



The Pakistan Credit Rating Agency Limited

Rating Report

Engro PowerGen Thar (Pvt.) Limited

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Rating History

Dissemination Date	Long Term Rating	Short Term Rating	Outlook	Action	Rating Watch
22-Sep-2023	AA-	A1	Stable	Maintain	-
23-Sep-2022	AA-	A1	Stable	Maintain	-
23-Sep-2021	AA-	A1	Stable	Maintain	-
25-Sep-2020	AA-	A1	Stable	Upgrade	-
29-Oct-2019	A	A1	Stable	Maintain	-
29-Apr-2019	A	A1	Stable	Maintain	-
27-Dec-2018	A	A1	Stable	Maintain	-
27-Jun-2018	A	A1	Stable	Maintain	-
22-Dec-2017	A	A1	Stable	Maintain	-

Rating Rationale and Key Rating Drivers

Engro Energy Limited (EEL) along with China Machinery & Engineering Corporation (CMEC) has set up a Thar coal based (2 x 330 MW) power plant (Complex) - Engro PowerGen Thar (Pvt.) Limited (EPTL). Since its COD in July'19, EPTL is running its operations smoothly and sustainably and achieving operational benchmarks. The primary fuel is Thar Coal. A 30-year coal supply agreement is signed with Sindh Engro Coal Mining Company (SECMC), which is operating a coal mine in Thar Block-II. Company's both units were successfully connected to and are providing electricity to the grid. During 1HCY23 the plant generated net electrical output of ~1,464GWh (CY22: ~3,686GWh, CY21: ~4,225GWh) and subsequently recorded revenue of PKR ~48,240mln (CY22: ~74,859mln, CY21: PKR ~76,915mln) against Energy and Capacity invoices. Throughout the period, the plant was able to meet its operational benchmarks of availability and efficiency as agreed in the PPA. The financial strength and experience in the energy chain of the sponsoring companies – EEL and CMEC – is positive to the ratings. The Government of Pakistan has given payment guarantee against dues from CPPA-G. However, mounting trade receivables of PKR ~52,042 as on June 2023, remains a cause of concern. EPTL is efficiently managing its net cash cycle days by stretching its payables to SECMC which stood at ~PKR 46,081 as on June 2023. To finance its working capital needs, the company has availed short-term borrowing lines of PKR 18,750mln (~96% utilized) as of June 2023. Going forward, the Company plans to manage its operations through adequate cashflow generation and efficient utilization of working capital lines. The Company has successfully repaid approximately 30% of its foreign debt and 21% of its local debt relating to the plant construction cost. As of June 2023, the company has long term debt obligations of PKR 121,686mln along with current maturity of PKR 17,921mln.

The assigned ratings reflect the sponsors strength along with guarantee provided by the power purchaser. Going forward, the Company's main focus would be to keep the plant operational and meet required benchmarks along with timely repayment of debt obligations.

Disclosure

Name of Rated Entity	Engro PowerGen Thar (Pvt.) Limited
Type of Relationship	Solicited
Purpose of the Rating	Entity Rating
Applicable Criteria	Methodology Correlation Between Long-term & Short-term Rating Scales(Jul-23),Methodology Independent Power Producer Rating(Jul-23),Methodology Rating Modifiers(Apr-23)
Related Research	Sector Study Power(Jan-23)
Rating Analysts	Hashim Yazdani hashim.yazdani@pacra.com +92-42-35869504

Profile

Plant Engro PowerGen Thar (Pvt.) Limited is operating 2 x 330 MW mine mouth Coal-based Power Plant. The Company is a subsidiary of Engro Energy Limited (EEL). The project, which comes under the CPEC corridor is the first indigenous coal-based Power Plant of Pakistan in Thar Block-II, Sindh.

Tariff EPTL has been provided a levelized tariff of 11.3475 US¢/kWh. The tariff is indexed to the Pakistan Rupee-US Dollar exchange rate, Pakistan CPI inflation, LIBOR, KIBOR and US CPI inflation. Principal and interest repayments, ROE, Insurance, Fixed and Variable O&M costs are part of the scalable (adjustable) component.

Return On Project EPTL's key source of earnings would be the revenue generated through sale of electricity to the Power Purchaser, CPPA-G. The IRR of the project, as agreed with NEPRA, is 20%. The ROE of the project is at 30.65%.

