



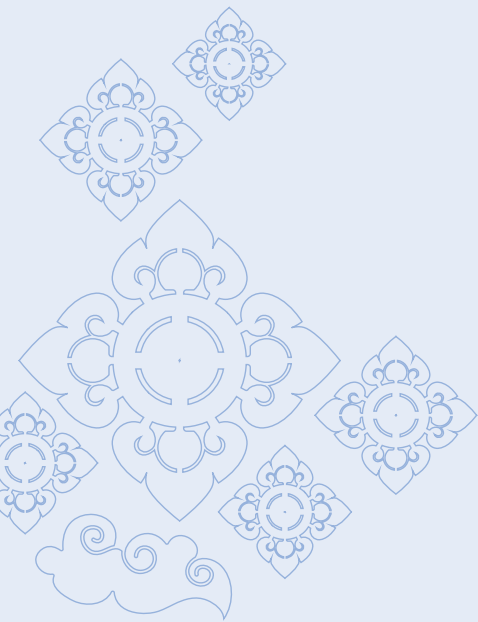
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Annual Report 2019



# Bangkok Expressway and Metro Public Company Limited Financial Statements 2019

BEM Connects Every Journey  
To Extend the Route of Happiness





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## Message from the Chairman of the Board of Directors

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Bangkok Expressway and Metro Public Company Limited or BEM continues to develop the provision of its fully-integrated transportation system services, both of expressway and rail businesses. In 2019, BEM has created the Happy Blue Line for Bangkok people, both of the Phra Nakhon and Thonburi sides, by officially opening the M.R.T. Chaloem Ratchamongkhon Line, Hua Lamphong Station - Lak Song Station, for service on September 29, 2019. Such route would provide commuters with more seamless and convenient journeys. Furthermore, BEM has expedited the works in preparation for the official opening of the Tao Poon Station - Tha Phra Station, which has been opened for trial run for free since late 2019, with the official opening expected to take place in March 2020.

The Company's business operations have been based on the corporate governance and corporate social responsibility, with the commitment to achieving the intention to alleviate traffic problems in order to deliver the good and efficient services with convenience, rapidity and safety to the expressway users and the MRT passengers. As a result, BEM has received the Thailand Sustainability Investment 2019 award for the third consecutive year in its capacity as a listed company taking into account the environment, society and corporate governance in its business operations. Moreover, BEM has also received the Drive Award 2019 for Environment and Sustainability in Services Business, as one of the organizations which played an active role in driving Thailand's economy and business in various aspects, including the Thailand Energy Awards 2019 in the category of energy conservation in transportation from the Department of Alternative Energy Development and Efficiency. These achievement awards present the dedication and determination of all BEM's executives and staff whose concerted efforts have helped develop the organization to be a driving force for Thailand's sustainability in all aspects.

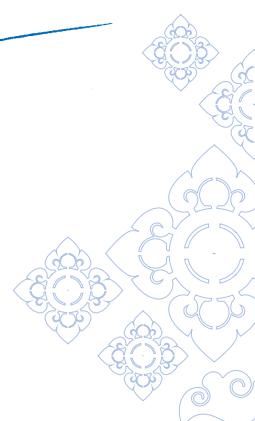
The operating results for 2019 of BEM and its subsidiaries have reflected the Company's firm foundation as evidenced by the net profit of Baht 5,435 Million. The Board of Directors of the Company has resolved to propose the Shareholders' Meeting to approve the dividend payment for the second half of 2019 at the rate of Baht 0.09 per share. During the year, the Board of Directors of the Company has also resolved to approve the interim dividend payment for the first half to the shareholders at the rate of Baht 0.06 per share, and as such, the total dividends paid in 2019 represent the rate of Baht 0.15 per share.

Finally, on behalf of the Board of Directors of BEM, I would like to extend my sincere thanks once again to all stakeholders, including shareholders, customers, counterparts, staff, public and private agencies, and etc., who have played their key roles in support of BEM to achieve such a secure and sustainable growth. In 2020, BEM will remain committed to our missions in the business operations with corporate social responsibility while balancing economic, social and environmental factors, as well as adhering to the corporate governance to secure our growth and steady returns in the long run to all stakeholders. Most importantly, BEM will continue to develop and create innovations to improve the quality of life in terms of commuting and bring happy smiles to all expressway users and MRT passengers.



**(Dr. Virabongsa Ramangkura)**

Chairman of the Board of Directors



# Financial Summary

## Bangkok Expressway and Metro Public Company Limited and its Subsidiaries

### Financial Highlights

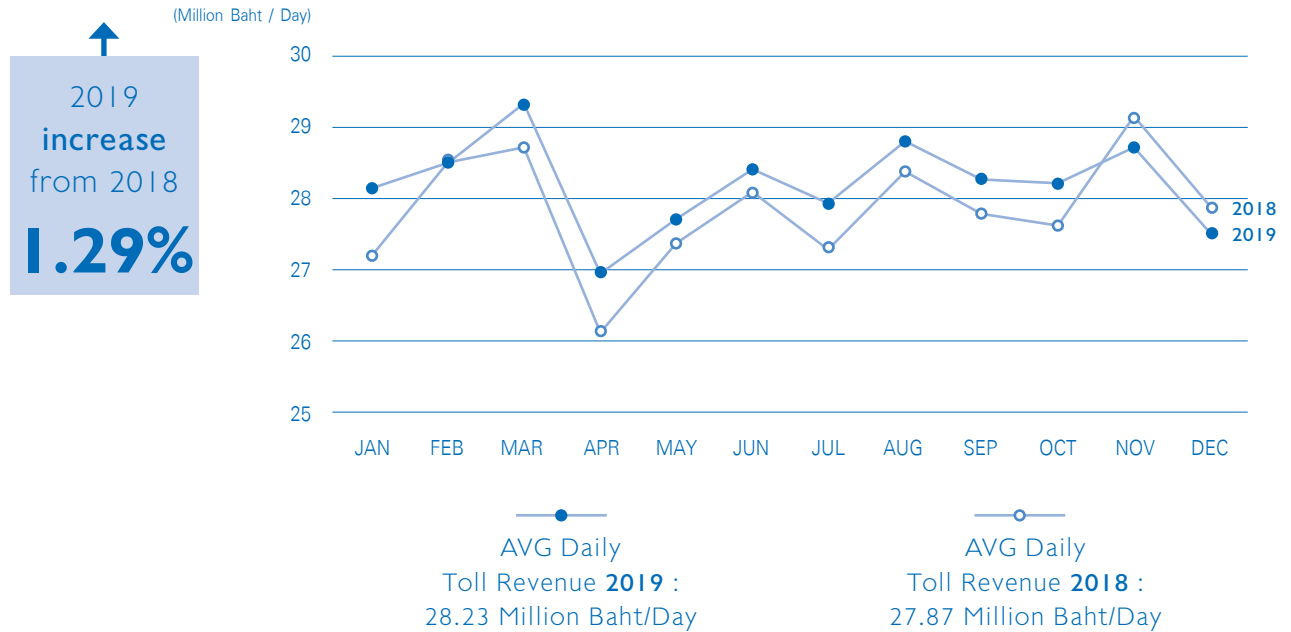
Unit : Million Baht

| <b>Financial Position</b> (As at December 31)             | <b>2019</b> | <b>2018</b> |
|---|-------------|-------------|
| Total assets  | 111,697     | 103,831     |
| Total liabilities   | 72,874      | 68,219      |
| Shareholders' equity                                      | 38,823      | 35,612      |
| <b>Operating Results</b> (For the year ended December 31) | <b>2019</b> | <b>2018</b> |
| Revenue from expressway business                          | 10,302      | 10,174      |
| Revenue from rail business                                | 5,022       | 4,736       |
| Revenue from commercial development business              | 783         | 705         |
| Net profit attributable to the Company                    | 5,435       | 5,317       |
| <b>Financial Ratios *</b>                                 | <b>2019</b> | <b>2018</b> |
| Net profit margin (%)                                     | 18.66       | 20.35       |
| Return on equity (%)                                      | 8.38        | 9.90        |
| Return on total assets (%)                                | 3.24        | 3.76        |
| Debt to equity ratio (times)                              | 1.62        | 1.59        |
| Interest bearing debt to equity ratio (times)             | 1.37        | 1.34        |
| Book value per share (Baht)                               | 2.54        | 2.32        |

Remark: \* Excluding loan-related transactions under the Concession Agreement for the M.R.T. Chalong Ratchadham Line Project and gain on reclassification of investment.

