Media revenue contracted by 33.0% YoY from THB 787.0mn in the previous year to THB 527.4mn as a result of the discontinuation of Modern Trade Media business. However, the decrease was partially offset with BTS-related Media and Office Building and Other Media, which continued to grow resiliently from 2Q 14/15 by 5.7% and 49.4%, respectively.

BTS-related Media revenue increased by 5.7% YoY, from THB 441.6mn in 2Q 14/15 to THB 466.8mn in 2Q 15/16 despite the economic slowdown. The key growth drivers were the increase in occupancy of static and digital media as well as merchandising space on station coupled with the revenue generated from 7 new BTS extension stations.

Modern Trade Media revenue was THB 0.0mn, a decline of 100.0% YoY from THB 304.8mn in the previous year. The decrease was entirely from the discontinuation of Modern Trade Media business.

Office Building and Other Media revenue was THB 60.6mn, increasing 49.4% from THB 40.6mn in the previous year. Key growth drivers came from the increase in additional office buildings (from 75 buildings to 103 buildings) as well as package price increase, which became effective since October 2014, to match the increasing number of viewers.

Cost of revenue decreased 55.1% YoY or THB 180.9mn to THB 147.3mn mainly from the reduction in costs associated with the discontinuation of Modern Trade Media. The decrease was partially offset with (1) an increase in sales expenses and promotion, (2) higher depreciation of the new digital media, static media and the infrastructure on the 7 BTS extension stations, (3) an increase in maintenance cost of equipment and system for the new digital media, (4) rental cost of digital screens at Victory Monument and (5) expenses from rights to manage the media and merchandising spaces of the 7 new BTS extension stations. Accordingly, as a result of the discontinuation of the lower margin Modern Trade Media business, the operating EBITDA margin in this quarter improved to 63.2% (versus 49.5% in 2Q 14/15).

Moreover, this quarter, VGI had net gain from extraordinary items of THB 45.7mn (figure per VGI's financial statement). More commentary on the extraordinary items can be found in *VGI Global Media's management discussion and analysis for 2Q 15/16*.

<http://vqi.listedcompany.com/misc/MDNA/20151030-vqi-mdna-2q20152016-en.pdf>

PROPERTY BUSINESS

On 8 August 2015, The Line Sukhumvit 71, the second condominium project under the BTS-SIRI joint venture, was launched. The project sold out completely within the pre-sale period with total project value of THB 1,994.2mn and average selling price of approximately THB 169.1k/sqm. However, in this quarter, share of loss from BTS-SIRI joint venture of THB 87.8mn was recognised mainly from the selling and marketing expenses related to The Line projects. The Line Sukhumvit 71 is expected to be the first of The Line projects to start transferring in December 2016.

Property operating revenue was THB 330.7mn, largely unchanged from the previous year which resulted from the increase in transferred units of Abstracts Phahonyothin Park Condominium, yet offset with the reduction in Commercial Property revenue (following the divestment of Eastin Grand Hotel Sathorn to U City in 1Q 15/16).

Residential Property revenue increased by 74.3% YoY or THB 90.0mn to THB 211.2mn in 2Q 15/16. This increase was mainly driven by higher sales of real estate of THB 91.3mn (largely in relation to 62 transferred units of Abstracts Phahonyothin Park (Tower A) in this quarter versus 33 transferred units in 2Q 14/15). Abstracts Phahonyothin Park (Tower A) has been 100% pre-sold since July 2015.

Commercial Property revenue reached THB 119.5mn, a reduction of 42.4% YoY or THB 88.1mn mainly driven by a decrease in revenue from Eastin Grand Sathorn Hotel following the disposal of the hotel to U City since 20 April 2015. However, the decrease was partially offset with the increase in revenue from U Sathorn Hotel of THB 29.1mn. The Company also recognised share of loss from U City of THB 67.7mn in this quarter primarily from the recognition of unrealised loss on changes in value of trading securities.