Ownership

Ownership Structure EPTL's majority ordinary shares are owned by Engro Energy Limited (EEL) (50.1%) and China Machinery Engineering Company (CMEC) (35%). The remaining stake is owned by Habib Bank Limited (HBL) (9.5%) and Liberty Mills Limited (LML) (5.4%). Additionally, Preference shares equivalent to USD 85mln all are subscribed by CMEC.

Stability Stability in the IPPs is drawn from the agreements signed between the company and power purchaser. However, Company's association with Engro group, China Manufacturing & Engineering Company and Habib Bank Limited will continue to provide comfort.

Business Acumen Sponsor groups have significant experience in the power, coal mining, textile, banking and engineering contracting solutions and services.

Financial Strength Company's sponsors have the ability and willingness to support the entity both on a continuing basis and in times of crisis. Additionally, the financial strength of the sponsors is considered strong as the sponsors have well diversified profitable businesses.

Governance

Board Structure EPTL's Board of Directors (BoD) comprises of nine members from the sponsoring groups. Five members represent EEL, three members are from CMEC and one from HBL. The board members have diverse experience from different industries.

Members' Profile The board members have diversified experience. Mr. Yousuf Siddiqui has joined the board of EPTL as Chairman from July 2022. He has 25 years of experience leading upstream, downstream and renewable energy ventures.

Board Effectiveness The BOD has two sub-committees called Audit committee and Board Compensation Committee to assist and supervise the management in respective areas.

Financial Transparency A.F Ferguson & Co. is the external auditor of the company. The auditor has given an unqualified opinion on the financial statements year ended as at 31st December 2022.

Management

Organizational Structure IPPs are generally featured by a flat organizational structure, mainly comprising finance and technical staff, while the engineering, construction and operations of the plant are outsourced.

Management Team The management team is headed by Mr. Athar Abrar Khawaja. He has been appointed as Chief Executive Officer of the Company with effective from August 15, 2023 and replaced Syed Manzoor Hussain Zaidi.

Effectiveness The management of EPTL is mostly engaged in the finance related activities. The operations and maintenance of the plant have been outsourced to O&M contractor, Engro Energy Services Limited, which is a 100% owned subsidiary of Engro Energy Limited for a period of 5 years.

Control Environment The company maintains an adequate MIS which helps management to keep track of all operations and liaison with O&M operator.

Operational Risk

Power Purchase Agreement The electricity generated will be sold to Central Power Purchasing Agency - (CPPA-G) under a 30-year Power Purchase Agreement (PPA). Further, the obligations of the power purchaser are guaranteed by the Government of Pakistan. Moreover, a stable revenue stream is also ensured through the guaranteed capacity charge (the component of the tariff received irrespective of electricity production).

Operation And Maintenance EPTL has an O&M contract with Engro Energy Services Limited which is a 100% owned subsidiary of Engro Energy Limited for a period of 5 years. The O&M operator ensures adherence of the plant to meet minimum performance benchmarks.

Resource Risk The Coal Supply Agreement of EPTL is with Sindh Engro Coal Mining Company for 30 years where SECMC will provide 320,000 tonnes coal per month. The Agreement is an exclusive contract by which EPTL will be allowed to use the substitute coal (Imported coal) only in case of non-availability of coal by the Supplier.

Insurance Cover The Company has attained reasonable insurance cover for operational period for Property, Plant & Equipment physical damage, third party liability, and business interruption affecting the profits. Additionally, Marine, Terrorism/Political Violence, and Excess Third Party Liability Insurances are also held. An amount of USD 4.56 million has been claimed by the company against the fire incident that took place in March 2022 at one of the plant's conveyor belt system.

Performance Risk

Industry Dynamics As on June 2022, total installed capacity of Pakistan (CPPAG and KE) stood at 43,775MW. During 11MFY23, total power generation of Pakistan stood at 115,877GWh (FY22: 143,175 GWh) with major contribution from Thermal (48.2%) followed by Hydel (27.7%), Nuclear (19.2%) and Renewables (4.5%). Electricity generation by coal IPPs stood at 18,315GWh during the eleven months. With other Thar coal based IPPs becoming operational during FY23, generation from local coal has increased due to its low cost.