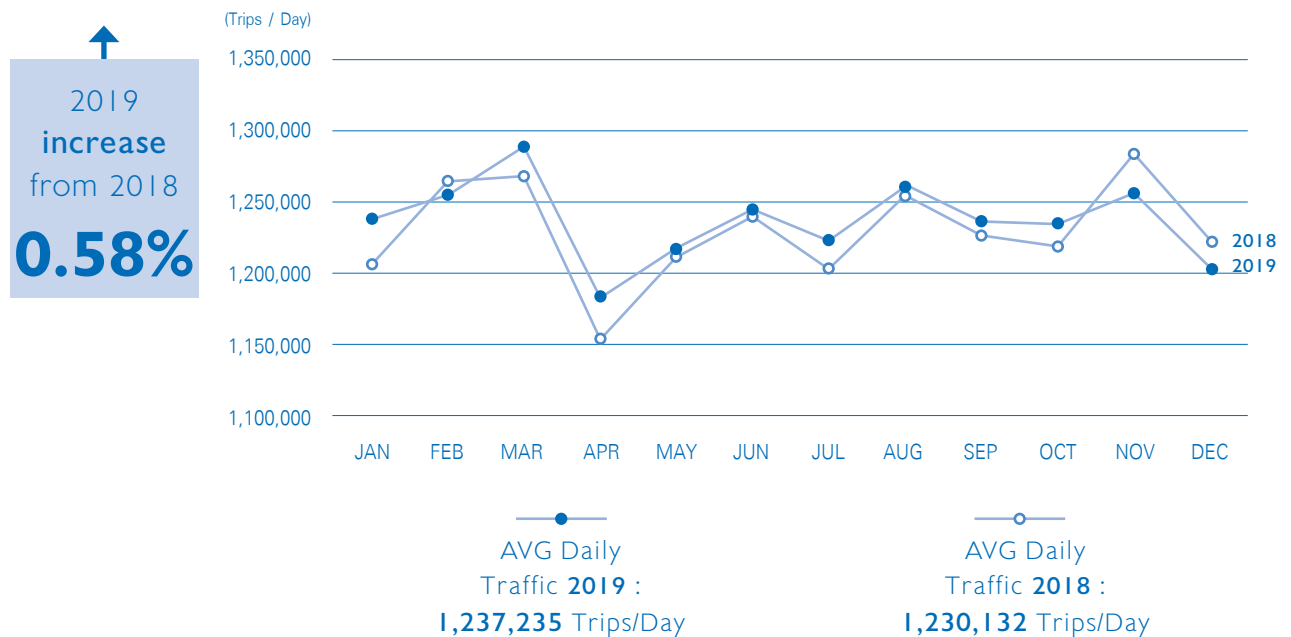
## Average Daily Toll Revenue :

Chalerm Mahanakorn, Si Rat, Udon Rattaya Expressway and Si Rat - Outer Ring Road Expressway



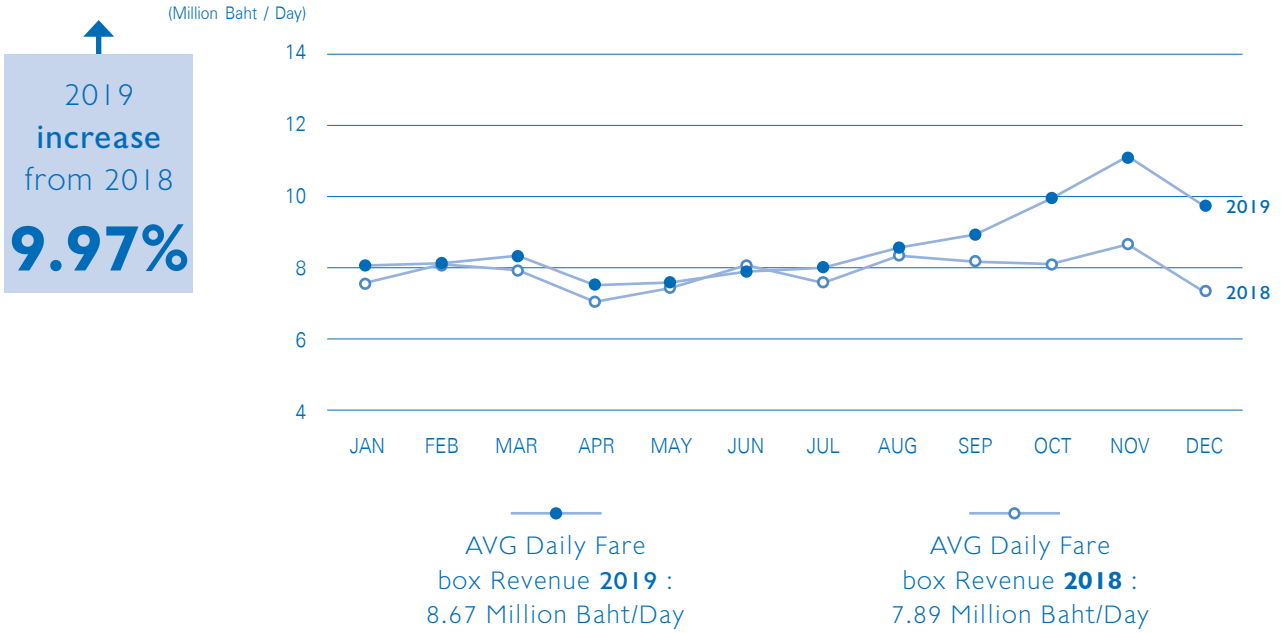
## Average Daily Traffic :

Chalerm Mahanakorn, Si Rat, Udon Rattaya Expressway and Si Rat - Outer Ring Road Expressway



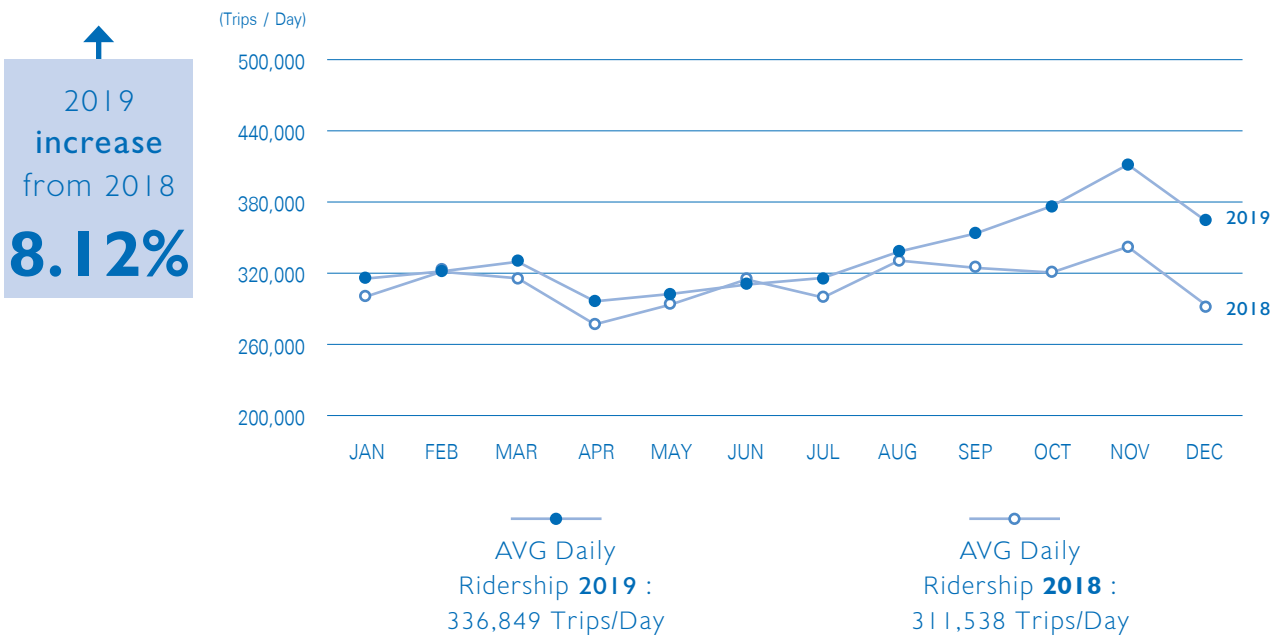
### Average Daily Fare Box Revenue :

the MRT ChaloeM Ratchamongkhon Line



### Average Daily Ridership :

the MRT ChaloeM Ratchamongkhon Line



# Independent Auditor's Report

To the Shareholders of Bangkok Expressway and Metro Public Company Limited

## Opinion

I have audited the accompanying consolidated financial statements of Bangkok Expressway and Metro Public Company Limited and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2019, and the related consolidated statements of income, comprehensive income, changes in shareholders' equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies, and have also audited the separate financial statements of Bangkok Expressway and Metro Public Company Limited for the same period.

In my opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Bangkok Expressway and Metro Public Company Limited and its subsidiaries and of Bangkok Expressway and Metro Public Company Limited as at 31 December 2019, their financial performance and cash flows for the year then ended in accordance with Thai Financial Reporting Standards.