Operating costs increased 6.1% YoY or THB 11.7mn to THB 204.6mn mainly from the increase in costs from transferred units of Abstracts Phahonyothin Park, which partially offset with costs related to Eastin Grand Hotel Sathorn Bangkok. Property SG&A expenses decreased by 20.0% YoY or THB 27.0mn to THB 102.8mn largely from the reduction in expenses related to Eastin Grand Hotel Sathorn Bangkok. The operating EBITDA margin remained unchanged at 13.9% in 2Q 15/16 (13.9% in 2Q 14/15).



RESIDENTIAL PROPERTY SUMMARY

THE LINE PROJECTS

- Target **project value** revised up to **THB 100bn** (from THB 25-30bn) to be developed over 5 years under “Strategic Alliance Framework Agreement”
- Expected **equity IRR** ≈ 17% and **NPAT margin** ≈ 12%

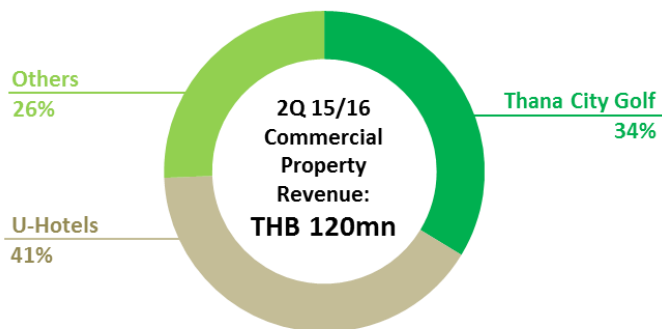
Project Name	THE LINE Jatujak - Mochit	THE LINE Sukhumvit 71	THE LINE Ratchathewi
Distance from mass transit station	300m from BTS Mo chit	400m from BTS Prakanong	220m from BTS Ratchathewi
Project value	THB 5.8bn	THB 2.0bn	THB 2.9bn*
No. of units	841 (43 floors)	291 (28 floors)	231 (38 floors)
Avg. selling price per sqm	THB 179k	THB169k; fully furnished	THB 265k*
Land Area (Rai)	4-2-95.7	1-3-54.4	1-2-12
Foreign sales	14%	48%	15%

* Approximate

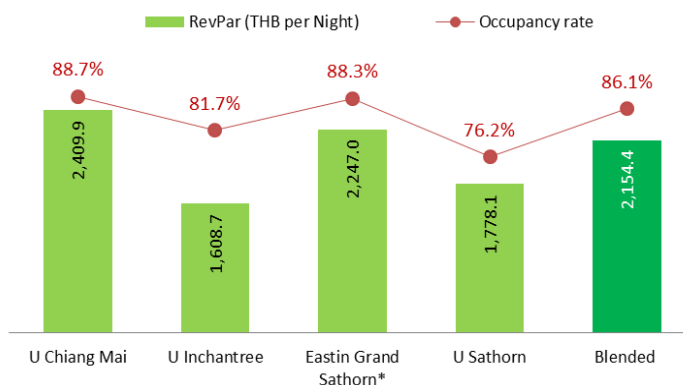
	THE LINE Jatujak - Mochit	THE LINE Sukhumvit 71	THE LINE Ratchathewi
Intl. Roadshow/ Domestic Presales	● May 2015	● Aug 2015	● Oct 2015
Construction Starts	● Mar 2015	● May 2015	○ Jan 2016
Construction Completion	○ Jan 2018	○ Nov 2016	○ Apr 2018
Transfer Starts	○ Feb 2018	○ Dec 2016	○ May 2019
Transfer Completion	○ Jun 2018	○ Feb 2017	○ Jul 2019