Generation The plant generated net electrical output of ~1,464GWh during 1HCY23 (CY22: ~3,686GWh, CY21: ~4,225GWh). The delivered energy depends on the electricity demand from the power purchaser and the plants availability.

Performance Benchmark The required availability for EPTL under the PPA is 82.5% during first five years and 85.5% for next 25 years. Meanwhile, the required efficiency of the plant is 37%. On average the plant maintained its required benchmarks throughout the period.

Financial Risk

Financing Structure Analysis Debt financing constitutes 75% of the project cost i.e. USD 831mln. The USD facility between the China Development Bank and EPTL is for USD 621mln with a tenure of 14 years with semiannual payments. The local debt facility is between a consortium of multiple local banks, with HBL as the lead arranger, and EPTL for USD 210mln with a tenure is of 14 years with semiannual payments. Ratio of foreign to local financing is 75:25.

Liquidity Profile At end June'23, trade receivables of the company stood at PKR 52,042 (Dec'22: PKR 51,526mln). Circular debt continues to be an issue for companies operating in power sector. Consequently, IPPs have to manage their liquidity requirements from short-term borrowings. As per the PPA with CPPA-G, EPTL will receive capacity payments, given the plant meets contract availability, even if no off take by the power purchaser.

Working Capital Financing Along with increase in receivables company manages to stretch its trade payable days and its net cash cycle recorded to 49 days (End Dec'22: 73 days). EPTL has successfully issued a Sukuk of PKR 3bln in August-2019 to meet its working capital financing from a consortium of investors, led by Meezan Bank Limited. Additionally, the company has arranged working capital lines of PKR 18,750mln (~96% utilized) as of June 2023.

Cash Flow Analysis The company's debt service coverage [FCFO / Finance Cost+ CMLTD+ Excess TB] stood at 1.5x for 1HCY23. During 1HCY23, free cash flows from operations (FCFO) stood at PKR 23,365 (CY22: PKR 30,393mln).

Capitalization The Company's equity stands at PKR 69,046mln as on June 2023. With 30% foreign debt repaid and 21% local debt repaid, total outstanding long term project debt stands at PKR 121,696mln along with current maturity of PKR 17,291mln as on June 2023. As a result, leveraging ratio is at 70.8% (June 2022: 68.7%).