## Basis for Opinion

I conducted my audit in accordance with Thai Standards on Auditing. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Group in accordance with the Code of Ethics for Professional Accountants as issued by the Federation of Accounting Professions as relevant to my audit of the financial statements, and I have fulfilled my other ethical responsibilities in accordance with the Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

## Emphasis of matter

I draw attention to Note 42.1.11 to the financial statements regarding the dispute over a competing road with Udon Rattaya Expressway, which was ruled on by the Supreme Administrative Court in September 2018, in favour of the subsidiary. The dispute is only one of a number of disputes relating to the Expressway Concession Agreements of the Group and some of these disputes are still being considered by a panel, arbitral tribunals, and administrative courts, as described in Note 42 to the financial statements. The Group has negotiated with the relevant government agencies to reach a comprehensive resolution of these disputes, and on 18 February 2020, the Cabinet passed a resolution to amend the concession agreements in order to settle all of disputes between the Group and Expressway Authority of Thailand (EXAT). The Group and EXAT have agreed to settle all disputes and to cancel enforcement in accordance with the judgment of the Supreme Administrative Court described in Note 42.4 to the financial statements. On 20 February 2020, the Group and EXAT signed the Second Stage Expressway agreement (Amendment) and the Bang Pa-In - Pak Kret Expressway Project agreement (Amendment). At present, the Group and EXAT are in the process of settling all disputes and the subsidiary is in the process of cancelling enforcement in accordance with the judgment of The Supreme Administrative Court, in line with the above resolution. As a result of the cancellation of enforcement, the management has determined that the Group will not record any revenue in relation to the judgment.

My opinion is not modified in respect of this matter.

## Key Audit Matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the financial statements of the current period. These matters were addressed in the context of my audit of the financial statements as a whole, and informing my opinion thereon, and I do not provide a separate opinion on these matters.

I have fulfilled the responsibilities described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report, including in relation to these matters. Accordingly, my audit included the performance of procedures designed to respond to my assessment of the risks of material misstatement of the financial statements. The results of my audit procedures, including the procedures performed to address the matters below, provide the basis for my audit opinion on the accompanying financial statements as a whole.

Key audit matters and how audit procedures respond to each matter are described below.

#### *Capitalisation of project costs under construction*

As discussed in Notes 1 B.1 to the financial statements, as a result of the concession agreement made with the Mass Rapid Transit Authority of Thailand, the Company has significant project which are operating under concession agreement. As at 31 December 2019, project costs under construction, in the statement of financial position, amounted to Baht 12,748 million. The project costs under construction recorded as “intangible assets under concession agreement of the MRT Blue Line Project”, as disclosed in Note 19 to the financial statements. I considered the capitalisation of project costs as assets to be a significant transaction. In addition, management needed to exercise substantial judgement in determining whether the costs were direct costs and could be recognised as costs of acquiring intangible assets, and in deciding to cease capitalisation of borrowing costs when they did not meet the conditions stipulated under financial reporting standards.

I assessed the method used for recognition of project costs under construction by inquiring with management to gain an understanding of the basis applied and judgement exercised by management in capitalising expenses as project costs under construction, including the capitalisation of borrowing costs, and disclosures in the notes to the financial statements. I reviewed the minutes of meetings, contracts and documents related to the project costs under construction. I also selected and checked representative samples of supporting documents for expenses recognised as project costs under construction incurred during the year to determine whether the recognition met the criteria under financial reporting standards. In addition, I tested the calculation and the recording of the borrowing costs capitalised as project costs under construction and reviewed the disclosures in the notes to the financial statements.

#### *Disputes*

As discussed in Note 42.2.2 to the financial statements, a subsidiary was involved in a dispute, in which the Expressway Authority of Thailand demanded the subsidiary start the Phase II construction of the Udon Rattaya Expressway, and pay compensation totaling Baht 1,587.7 million. As the dispute is in the consideration process of the Arbitral Tribunal, the management needs to exercise significant judgement in considering related laws and regulations to assess the outcome. Moreover, this dispute was included in the settlement and negotiation process for disputes related to the Second Stage Expressway (the Si Rat Expressway and Sector D) and the Bang Pa-in - Pak Kret Expressway (Udon Rattaya Expressway) with relevant government agency, as described in Note 42.1.11 to the financial statements. However, the actual outcome of the disputes may differ from the assessment made by the management.

I inquired with the Group’s management and legal department regarding the monitoring of disputes. I also inquired into the details and progress of disputes and the methods applied by management to assess the outcomes of the disputes, assessed the judgment exercised by management in assessing the outcomes of the disputes by reading relevant conditions and provisions of agreements, together with the claims and objections submitted by the subsidiary and counterparties to the Arbitral Tribunal for the purpose of providing background into the disputes, as well as the dispute settlements. In addition, I made inquiry of and had discussion with the external legal consultant of the Group regarding the details, case status, objections to the disputes, the probability of outcomes and the results of the dispute negotiation and settlements and the progress of settlements of disputes. Moreover, I sent confirmation letters to the external legal consultant retained by the Group to obtain details of cases and their status. I also assessed the expertise, ability, independence and integrity of the external legal consultant in accordance with relevant auditing standards and determined whether the laws and conditions referred to by the external legal consulting related to the subsidiary’s disputes and the possibility of the dispute negotiation and settlements. In addition, I reviewed the disclosures relating to the disputes in the notes to the financial statements.

## **Other Information**

Management is responsible for the other information. The other information comprise the information included in annual report of the Group, but does not include the financial statements and my auditor’s report thereon. The annual report of the Group is expected to be made available to me after the date of this auditor’s report.

My opinion on the financial statements does not cover the other information and I do not express any form of assurance conclusion thereon.

In connection with my audit of the financial statements, my responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or my knowledge obtained in the audit or otherwise appears to be materially misstated.

When I read the annual report of the Group, if I conclude that there is a material misstatement therein, I am required to communicate the matter to those charged with governance for correction of the misstatement.

## **Responsibilities of Management and Those Charged with Governance for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Thai Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

## **Auditor's Responsibilities for the Audit of the Financial Statements**

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Thai Standards on Auditing, I exercise professional judgement and maintain professional skepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide those charged with governance with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, I determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

I am responsible for the audit resulting in this independent auditor's report.



**Isaraporn Wisutthiy**

Certified Public Accountant (Thailand) No. 7480

EY Office Limited

Bangkok: 26 February 2020



## Statement of financial position

Bangkok Expressway and Metro Public Company Limited and its subsidiaries

As at 31 December 2019

(Unit: Baht)

|  | Consolidated financial statements |                        | Separate financial statements |                       |
|--|-----------------------------------|------------------------|-------------------------------|-----------------------|
|  | 2019                              | 2018                   | 2019                          | 2018                  |
| <b>Assets</b>  |                                   |                        |                               |                       |
| <b>Current assets</b>  |                                   |                        |                               |                       |
| Cash and cash equivalents  | 703,750,307                       | 526,200,490            | 608,705,825                   | 423,687,097           |
| Current investments  | 1,157,746,702                     | 1,282,474,987          | 1,136,558,315                 | 1,268,648,199         |
| Bank deposit for unearned fare box revenue   | 205,697,086                       | 150,016,110            | 205,697,086                   | 150,016,110           |
| Trade and other receivables  | 481,786,671                       | 514,055,818            | 474,295,921                   | 525,351,600           |
| Current portion of long-term loans to related party  | -                                 | -                      | 18,000,000                    | 18,000,000            |
| Current portion of receivable under the concession agreement                               | 1,649,683,274                     | 1,649,683,274          | 1,649,683,274                 | 1,649,683,274         |
| <b>Other current assets</b>  |                                   |                        |                               |                       |
| Prepaid expenses   | 83,599,640                        | 78,021,423             | 78,383,203                    | 73,597,627            |
| Withholding tax deducted at source   | 128,148,743                       | -                      | 128,148,743                   | -                     |
| Others   | 37,165,898                        | 16,137,066             | 34,988,933                    | 9,264,955             |
| <b>Total current assets</b>  | <b>4,447,578,321</b>              | <b>4,216,589,168</b>   | <b>4,334,461,300</b>          | <b>4,118,248,862</b>  |
| <b>Non-current assets</b>  |                                   |                        |                               |                       |
| Long-term loans to and interest receivable<br>from related parties, net of current portion | -                                 | -                      | 19,000,000                    | 2,985,996,436         |
| Receivable under the concession agreement, net of current portion                          | 9,210,731,614                     | 10,860,414,888         | 9,210,731,614                 | 10,860,414,888        |
| Investments in subsidiaries  | -                                 | -                      | 633,109,867                   | 363,869,867           |
| Investments in associate   | -                                 | 6,368,744,918          | -                             | 4,242,261,948         |
| Other long-term investments  | 17,096,827,328                    | 6,688,646,612          | 17,096,827,328                | 6,688,646,612         |
| Investment properties  | 120,357,493                       | 120,357,493            | 120,357,493                   | 120,357,493           |
| Building and equipment   | 311,376,837                       | 323,936,668            | 269,338,043                   | 282,540,765           |
| Rights to operate expressway sectors   | 32,253,366,737                    | 35,146,019,997         | 27,248,648,130                | 29,542,188,708        |
| Rights to use sites for expressway construction  | 61,467,080                        | 390,198,219            | 61,467,080                    | 390,198,219           |
| Intangible asset under concession agreement of<br>the MRT Blue Line Project                | 42,338,899,443                    | 35,427,555,680         | 41,998,706,257                | 35,089,506,008        |
| Project cost of the MRT Chalong Ratchadham Line  | 644,950,810                       | 654,691,451            | 644,950,810                   | 654,691,451           |
| Prepaid project remuneration   | 5,086,367,785                     | 3,495,195,243          | 5,086,367,785                 | 3,495,195,243         |
| Other intangible assets  | 74,027,004                        | 84,777,999             | 69,273,014                    | 80,300,753            |
| Deferred tax assets  | 6,951,994                         | 6,312,191              | -                             | -                     |
| Other non-current assets   | 43,867,537                        | 47,468,811             | 12,629,280                    | 18,021,920            |
| <b>Total non-current assets</b>  | <b>107,249,191,662</b>            | <b>99,614,320,170</b>  | <b>102,471,406,701</b>        | <b>94,814,190,311</b> |
| <b>Total assets</b>  | <b>111,696,769,983</b>            | <b>103,830,909,338</b> | <b>106,805,868,001</b>        | <b>98,932,439,173</b> |