COMMERCIAL PROPERTY SUMMARY

COMMERCIAL PROPERTY REVENUE BREAKDOWN



REVPAR & OCCUPANCY BY HOTEL



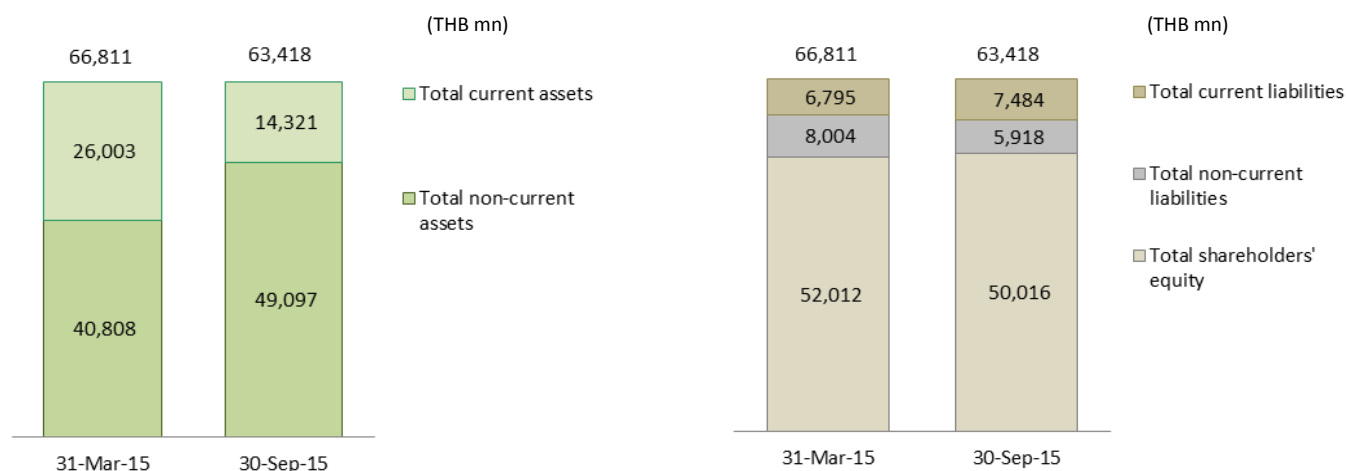
* Eastin Grand Hotel Sathorn (EGS) was divested to U City since 20 Apr 2015

SERVICES BUSINESS

Services business revenue increased by THB 50.9mn or 35.3% YoY to THB 195.1mn. This increase was primarily due to growth in the revenue generated from HHT construction, which increased by THB 37.6mn YoY, as well as from ChefMan Restaurants, which increased by THB 15.9mn or 18.9% YoY to THB 99.9mn.

Operating costs increased by 44.0% YoY or THB 43.7mn to THB 142.9mn. There was also THB 52.5mn of SG&A expenses, an increase of 30.8% YoY. Key costs and SG&A items were mainly from staff costs and food & beverage cost at ChefMan Restaurants.

FINANCIAL POSITION



Total assets as of 30 September 2015 stood at THB 63,418.3mn, a decrease of THB 3,393.1mn or 5.1% from 31 March 2015. Total current assets stood at THB 14,321.3mn, decreasing by 44.9% or THB 11,681.7mn primarily attributed to (1) a reduction in cash and cash equivalents of THB 8,612.3mn (see further details in *Cash Flow* section), (2) the decrease in “non-current assets classified as held for sale” of THB 2,965.4mn from (i) the de-recognition of assets in relation to the disposal of shares in BTSA and KKP to U City of THB 4,576.2mn following the transaction completion on 20 April 2015, which was offset with (ii) the reclassification of assets related to Nuvo Line of THB 1,610.8mn subsequent to the 50% share disposal in Nuvo Line to SIRI as of 30 September 2015 (according to TFRS 5 requirements; see *note 6.1.6 in the financial statements* for more details) and (3) a reduction in real estate development costs of THB 1,599.3mn largely from the reclassification of “project development costs” related to Nuvo Line of THB 1,451.2mn to present under “non-current assets classified as held for sale” (see *note 6.1.6*). The decrease was partially offset with (4) an increase in current investments of THB 1,885.5mn. A key part of the latter item relate to the Group’s treasury management which reallocated cash (of THB 4,763.0mn) to money market funds, offset by THB 2,042.4mn of fixed deposits that became due. Total non-current assets was THB 49,097.1mn, an increase of 20.3% or THB 8,288.6mn primarily attributable to (1) an increase in investments in associates of THB 7,258.9mn mainly from the 35.64% investment in U City of THB 7,428.8mn and (2) an increase in loans to related parties of THB 705.1mn or 92.9% and investment in joint ventures (up THB 243.6mn or 213.7%) largely from long-term loans to BTS Sansiri Joint Venture projects.