## Statement of financial position (continued)

Bangkok Expressway and Metro Public Company Limited and its subsidiaries

As at 31 December 2019

(Unit: Baht)

|   | Consolidated financial statements |                       | Separate financial statements |                       |
|---|-----------------------------------|-----------------------|-------------------------------|-----------------------|
|   | 2019                              | 2018                  | 2019                          | 2018                  |
| <b>Liabilities and shareholders' equity</b>                         |                                   |                       |                               |                       |
| <b>Current liabilities</b>  |                                   |                       |                               |                       |
| Short-term loans from financial institutions                        | 3,250,000,000                     | 2,814,594,224         | 3,250,000,000                 | 2,814,594,224         |
| Trade and other payables  | 1,938,481,838                     | 1,683,472,969         | 1,906,801,351                 | 1,658,799,942         |
| Current portion of long-term loans from financial institutions      | 3,166,120,069                     | 3,041,760,069         | 2,541,760,069                 | 3,041,760,069         |
| Current portion of debentures                                       | 2,500,000,000                     | 5,000,000,000         | 2,500,000,000                 | 5,000,000,000         |
| Unearned fare box revenue   | 212,234,424                       | 163,117,129           | 212,234,424                   | 163,117,129           |
| Deposits on stored value ticket                                     | 79,946,797                        | 65,265,286            | 79,946,797                    | 65,265,286            |
| Income tax payable  | 25,467,515                        | 69,746,084            | -                             | 48,142,059            |
| Provision for compensation for site acquisition cost                | -                                 | 1,546,891,698         | -                             | 1,546,891,698         |
| Other current liabilities   |                                   |                       |                               |                       |
| Retention guarantees  | 56,227,880                        | 27,735,192            | 51,920,211                    | 24,474,876            |
| Value added tax payable   | 61,238,396                        | 76,044,732            | 50,202,207                    | 64,873,941            |
| Withholding tax deducted at source payable                          | 99,118,066                        | 90,510,248            | 95,264,199                    | 87,258,577            |
| Others  | 40,071,839                        | 27,701,626            | 36,162,694                    | 25,929,750            |
| <b>Total current liabilities</b>                                    | <b>11,428,906,824</b>             | <b>14,606,839,257</b> | <b>10,724,291,952</b>         | <b>14,541,107,551</b> |
| <b>Non-current liabilities</b>                                      |                                   |                       |                               |                       |
| Long-term loans from financial institutions, net of current portion | 21,745,560,898                    | 18,373,779,608        | 18,739,920,898                | 16,773,779,608        |
| Debentures, net of current portion                                  | 35,670,826,818                    | 33,169,822,210        | 35,670,826,818                | 33,169,822,210        |
| Derivative financial liabilities                                    | 112,685,174                       | 21,808,675            | 112,685,174                   | 21,808,675            |
| Unearned revenue from advertising management rights                 | -                                 | -                     | 10,617,042                    | 11,865,402            |
| Provision for long-term employee benefits                           | 886,390,430                       | 686,898,092           | 862,915,385                   | 664,553,903           |
| Deferred tax liabilities  | 3,025,459,610                     | 1,353,842,048         | 3,026,721,050                 | 1,353,842,048         |
| Other non-current liabilities                                       | 3,758,883                         | 5,892,925             | 247,708                       | 999,709               |
| <b>Total non-current liabilities</b>                                | <b>61,444,681,813</b>             | <b>53,612,043,558</b> | <b>58,423,934,075</b>         | <b>51,996,671,555</b> |
| <b>Total liabilities</b>  | <b>72,873,588,637</b>             | <b>68,218,882,815</b> | <b>69,148,226,027</b>         | <b>66,537,779,106</b> |

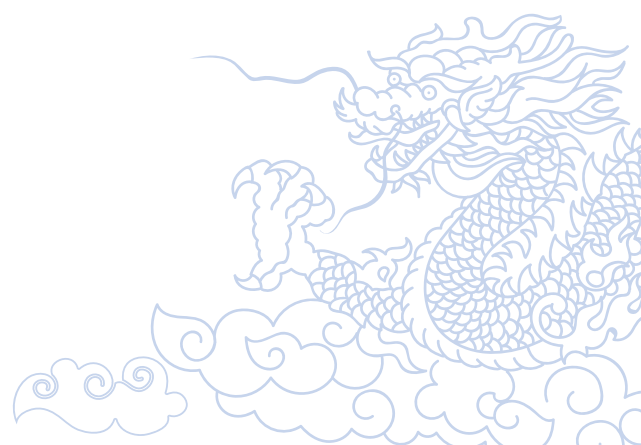
## Statement of financial position (continued)

Bangkok Expressway and Metro Public Company Limited and its subsidiaries

As at 31 December 2019

(Unit: Baht)

|   | Consolidated financial statements |                        | Separate financial statements |                       |
|---|-----------------------------------|------------------------|-------------------------------|-----------------------|
|   | 2019                              | 2018                   | 2019                          | 2018                  |
| <b>Shareholders' equity</b>                                 |                                   |                        |                               |                       |
| Share capital   |                                   |                        |                               |                       |
| Registered  |                                   |                        |                               |                       |
| 15,285,000,000 ordinary shares of Baht 1 each               | 15,285,000,000                    | 15,285,000,000         | 15,285,000,000                | 15,285,000,000        |
| Issued and paid-up  |                                   |                        |                               |                       |
| 15,285,000,000 ordinary shares of Baht 1 each               | 15,285,000,000                    | 15,285,000,000         | 15,285,000,000                | 15,285,000,000        |
| Premium on ordinary shares                                  | 5,816,938,084                     | 5,816,938,084          | 5,816,938,084                 | 5,816,938,084         |
| Capital deficit from change in shareholding in subsidiaries | (256,942,521)                     | (75,770,451)           | -                             | -                     |
| Retained earnings   |                                   |                        |                               |                       |
| Appropriated - statutory reserve                            | 1,379,090,000                     | 1,232,890,000          | 1,379,090,000                 | 1,232,890,000         |
| Unappropriated  | 15,052,068,973                    | 12,133,780,735         | 7,501,046,895                 | 7,095,892,083         |
| Other components of shareholders' equity                    | 1,504,565,153                     | 1,105,927,958          | 7,675,566,995                 | 2,963,939,900         |
| Equity attributable to shareholders of the Company          | 38,780,719,689                    | 35,498,766,326         | 37,657,641,974                | 32,394,660,067        |
| Non-controlling interests of the subsidiaries               | 42,461,657                        | 113,260,197            | -                             | -                     |
| <b>Total shareholders' equity</b>                           | <b>38,823,181,346</b>             | <b>35,612,026,523</b>  | <b>37,657,641,974</b>         | <b>32,394,660,067</b> |
| <b>Total liabilities and shareholders' equity</b>           | <b>111,696,769,983</b>            | <b>103,830,909,338</b> | <b>106,805,868,001</b>        | <b>98,932,439,173</b> |



## Income statement

Bangkok Expressway and Metro Public Company Limited and its subsidiaries  
For the year ended 31 December 2019

(Unit: Baht)

|   | Consolidated financial statements |                       | Separate financial statements |                       |
|---|-----------------------------------|-----------------------|-------------------------------|-----------------------|
|   | 2019                              | 2018                  | 2019                          | 2018                  |
| <b>Revenues</b>   |                                   |                       |                               |                       |
| Revenue from expressway business  | 10,302,412,750                    | 10,173,901,910        | 8,852,072,694                 | 8,717,817,634         |
| Revenue from rail business  | 5,022,100,349                     | 4,736,002,363         | 5,022,100,349                 | 4,736,002,363         |
| Revenue from commercial development business  | 782,564,040                       | 704,536,036           | 719,567,838                   | 480,468,311           |
| Other income  |                                   |                       |                               |                       |
| Gains on sale of investments  | 181,078,813                       | 499,393,573           | 269,243,228                   | 561,521,690           |
| Gain on reclassification of investment  | 3,408,628,533                     | 2,496,266,396         | -                             | -                     |
| Interest income   | 392,633,384                       | 450,618,868           | 438,519,210                   | 556,402,806           |
| Dividend income   | 257,868,552                       | -                     | 488,801,682                   | 493,938,904           |
| Others  | 56,312,532                        | 26,601,445            | 238,547,217                   | 171,687,166           |
| <b>Total revenues</b>   | <b>20,403,598,953</b>             | <b>19,087,320,591</b> | <b>16,028,852,218</b>         | <b>15,717,838,874</b> |
| <b>Expenses</b>   |                                   |                       |                               |                       |
| Cost of expressway business   | 1,991,458,088                     | 1,837,541,483         | 1,756,712,478                 | 1,611,214,005         |
| Cost of rail business   | 3,796,981,929                     | 3,541,571,456         | 3,796,981,929                 | 3,541,571,456         |
| Cost of commercial development business   | 210,292,457                       | 169,940,207           | 445,115,520                   | 156,742,337           |
| Amortisation on rights to operate completed expressway sectors<br>and compensation for site acquisition cost  | 4,048,131,964                     | 4,036,823,398         | 3,444,574,582                 | 3,436,362,588         |
| Amortisation on intangible asset under concession agreement<br>of the MRT Blue Line Project                   | 263,394,239                       | 188,047,080           | 219,560,536                   | 150,553,499           |
| Selling expenses  | 139,622,388                       | 111,421,323           | 87,025,129                    | 63,909,367            |
| Administrative expenses   | 1,196,759,191                     | 1,252,317,805         | 1,113,362,485                 | 1,179,367,366         |
| <b>Total expenses</b>   | <b>11,646,640,256</b>             | <b>11,137,662,752</b> | <b>10,863,332,659</b>         | <b>10,139,720,618</b> |
| <b>Profit before share of profit from investments in associates,<br/>finance cost and income tax expenses</b> | <b>8,756,958,697</b>              | <b>7,949,657,839</b>  | <b>5,165,519,559</b>          | <b>5,578,118,256</b>  |
| Share of profit from investments in associates  | 172,910,981                       | 432,797,238           | -                             | -                     |
| <b>Profit before finance cost and income tax expenses</b>   | <b>8,929,869,678</b>              | <b>8,382,455,077</b>  | <b>5,165,519,559</b>          | <b>5,578,118,256</b>  |
| Finance cost  | (1,723,062,346)                   | (1,857,460,775)       | (1,643,442,393)               | (1,825,656,785)       |
| <b>Profit before income tax expenses</b>  | <b>7,206,807,332</b>              | <b>6,524,994,302</b>  | <b>3,522,077,166</b>          | <b>3,752,461,471</b>  |
| Income tax expenses   | (1,754,942,103)                   | (1,189,146,759)       | (598,451,284)                 | (645,031,218)         |
| <b>Profit for the year</b>  | <b>5,451,865,229</b>              | <b>5,335,847,543</b>  | <b>2,923,625,882</b>          | <b>3,107,430,253</b>  |
| <b>Profit attributable to:</b>  |                                   |                       |                               |                       |
| Equity holders of the Company   | 5,434,819,325                     | 5,317,038,037         | 2,923,625,882                 | 3,107,430,253         |
| Non-controlling interests of the subsidiaries   | 17,045,904                        | 18,809,506            | -                             | -                     |
|   | <b>5,451,865,229</b>              | <b>5,335,847,543</b>  |                               |                       |
| <b>Basic earnings per share</b>   |                                   |                       |                               |                       |
| Profit attributable to equity holders of the Company  | 0.36                              | 0.35                  | 0.19                          | 0.20                  |

## Statement of comprehensive income

Bangkok Expressway and Metro Public Company Limited and its subsidiaries

For the year ended 31 December 2019

(Unit: Baht)

|   | Consolidated financial statements |               | Separate financial statements |               |
|---|-----------------------------------|---------------|-------------------------------|---------------|
|   | 2019                              | 2018          | 2019                          | 2018          |
| <b>Profit for the year</b>  | 5,451,865,229                     | 5,335,847,543 | 2,923,625,882                 | 3,107,430,253 |
| <b>Other comprehensive income</b>   |                                   |               |                               |               |
| <i>Other comprehensive income to be reclassified</i><br>to profit or loss in subsequent periods:                |                                   |               |                               |               |
| Unrealised gain (loss) from cash flow hedges, net of income tax   | (72,701,199)                      | 24,916,559    | (72,701,199)                  | 24,916,559    |
| Unrealised gain on valuation of available-for-sale securities,<br>net of income tax                             | 482,287,536                       | 1,112,425,756 | 4,784,328,294                 | 2,981,386,840 |
| Share of other comprehensive income of associate recognised<br>due to reclassification of investment            | (9,019,502)                       | (37,094,724)  | -                             | -             |
| Share of other comprehensive income from associates   | (1,929,640)                       | (33,256,127)  | -                             | -             |
| Other comprehensive income to be reclassified<br>to profit or loss in subsequent periods, net of income tax     | 398,637,195                       | 1,133,503,718 | 4,711,627,095                 | 3,006,303,399 |
| <i>Other comprehensive income not to be reclassified</i><br>to profit or loss in subsequent periods:            |                                   |               |                               |               |
| Actuarial gain (loss), net of income tax  | (77,357,601)                      | 10,711,355    | (79,521,070)                  | 10,711,355    |
| Other comprehensive income not to be reclassified<br>to profit or loss in subsequent periods, net of income tax | (77,357,601)                      | 10,711,355    | (79,521,070)                  | 10,711,355    |
| <b>Other comprehensive income for the year</b>  | 321,279,594                       | 1,144,215,073 | 4,632,106,025                 | 3,017,014,754 |
| <b>Total comprehensive income for the year</b>  | 5,773,144,823                     | 6,480,062,616 | 7,555,731,907                 | 6,124,445,007 |
| <b>Total comprehensive income attributable to:</b>  |                                   |               |                               |               |
| Equity holders of the Company   | 5,755,875,433                     | 6,461,253,110 | 7,555,731,907                 | 6,124,445,007 |
| Non-controlling interests of the subsidiaries   | 17,269,390                        | 18,809,506    |                               |               |
|   | 5,773,144,823                     | 6,480,062,616 |                               |               |

## Statement of changes in shareholders' equity

Bangkok Expressway and Metro Public Company Limited and its subsidiaries

For the year ended 31 December 2019

(Unit: Baht)

|   | Consolidated financial statements                      |                            |   |                                  |                 |   |  |   |   |  |  |  |  |                            |
|---|--|----------------------------|---|----------------------------------|-----------------|---|--|---|---|--|--|--|--|----------------------------|
|   | Equity attributable to the shareholders of the Company |                            |   |                                  |                 |   | Other components of shareholders' equity     |   |   |  |  |  | Equity attributable to non-controlling interests of the subsidiaries | Total shareholders' equity |
|   | Issued and paid-up share capital                       | Premium on ordinary shares | Capital deficit from change in shareholding in subsidiaries | Retained earnings                |                 |   | Unrealised gain (loss) from cash flow hedges | Unrealised gain on valuation of available-for-sale securities | Share of other comprehensive income from associates | Total other components of shareholders' equity | Total equity attributable to shareholders of the Company | Equity attributable to non-controlling interests of the subsidiaries |  |                            |
|   |  |                            |   | Appropriated - statutory reserve | Unappropriated  | Unrealised gain on valuation of available-for-sale securities |  |   |   |  |  |  |  |                            |
| Unrealised gain from cash flow hedges   |  |                            |   |                                  |                 |   |  |   |   |  |  |  |  |                            |
| <b>Balance as at 1 January 2018</b>     | 15,285,000,000   | 5,816,938,084              | (32,148,702)  | 1,077,490,000                    | 8,948,481,343   | (42,363,499)  | -  | 14,787,739  | (27,575,760)  | 31,068,184,965                                 | 111,113,208  | 31,179,298,173   |  |                            |
| Profit for the year                     | -  | -                          | -   | -                                | 5,317,038,037   | -   | -  | -   | -   | 5,317,038,037                                  | 18,809,506   | 5,335,847,543  |  |                            |
| Other comprehensive income for the year | -  | -                          | -   | -                                | 10,711,355      | 24,916,559  | 1,112,425,756                                | (3,838,597)   | 1,133,503,718                                       | 1,144,215,073                                  | -  | 1,144,215,073  |  |                            |
| Total comprehensive income for the year | -  | -                          | -   | -                                | 5,327,749,392   | 24,916,559  | 1,112,425,756                                | (3,838,597)   | 1,133,503,718                                       | 6,461,253,110                                  | 18,809,506   | 6,480,062,616  |  |                            |
| Investment in subsidiary                | -  | -                          | (43,621,749)  | -                                | -               | -   | -  | -   | -   | (43,621,749)                                   | (16,662,517)   | (60,284,266)   |  |                            |
| Transferred to statutory reserve        | -  | -                          | -   | 155,400,000                      | (155,400,000)   | -   | -  | -   | -   | -  | -  | -  |  |                            |
| Dividend paid                           | -  | -                          | -   | -                                | (1,987,050,000) | -   | -  | -   | -   | (1,987,050,000)                                | -  | (1,987,050,000)  |  |                            |
| <b>Balance as at 31 December 2018</b>   | 15,285,000,000   | 5,816,938,084              | (75,770,451)  | 1,232,890,000                    | 12,133,780,735  | (17,446,940)  | 1,112,425,756                                | 10,949,142  | 1,105,927,958                                       | 35,498,766,326                                 | 113,260,197  | 35,612,026,523   |  |                            |
| <b>Balance as at 1 January 2019</b>     | 15,285,000,000   | 5,816,938,084              | (75,770,451)  | 1,232,890,000                    | 12,133,780,735  | (17,446,940)  | 1,112,425,756                                | 10,949,142  | 1,105,927,958                                       | 35,498,766,326                                 | 113,260,197  | 35,612,026,523   |  |                            |
| Profit for the year                     | -  | -                          | -   | -                                | 5,434,819,325   | -   | -  | -   | -   | 5,434,819,325                                  | 17,045,904   | 5,451,865,229  |  |                            |
| Other comprehensive income for the year | -  | -                          | -   | -                                | (77,581,087)    | (72,701,199)  | 482,287,536                                  | (10,949,142)  | 398,637,195   | 321,056,108                                    | 223,466  | 321,279,594  |  |                            |
| Total comprehensive income for the year | -  | -                          | -   | -                                | 5,357,238,238   | (72,701,199)  | 482,287,536                                  | (10,949,142)  | 398,637,195   | 5,755,875,433                                  | 17,269,390   | 5,773,144,823  |  |                            |
| Investment in subsidiary                | -  | -                          | (181,172,070)   | -                                | -               | -   | -  | -   | -   | (181,172,070)                                  | (88,067,930)   | (269,240,000)  |  |                            |
| Transferred to statutory reserve        | -  | -                          | -   | 146,200,000                      | (146,200,000)   | -   | -  | -   | -   | -  | -  | -  |  |                            |
| Dividend paid                           | -  | -                          | -   | -                                | (2,292,750,000) | -   | -  | -   | -   | (2,292,750,000)                                | -  | (2,292,750,000)  |  |                            |
| <b>Balance as at 31 December 2019</b>   | 15,285,000,000   | 5,816,938,084              | (256,942,521)   | 1,379,090,000                    | 15,052,068,973  | (90,148,139)  | 1,594,713,292                                | -   | 1,504,565,153                                       | 38,780,719,699                                 | 42,461,657   | 38,823,181,346   |  |                            |