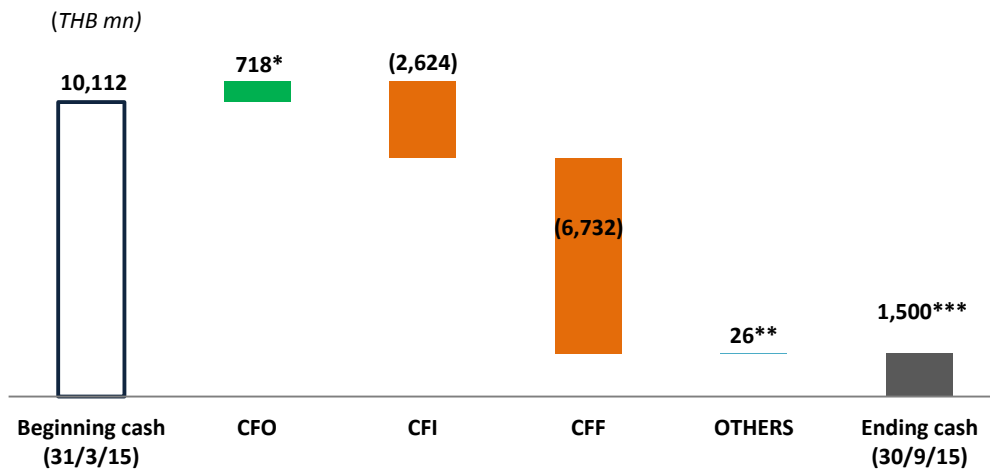
Total liabilities decreased from 31 March 2015 by 9.4% or THB 1,396.8mn to stand at THB 13,402.1mn largely due to (1) the fourth tranche repayment of BTSC debentures in August 2015, (2) the decrease in “liabilities directly associated with assets classified as held for sale” of THB 477.8mn mainly from the de-recognition of liabilities (related to U City transaction) of THB 515.8mn and (3) the reduction in trade and other payables of THB 441.6mn. However, the decrease was partially offset with (4) higher income tax payable of THB 697.3mn mainly from the tax on gain from the swap of investments (U City transaction). **Total equity** decreased by THB 1,996.3mn or 3.8% to THB 50,016.2mn mainly attributable to a reduction in surplus from the changes in the ownership interests in subsidiaries of THB 1,418.7mn. This was primarily the result of the Company increasing its shareholding in VGI from 69.6% to 74.3%. As of 30 September 2015, total issued and fully paid-up shares stood at 11,924.1mn shares.

CASH FLOW

For the six months ended 30 September 2015, **cash and cash equivalents** reached THB 1,499.6mn, a decrease of 85.2% or THB 8,612.3mn. Despite lower Media revenues, cash from operating activities was THB 1,371.4mn, increasing 45.2% or THB 426.7mn primarily from the decrease in trade and other receivables. After deducting cash paid for corporate income tax of THB 550.8mn (1H 14/15: THB 1.1bn) and cash paid for interest expenses of THB 102.6mn (1H 14/15: THB 201.5mn), **net cash from operating activities** was THB 718.1mn. **Net cash used in investing activities** was THB 2,624.4mn. The key components are (1) net cash paid for purchases of other long-term investments of THB 1,471.8mn, (2) the increase in current investment of THB 771.1mn largely from treasury management as well as (3) an increase in net loans to related parties of THB 737.5mn mainly from long-term loans to BTS Sansiri Joint Venture projects. **Net cash used in financing activities** was THB 6,731.8mn mainly from (1) the cash paid for the repayment of the fourth tranche of BTSC debenture of THB 1,468.9mn, (2) dividend payment of THB 3,546.6mn and (3) cash paid for purchases of investments in subsidiaries of THB 1,543.2mn (increase in shareholding in VGI).