## Statement of changes in shareholders' equity

Bangkok Expressway and Metro Public Company Limited and its subsidiaries  
For the year ended 31 December 2019

(Unit: Baht)

|   | Separate financial statements    |                            |                                  |                 |  |   |  | Total shareholders' equity |
|---|----------------------------------|----------------------------|----------------------------------|-----------------|--|---|--|----------------------------|
|   | Issued and paid-up share capital | Premium on ordinary shares | Retained earnings                |                 | Other components of shareholders' equity |   |  |                            |
|   |                                  |                            | Appropriated - statutory reserve | Unappropriated  | Unrealised gain from cash flow hedges    | Unrealised gain on valuation of available-for-sale securities | Total other components of shareholders' equity |                            |
| <b>Balance as at 1 January 2018</b>     | 15,285,000,000                   | 5,816,938,084              | 1,077,490,000                    | 6,120,200,475   | (42,363,499)                             | -   | (42,363,499)                                   | 28,257,265,060             |
| Profit for the year                     | -                                | -                          | -                                | 3,107,430,253   | -  | -   | -  | 3,107,430,253              |
| Other comprehensive income for the year | -                                | -                          | -                                | 10,711,355      | 24,916,559                               | 2,981,386,840   | 3,006,303,399                                  | 3,017,014,754              |
| Total comprehensive income for the year | -                                | -                          | -                                | 3,118,141,608   | 24,916,559                               | 2,981,386,840   | 3,006,303,399                                  | 6,124,445,007              |
| Transferred to statutory reserve        | -                                | -                          | 155,400,000                      | (155,400,000)   | -  | -   | -  | -                          |
| Dividend paid                           | -                                | -                          | -                                | (1,987,050,000) | -  | -   | -  | (1,987,050,000)            |
| <b>Balance as at 31 December 2018</b>   | 15,285,000,000                   | 5,816,938,084              | 1,232,890,000                    | 7,095,892,083   | (17,446,940)                             | 2,981,386,840   | 2,963,939,900                                  | 32,394,660,067             |
| <b>Balance as at 1 January 2019</b>     | 15,285,000,000                   | 5,816,938,084              | 1,232,890,000                    | 7,095,892,083   | (17,446,940)                             | 2,981,386,840   | 2,963,939,900                                  | 32,394,660,067             |
| Profit for the year                     | -                                | -                          | -                                | 2,923,625,882   | -  | -   | -  | 2,923,625,882              |
| Other comprehensive income for the year | -                                | -                          | -                                | (79,521,070)    | (72,701,199)                             | 4,784,328,294   | 4,711,627,095                                  | 4,632,106,025              |
| Total comprehensive income for the year | -                                | -                          | -                                | 2,844,104,812   | (72,701,199)                             | 4,784,328,294   | 4,711,627,095                                  | 7,555,731,907              |
| Transferred to statutory reserve        | -                                | -                          | 146,200,000                      | (146,200,000)   | -  | -   | -  | -                          |
| Dividend paid                           | -                                | -                          | -                                | (2,292,750,000) | -  | -   | -  | (2,292,750,000)            |
| <b>Balance as at 31 December 2019</b>   | 15,285,000,000                   | 5,816,938,084              | 1,379,090,000                    | 7,501,046,895   | (90,148,139)                             | 7,765,715,134   | 7,675,566,995                                  | 37,657,641,974             |

## Cash flow statement

Bangkok Expressway and Metro Public Company Limited and its subsidiaries

For the year ended 31 December 2019

(Unit: Baht)

|   | Consolidated financial statements |                      | Separate financial statements |                      |
|---|-----------------------------------|----------------------|-------------------------------|----------------------|
|   | 2019                              | 2018                 | 2019                          | 2018                 |
| <b>Cash flows from operating activities</b>   |                                   |                      |                               |                      |
| Profit before tax   | 7,206,807,332                     | 6,524,994,302        | 3,522,077,166                 | 3,752,461,471        |
| Adjustments to reconcile profit before tax to net cash provided by (paid from) operating activities:                  |                                   |                      |                               |                      |
| Amortisation and depreciation   | 4,026,462,692                     | 3,866,567,954        | 3,362,011,432                 | 3,212,916,480        |
| Reversal of allowance for doubtful debt   | (3,971,546)                       | (272,590)            | -                             | -                    |
| Revenue recognition of unearned revenue from advertising management rights  | -                                 | -                    | (1,248,360)                   | (1,248,360)          |
| Gains on sale of investments  | (181,078,813)                     | (499,393,573)        | (269,243,228)                 | (561,521,690)        |
| Unrealised gain on change in value of investments   | (24,997,738)                      | (10,442,237)         | (24,962,055)                  | (10,427,852)         |
| Gain on reclassification of investment  | (3,408,628,533)                   | (2,496,266,396)      | -                             | -                    |
| Gain on disposals/write-off of equipment and intangible asset under concession agreement of the MRT Blue Line Project | (1,331,425)                       | (1,639,242)          | (1,328,045)                   | (696,555)            |
| Project remuneration expense  | 393,651,735                       | 355,662,416          | 393,651,735                   | 355,662,416          |
| Compensation for site acquisition cost  | 397,839,441                       | 464,364,839          | 397,839,441                   | 464,364,839          |
| Provision for long-term employee benefits   | 102,201,396                       | 220,232,028          | 98,366,202                    | 213,502,447          |
| Share of profit from investments in associates  | (172,910,981)                     | (432,797,238)        | -                             | -                    |
| Unrealised loss on exchange rate  | 276                               | 102,702              | 276                           | 102,702              |
| Interest income   | (392,633,384)                     | (450,618,868)        | (438,519,210)                 | (556,402,806)        |
| Dividend income   | (257,868,552)                     | -                    | (488,801,682)                 | (493,938,904)        |
| Interest expenses   | 1,670,220,735                     | 1,662,162,353        | 1,593,730,537                 | 1,635,492,763        |
| Financial fees  | -                                 | 98,665,000           | -                             | 98,665,000           |
| Profit from operating activities before changes in operating assets and liabilities                                   | 9,353,762,635                     | 9,301,321,450        | 8,143,574,209                 | 8,108,931,951        |
| Operating assets (increase) decrease  |                                   |                      |                               |                      |
| Bank deposit for unearned fare box revenue  | (55,680,976)                      | (150,016,110)        | (55,680,976)                  | (150,016,110)        |
| Trade and other receivables   | (7,760,875)                       | (43,104,677)         | 7,054,111                     | (61,941,675)         |
| Receivable under the concession agreement   | 1,649,683,274                     | 1,649,683,275        | 1,649,683,274                 | 1,649,683,275        |
| Other current assets  | (11,393,416)                      | 85,434,222           | (15,295,741)                  | 86,187,884           |
| Other non-current assets  | (3,048,985)                       | (3,438,527)          | 5,392,640                     | (869,124)            |
| Cash paid for project remuneration  | (1,894,886,245)                   | (1,350,459,625)      | (1,894,886,245)               | (1,350,459,625)      |
| Operating liabilities increase (decrease)   |                                   |                      |                               |                      |
| Trade payables and other payables   | 181,841,193                       | 21,244,663           | 176,731,078                   | 57,066,771           |
| Unearned fare box revenue   | 49,117,295                        | 24,855,415           | 49,117,295                    | 24,855,415           |
| Deposits on stored value ticket   | 14,681,511                        | 10,897,739           | 14,681,511                    | 10,897,739           |
| Other current liabilities   | 34,359,081                        | 27,513,762           | 30,706,865                    | 42,792,229           |
| Other non-current liabilities   | (2,134,042)                       | (14,318,960)         | (752,001)                     | (751,999)            |
| Cash paid for long-term employee benefits   | (11,000,415)                      | (10,325,738)         | (11,000,415)                  | (9,692,030)          |
| Cash paid for compensation for site acquisition cost  | (1,616,000,000)                   | (1,600,000,000)      | (1,616,000,000)               | (1,600,000,000)      |
| Net cash flows from operating activities  | 7,681,540,035                     | 7,949,286,889        | 6,483,325,605                 | 6,806,684,701        |
| Cash received from interest income  | 392,634,064                       | 452,272,207          | 391,818,742                   | 451,680,807          |
| Cash paid for income tax  | (332,798,583)                     | (334,491,602)        | (259,889,590)                 | (250,907,959)        |
| <b>Net cash flows from operating activities</b>   | <b>7,741,375,516</b>              | <b>8,067,067,494</b> | <b>6,615,254,757</b>          | <b>7,007,457,549</b> |

## Cash flow statement (continued)

Bangkok Expressway and Metro Public Company Limited and its subsidiaries

For the year ended 31 December 2019

(Unit: Baht)

|  | Consolidated financial statements |                        | Separate financial statements |                        |
|--|-----------------------------------|------------------------|-------------------------------|------------------------|
|  | 2019                              | 2018                   | 2019                          | 2018                   |
| <b>Cash flows from investing activities</b>  |                                   |                        |                               |                        |
| Cash received from sales of current investments  | 17,447,889,696                    | 13,949,038,431         | 15,920,389,696                | 12,412,038,431         |
| Cash paid for purchase of current investments  | (17,290,610,050)                  | (13,767,671,038)       | (15,756,208,983)              | (12,228,710,197)       |
| Cash paid for purchase of investments in subsidiary  | (269,240,000)                     | (60,284,267)           | (269,240,000)                 | (60,284,267)           |
| Cash received from sales of investments in associates  | 398,386,200                       | 540,351,710            | 398,386,200                   | 540,351,710            |
| Cash received from sales of other long-term investments  | 78,219,853                        | 2,075,443,606          | 78,219,853                    | 2,075,443,606          |
| Increase in other long-term investments  | (400,000,000)                     | (107,436,375)          | (400,000,000)                 | (107,436,375)          |
| Cash received from long-term loans to related parties  | -                                 | -                      | 2,474,692,518                 | 1,644,016,650          |
| Cash received from sales of equipment and intangible asset under concession agreement of the MRT Blue Line Project | 1,695,689                         | 3,215,729              | 1,692,278                     | 2,080,600              |
| Purchase of equipment  | (46,552,497)                      | (23,042,080)           | (31,665,004)                  | (13,351,832)           |
| Cash received from interest income   | -                                 | 4,676,477              | 539,004,884                   | 449,535,434            |
| Cash received from dividend income   | 488,801,682                       | 493,938,904            | 488,801,682                   | 493,938,904            |
| Cash paid for project cost of the MRT Chalong Ratchadham Line  | (29,307,405)                      | (390,955)              | (29,307,405)                  | (390,955)              |
| Cash paid for intangible asset under concession agreement of the MRT Blue Line Project                             | (6,840,809,764)                   | (9,963,513,656)        | (6,793,327,698)               | (9,933,491,841)        |
| Cash paid for expressway construction  | (706,974,948)                     | (284,809,045)          | (704,364,628)                 | (284,809,045)          |
| Interest expenses capitalised as cost of projects  | (378,623,301)                     | (181,764,061)          | (378,623,301)                 | (181,764,061)          |
| Increase in other intangible assets  | (15,722,417)                      | (30,649,444)           | (14,134,917)                  | (29,079,944)           |
| <b>Net cash flows used in investing activities</b>   | <b>(7,562,847,262)</b>            | <b>(7,352,896,064)</b> | <b>(4,475,684,825)</b>        | <b>(5,221,913,182)</b> |
| <b>Cash flows from financing activities</b>  |                                   |                        |                               |                        |
| Cash received from short-term loan from financial institution  | 4,882,000,000                     | 10,000,000,000         | 4,882,000,000                 | 10,000,000,000         |
| Repayment of short-term loans from financial institutions  | (4,448,000,000)                   | (10,816,000,000)       | (4,448,000,000)               | (10,816,000,000)       |
| Cash received from long-term loans from financial institutions   | 6,530,000,000                     | 5,300,000,000          | 4,500,000,000                 | 4,200,000,000          |
| Repayment of long-term loans from financial institutions   | (3,041,760,069)                   | (13,475,010,069)       | (3,041,760,069)               | (13,475,010,069)       |
| Cash received from debentures  | 5,000,000,000                     | 10,000,000,000         | 5,000,000,000                 | 10,000,000,000         |
| Cash paid for redemption of debentures   | (5,000,000,000)                   | -                      | (5,000,000,000)               | -                      |
| Cash paid for financial fees   | (11,516,532)                      | (181,553,849)          | (11,516,532)                  | (181,553,849)          |
| Interest paid  | (1,618,951,836)                   | (1,655,419,747)        | (1,542,524,603)               | (1,629,179,747)        |
| Dividend paid  | (2,292,750,000)                   | (1,987,050,000)        | (2,292,750,000)               | (1,987,050,000)        |
| <b>Net cash flows used in financing activities</b>   | <b>(978,437)</b>                  | <b>(2,815,033,665)</b> | <b>(1,954,551,204)</b>        | <b>(3,888,793,665)</b> |
| <b>Net increase (decrease) in cash and cash equivalents</b>  | <b>177,549,817</b>                | <b>(2,100,862,235)</b> | <b>185,018,728</b>            | <b>(2,103,249,298)</b> |
| Cash and cash equivalents at beginning of year   | 526,200,490                       | 2,627,062,725          | 423,687,097                   | 2,526,936,395          |
| <b>Cash and cash equivalents at end of year</b>  | <b>703,750,307</b>                | <b>526,200,490</b>     | <b>608,705,825</b>            | <b>423,687,097</b>     |
| <b>Supplemental cash flows information</b>   |                                   |                        |                               |                        |
| Non-cash items consist of:   |                                   |                        |                               |                        |
| Increase in payable from expressway construction   | 50,664,315                        | 13,607,477             | 48,829,935                    | 13,607,477             |
| Increase in accrued interest expenses capitalised as cost of projects  | 17,749,896                        | 48,098,650             | 17,749,896                    | 48,098,650             |

# Management Discussion and Analysis

## Significant events in the year 2019

### 1. The shareholding in Bangkok Metro Networks Limited (BMN)

On March 27, 2019, the Company purchased 5.08 Million ordinary shares of BMN, which is the subsidiary company, equal to 20 percent of its issued and paid-up share capital from its existing shareholders. As a result of this transaction, the Company's shareholding in BMN increased from 69.67 percent to 89.67 percent.

### 2. Dividend payment

On April 26, 2019, the 2019 Annual General Meeting of the Company's shareholders had a resolution to approve a dividend payment from 2018 operating results of Baht 0.15 per share. The Company paid an interim dividend of Baht 0.06 per share on September 19, 2018, and a dividend of Baht 0.09 per share on May 22, 2019.

On August 9, 2019, the Meeting of the Company's Board of Directors passed a resolution to approve an interim dividend payment of Baht 0.06 per share, which was paid on September 4, 2019.

### 3. The reclassification of the investment in TTW Public Company Limited (TTW)

During the second quarter of the year 2019, the Company has sold partial of TTW's shares, as a result, the interest in the equity of TTW decreased to 18.47 percent. Following this sale, the Company reclassified the investment in TTW from investment in associated company to investment in available-for-sale securities, which consistent with the investment proportion and the purpose of the Company investment. The Company recorded gain on fair value adjustment of investment due to reclassification in the amount of Baht 2,334 Million, net of corporate income tax.

### 4. The progress of the MRT Blue Line Extension Project

At the end of December 2019, the progress of the installation of the M&E Systems of the MRT Blue Line Extension Project (Hua Lamphong - Lak Song and Bang Sue -Tha Phra) was at 97 percent which slightly earlier than the plan. During the year 2019, the Company has gradually operated trial run service in MRT Blue Line Extension without farebox charge as follows:

- Wat Mangkon Station to Tha Phra Station on July 29, 2019
- Bang Phai Station to Bang Wa Station on August 24, 2019
- Phetkasem 48 Station to Lak Song Station on September 21, 2019
- Bangpho Station to Sirindhon Station on December 4, 2019
- Bang Yi khan Station to Charan 13 Station on December 23, 2019

The Company operated full commercial service of Section 2 in MRT Blue Line Extension (Hua Lamphong Station - Lak Song Station) which connected with the Initial Blue Line at Hua Lamphong Station on September 29, 2019. Moreover, the Company plans to operate full commercial service all the line within March 2020.