Six-Months Cash Flow Snapshot



* After tax (THB 550.8mn) and interest expense (THB 102.6mn)

** Cash and cash equivalents of BTSA and KKP as well as Nuvo Line (presented as assets held for sale at beginning and ending of the year)

*** Excluding BTSC sinking fund and THB 17.2bn liquid investments

BTS GROUP IN THE COMMUNITY

The BTS Group is committed to improving the lives of people, through its vision of being a leading provider of mass transit services. The Group has also initiated many special Corporate Social Responsibility (CSR) projects in both Bangkok and other provinces of Thailand. Activities cover a broad spectrum of social concerns, with a focus on environmental impact. The Group continuously participates in community development in areas including religion, education, sport, public health and encourages staff involvement in all these efforts.

'PHILANTHROPIC INVESTMENT'

The Philanthropic Investment is Thaipat Institute's idea that one should put money in investments for CSR activities. On 22 Aug 2015, **BTS Group** and 5 other enterprises raised initial funds of THB 120mn to invest in listed securities that are on Thaipat Institute's ESG 100 list. The profits from Philanthropic Investment will be used in the company's efforts to help the society on education, public health, occupational development and environmental protection.

Dr. Anat Arbhahirama, executive director of BTS Group Holdings, says, "BTS Group is pleased to have been a founding member of the Philanthropic Investment Initiative. We always wish to promote sustainable investments in the Thai capital market. We have also recognised that ESG investments have been growing significantly across the world". BTS Group has agreed to provide funds for long-term investments under philanthropic investments and also hopes the profits from it will support various other CSR projects e.g. Happiness Station programme, Sky clinic projects, vegetarian food festival, educate youths about energy saving project and conservation of Thai elephants.

(More details about other CSR projects can be seen in BTS Group's website)



'THE NEXT STATION-HAPPINESS'

The Next Station-Happiness is the core CSR project organised monthly by BTS Group and originated from Khun Keeree Kanjanapas. This project is aimed at community development to deliver happiness and assistance to people. The Company has provided basic necessities and consumable products such as rice, canned fish, fish sauce, sugar, cooking oil, clothing, medicine, etc. to people in remote areas and underprivileged provinces all over the country. Furthermore, the Company provided free physical checkups and mobile health units which were supported by Vibhavadee Hospital.

'Next Station Happiness by BTS Group No. 2'

On 18 Jul 2015, Khun Keeree Kanjanapas, chairman of BTS Group, led members of the Board and management of BTS Group to hand over the completed school building supported by the BTS Group, worth THB 4mn, to the Thung Kabin Border Patrol Police School, Sra Kaew Province. On this occasion, the Group hosted lunch and supplied basic necessities and consumable products to students and the nearby community.

'Next Station Happiness by BTS Group No. 3'

On 23 Aug 2015, the BTS Group led by Khun Keeree Kanjanapas and the Board and management in cooperation with Vibhavadee Hospital, delivered smiles and happiness to students of Ban Pila School, Roi Et Province. The Group has provided support to build the concrete road entrance to the school as well as playground and educational aids which worth over THB 300,000. Moreover, the Company has provided free physical checkup and mobile health units supported by Vibhavadee Hospital.

'Next Station Happiness by BTS Group No. 4'

On 30 Sep 2015, Khun Keeree Kanjanapas and the Board and management, in cooperation with the Royal Dentist Unit under the Royal Patronage of HRH Princess Maha Chakri Sirindhorn, Mahidol University, organised 'the Next Station Happiness by BTS Group No. 4' at Ban Na Leung School, Leoi Province. The Group has given basic necessities and consumable products to students and people living in the community. In addition, dental fillings and tooth extraction services were provided at the event.



SUMMARY COVERAGE AND ANALYST RECOMMENDATIONS (UPDATED FROM AUG 2015 – 29 OCT 2015)

Company Name	Recc	Target Price	Report Date	Sales*	EBITDA*	Net Profit*	Analyst Name
				2015/16E (THB mn)			
Phillip Securities	Buy	11.40	29-Oct-15	6,457	3,790	2,145	Siam Tiyanont
Finansia Syrus	Hold	10.10	26-Oct-15	5,902	4,191	2,359	Jitra Amornthum
UBS	Neutral	10.65	20-Oct-15	5,616	1,923	2,412	Eric Lin
BofA Merrill Lynch	Buy	10.90	9-Oct-15	5,751	2,200	2,201	Kaseedit Choonawat
KTZMICO Securities	Outperform	11.00	1-Oct-15	5,152	2,072	1,945	Raenoo Bhandasukdi
DBS Vickers Securities	Buy	10.40	1-Sep-15	5,986	3,994	2,172	Sombat Agekavanpattana
SCB Securities	Buy	12.00	26-Aug-15	6,358	3,441	2,601	Sirima Dissara
Macquarie Securities	Neutral	8.70	20-Aug-15	5,138	2,931	1,699	David Gambrill
Asia Wealth Securities	Buy	11.30	18-Aug-15	5,838	4,564	2,212	Warut Siwasariyanon
IV Global	Buy	10.50	13-Aug-15	5,862	2,707	2,504	Rattana Leenutaphong
Asia Plus Securities	Buy	12.00	11-Aug-15	5,784	3,280	2,408	Anuwat Srikajornratkul
Bualuang Securities	Buy	11.10	11-Aug-15	6,230	2,298	2,556	Suppata Srisuk
JP Morgan	Neutral	9.90	11-Aug-15	6,152	3,486	2,681	Sumedh Samant
Trinity Securities	Buy	11.85	11-Aug-15	7,755	2,727	2,867	Duladeth Bik
RHB OSK Securities	Buy	11.10	10-Aug-15	5,984	2,534	2,674	Naruedom Mujjalinkool
Summary		Target Price		Sales*	EBITDA*	Net Profit*	
				2015/16E (THB mn)			
Average		10.86		5,998	3,076	2,362	<i>*Excludes non-recurring items</i>
Max		12.00		7,755	4,564	2,867	
Min		8.70		5,138	1,923	1,699	

Sources: Broker reports, Bloomberg, SETTrade

SHAREHOLDER CONTACT AND REFERENCE INFORMATION

Shareholder Services:

For any matters relating to your shareholding such as transfer of shares, change of name and address and loss of share certificates should be addressed in writing to the Registrar:

The Thailand Securities Depository Co., Ltd. (TSD)

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Bangkok 10110, Thailand
Website: <http://www.tsd.co.th>

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For enquiries from Institutional investors and securities analysts, please contact:
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Jompol, Jatujak, Bangkok 10900

Telephone: (02) 273 8611-5

Email: ir@btsgroup.co.th

Financial Calendar: The Quarter Ahead

Event	Date
2Q 2015/16 Earnings Released	9 Nov 2015
2Q 2015/16 Analyst Meeting	12 Nov 2015 (2pm-4pm)
End of 3Q 2015/16	31 Dec 2015
3Q 2015/16 Earnings Released	11 Feb 2016
3Q 2015/16 Analyst Meeting	16 Feb 2016 (2pm-4pm)

Notes:

ⁱ Data as of 9 Nov 2015 Sources: Company and Bloombergⁱⁱ Based on exchange rate of 1 USD = THB 35.87 as of 9 Nov 2015ⁱⁱⁱ Assumes no cost of concession payable by VGI to BTSC^{iv} Source: Bloomberg, data as of 9 Nov 2015^v Source: BTS Group Holdings PCL as of 12 Jun 2015^{vi} New par value (THB 4.0 per share) and numbers of new outstanding shares are effective since 7 Aug 2012^{vii} Source: BTS Group Holdings PCL as of 9 Nov 2015^{viii} Source: Bloomberg, data as of 9 Nov 2015

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