### 5. The Settlement of Disputes by Extension of the periods of Concession Agreements

On February 18, 2020, the Council of Ministers' Meeting agreed to amend the Agreements for Settlement of the Disputes between the Company/the subsidiary and the Expressway Authority of Thailand (EXAT), and on February 20, 2020, the Company/the subsidiary and EXAT signed the Second Stage Expressway Agreement (Amendment) and the Bang Pa-in - Pak Kret Expressway Agreement (Amendment), which significantly amended as follows:

| Expressway                       | Toll revenue sharing<br>EXAT : the Company /<br>the subsidiary                    | Renewal period                          | Remaining period<br>of time for entitled<br>to renewal * |
|----------------------------------|---|---|--|
| The Second Stage<br>Sector A B C | The First Stage and<br>the Second Stage<br>Sector A B 60 : 40<br>Sector C 0 : 100 | 15 years<br>8 months<br>to October 2035 | 4 years<br>4 months                                      |
| The Second Stage<br>Sector D     | 0 : 100   | 8 years<br>6 months<br>to October 2035  | 11 years<br>6 months                                     |
| Bang Pa-in – Pak Kret            | 0 : 100   | 9 years<br>1 month<br>to October 2035   | 10 years<br>11 months                                    |

\* The remaining periods of time entitled to renewal under the existing Agreements

Revision of fixed toll rates every 10 years from September 1, 2018 for the Second Stage Expressway Agreement, and revision of toll rates every 10 years from November 1, 2018 for the Bang Pa-in - Pak Kret Expressway Agreement, in accordance with the agreements.

## Overview Operational Results Between the year 2019 and 2018

The Company had revenue from main business Baht 16,107 Million representing an increase from the previous year by Baht 492 Million or 3.2 percent, revenue from expressway business increased by Baht 128 Million, revenue from rail business increased by Baht 286 Million and revenue from commercial development business increased by Baht 78 Million.

In the year 2019, gain on sale of investments decreased from the previous year by Baht 318 Million due to gain on sale of all shares in Xayaburi Power Company Limited (XPCL) and some shares in CK Power Public Company Limited (CKP) in the year 2018, while the Company had only gain on sale of some shares in TTW Public Company Limited (TTW) in the year 2019. As the sale of some CKP's shares and TTW's shares, the Company had a gain on reclassification of investment in CKP of Baht 2,496 Million in the year 2018, and had a gain on reclassification of investment in TTW of Baht 3,409 Million in the year 2019. Moreover, the Company recorded dividend income instead of share of profit from investment in associates after the reclassification of the investments, in accordance with Accounting Standard. Other income which consisted of dividend income, consequently increased in the year 2019, in accordance with a decrease in share of profit from investments in associates.

Cost of service amounted to Baht 10,311 Million representing an increase from the previous year by Baht 536 Million or 5.5 percent mainly from the increase in operating expense, expenses related to the operation of Section 2 in MRT Blue Line Extension, repair and maintenance expense and amortization. Selling and administrative expenses amounted to Baht 1,336 Million representing a decrease by Baht 28 Million or 2.1 percent. Finance cost amounted to Baht 1,343 Million representing a decrease from the previous year by Baht 79 Million or 5.6 percent and income tax expenses amounted to Baht 1,755 Million representing an increase from the previous year by Baht 566 Million or 47.6 percent mainly from tax related to gain on reclassification of investment in TTW which is non-cash transaction.

Overall of the year 2019, the Company had the net profit attributable to equity holders of the Company in the amount of Baht 5,435 Million representing an increase from the previous year by Baht 118 Million or 2.2 percent.

## Segmental performance

### 1. Expressway business

The Company had revenue from Expressway business of Baht 10,302 Million, representing an increase from the previous year by Baht 128 Million or 1.3 percent, mainly from the increase in toll revenue from the Si Rat-Outer Ring Road Expressway Project (SOE). In the year 2019, SOE average traffic volume was at 64,253 trips/day representing an increase by 14.6 percent when compared to the previous year in accordance to expressway users learning behavior, together with the opening of the Connection between the Si Rat-Outer Ring Road Expressway and the Northbound Si Rat Expressway (heading to Chaeng Watthana). For the First Stage Expressway (FES), the Second Stage Expressway (SES) and the Bang Pa-in - Pak Kret Expressway (Sector C+), toll revenue was closely to the previous year.

Cost of service for operation of Expressway business consisted of costs of toll, amortization of rights to operate completed expressway sectors and compensation for site acquisition cost. For the year 2019, the cost was at Baht 6,040 Million, representing an increase from the previous year by Baht 165 Million or 2.8 percent mainly from the repair and maintenance expense and the amortization of rights to operate completed expressway sectors.

### 2. Rail business

The Company had revenue from Rail business of Baht 5,022 Million, representing an increase from the previous year by Baht 286 Million or 6 percent, mainly from farebox revenue of the MRT Blue Line as the ridership which continued to increase consecutively and including the operation in full commercial service of Section 2 in MRT Blue Line Extension, Hua Lamphong Station - Lak Song Station on September 29, 2019 which slightly affected to farebox revenue in the year 2019. The average ridership of the MRT Blue Line Project in the year 2019 was at 336,849 trips/day representing an increase from the previous year by 8.1 percent. Compared with the ridership in the fourth quarter of the previous year, the ridership increased by 17.9 percent after the operation of Section 2 in MRT Blue Line Extension.

Cost of Rail business consisted of costs of farebox, O&M cost, maintenance cost and amortization of intangible asset under the MRT Blue Line Project. For the year 2019, the cost was at Baht 4,008 Million, representing an increase from the previous year by Baht 321 Million or 8.7 percent from repair and maintenance expense and expenses related to the operation of Section 2 in the MRT Blue Line Extension, Hua Lamphong Station - Lak Song Station.

### 3. Commercial Development Business

In the year 2019, total commercial development revenue was Baht 783 Million, representing an increase from the previous year by Baht 78 Million or 11.1 percent, mainly from the increase in retail revenue in Metro Mall which has gradually improved the commercial area in the station of the Chaloem Ratchamongkhon Line in modern trend which attracted more customers. Advertising and telecommunication revenue slightly increased from the operation of Section 2 in MRT Blue Line Extension, Hua Lamphong Station - Lak Song Station.

Cost of Commercial Development business for the year 2019 was at Baht 263 Million, representing an increase from the previous year by 50 Million or 23.5 percent in accordance with an increase in revenue.

## Financial Position

(Unit: Million Baht)

| Description                | 31 Dec 19 | 31 Dec 18 |
|----------------------------|-----------|-----------|
| Total assets               | 111,697   | 103,831   |
| Total liabilities          | 72,874    | 68,219    |
| Total shareholders' equity | 38,823    | 35,612    |

As at December 31, 2019, the Company and its subsidiaries had total assets amounted to Baht 111,697 Million, representing an increase by Baht 7,866 Million or 7.6 percent when compared with total assets as at December 31, 2018 mainly from fair value adjustment of investments in available-for-sale securities and the increase in construction in process of the Blue Line Extension Project. Total liabilities amounted to Baht 72,874 Million, representing an increase from the previous year by Baht 4,655 Million or 6.8 percent from the withdrawal of loan for the Blue Line Extension Project which is still under construction. Total shareholders' equity amounted to Baht 38,823 Million, representing an increase from the previous year by Baht 3,211 Million or 9 percent when compared to the end of the year 2018 resulted from the net profit from operation and unrealized gain on fair value adjustment of investments in available-for-sale securities.

### Cash Flows

As at December 31, 2019, the Company and its subsidiaries had cash and cash equivalents amounting to Baht 704 Million, representing an increase from the end of the previous year by Baht 178 Million.

(Unit: Million Baht)

| Description                                    | For the year 2019 |
|--|-------------------|
| Net cash flows operating activities            | 7,741             |
| Net cash flows investing activities            | (7,562)           |
| Net cash flows financing activities            | (1)               |
| Net increase in cash and cash equivalents      | 178               |
| Cash and cash equivalents at beginning of year | 526               |
| Cash and cash equivalents at end of year       | 704               |

Cash used in investing activities mainly resulted from payment for the M&E equipment of the MRT Blue Line Project in the amount of Baht 6,841 Million, payment for constructions of U-turn bridge for cars and motorcycles on the railroad roads, and maintenances of the Si Rat-Outer Ring Road Expressway in the amount of Baht 707 Million.

Cash from financing activities resulted from the withdrawal of loan in the net amount of Baht 3,922 Million, dividend payment in the amount of Baht 2,293 Million and payment of interest and finance cost in the amount of Baht 1,630 Million.



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