The Pakistan Credit Rating Agency Limited

Financial Summary

PKR mln

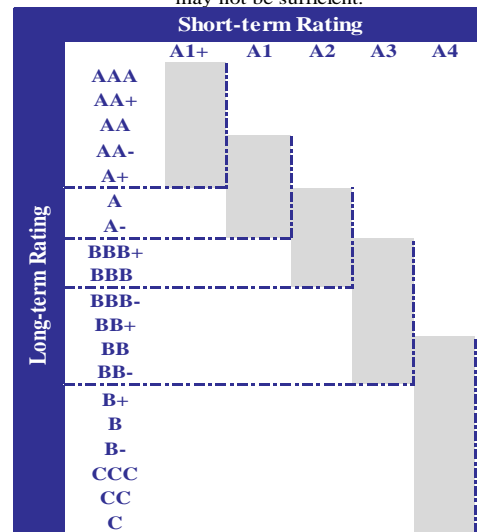
Engro Powergen Thar Limited Power	Jun-23 6M	Dec-22 12M	Dec-21 12M	Dec-20 12M
A BALANCE SHEET				
1 Non-Current Assets	184,393	160,454	141,836	137,319
2 Investments	-	-	-	-
3 Related Party Exposure	-	-	-	-
4 Current Assets	137,297	112,182	81,409	59,163
<i>a Inventories</i>	552	759	390	430
<i>b Trade Receivables</i>	52,042	51,526	39,759	37,104
5 Total Assets	321,691	272,636	223,245	196,482
6 Current Liabilities	84,100	63,929	35,298	28,072
<i>a Trade Payables</i>	46,081	31,400	28,345	23,909
7 Borrowings	167,308	143,987	125,621	121,731
8 Related Party Exposure	1,237	8,172	6,539	5,048
9 Non-Current Liabilities	-	-	-	-
10 Net Assets	69,046	56,548	55,787	41,632
11 Shareholders' Equity	69,046	56,548	55,787	41,632
B INCOME STATEMENT				
1 Sales	48,240	74,860	76,915	80,053
<i>a Cost of Good Sold</i>	(27,779)	(45,158)	(54,312)	(56,158)
2 Gross Profit	20,462	29,701	22,604	23,895
<i>a Operating Expenses</i>	(467)	(1,066)	(581)	(379)
3 Operating Profit	19,995	28,636	22,022	23,516
<i>a Non Operating Income or (Expense)</i>	934	796	691	605
4 Profit or (Loss) before Interest and Tax	20,929	29,432	22,713	24,121
<i>a Total Finance Cost</i>	(7,742)	(12,823)	(8,109)	(10,311)
<i>b Taxation</i>	(690)	(347)	(449)	(10)
6 Net Income Or (Loss)	12,497	16,262	14,155	13,800
C CASH FLOW STATEMENT				
<i>a Free Cash Flows from Operations (FCFO)</i>	23,365	30,393	26,451	27,410
<i>b Net Cash from Operating Activities before Working Capital Changes</i>	14,648	20,901	19,726	18,002
<i>c Changes in Working Capital</i>	5,971	(6,505)	2,775	(17,757)
1 Net Cash provided by Operating Activities	20,619	14,396	22,501	245
2 Net Cash (Used in) or Available From Investing Activities	(229)	7	(744)	97
3 Net Cash (Used in) or Available From Financing Activities	(2,337)	(10,130)	(5,380)	3,023
4 Net Cash generated or (Used) during the period	18,052	4,273	16,377	3,365
D RATIO ANALYSIS				
1 Performance				
<i>a Sales Growth (for the period)</i>	28.9%	-2.7%	-3.9%	N/A
<i>b Gross Profit Margin</i>	42.4%	39.7%	29.4%	29.8%
<i>c Net Profit Margin</i>	25.9%	21.7%	18.4%	17.2%
<i>d Cash Conversion Efficiency (FCFO adjusted for Working Capital/Sales)</i>	60.8%	31.9%	38.0%	12.1%
<i>e Return on Equity [Net Profit Margin * Asset Turnover * (Total Assets/Shareholders' Equity)]</i>	39.2%	31.6%	27.0%	33.1%
2 Working Capital Management				
<i>a Gross Working Capital (Average Days)</i>	198	225	184	171
<i>b Net Working Capital (Average Days)</i>	52	80	60	62
<i>c Current Ratio (Current Assets / Current Liabilities)</i>	1.6	1.8	2.3	2.1
3 Coverages				
<i>a EBITDA / Finance Cost</i>	3.5	2.6	3.8	3.1
<i>b FCFO / Finance Cost+CMLTB+Excess STB</i>	1.5	1.2	1.5	1.5
<i>c Debt Payback (Total Borrowings+Excess STB) / (FCFO-Finance Cost)</i>	4.2	6.4	5.5	5.8
4 Capital Structure				
<i>a Total Borrowings / (Total Borrowings+Shareholders' Equity)</i>	70.8%	71.8%	69.2%	74.5%
<i>b Interest or Markup Payable (Days)</i>	39.3	37.6	29.3	23.1
<i>c Entity Average Borrowing Rate</i>	8.7%	8.6%	5.8%	7.4%

Credit Rating

Credit rating reflects forward-looking opinion on credit worthiness of underlying entity or instrument; more specifically it covers relative ability to honor financial obligations. The primary factor being captured on the rating scale is relative likelihood of default.

Scale	Long-term Rating Definition
AAA	Highest credit quality. Lowest expectation of credit risk. Indicate exceptionally strong capacity for timely payment of financial commitments
AA+	
AA	Very high credit quality. Very low expectation of credit risk. Indicate very strong capacity for timely payment of financial commitments. This capacity is not significantly vulnerable to foreseeable events.
AA-	
A+	
A	High credit quality. Low expectation of credit risk. The capacity for timely payment of financial commitments is considered strong. This capacity may, nevertheless, be vulnerable to changes in circumstances or in economic conditions.
A-	
BBB+	
BBB	Good credit quality. Currently a low expectation of credit risk. The capacity for timely payment of financial commitments is considered adequate, but adverse changes in circumstances and in economic conditions are more likely to impair this capacity.
BBB-	
BB+	
BB	Moderate risk. Possibility of credit risk developing. There is a possibility of credit risk developing, particularly as a result of adverse economic or business changes over time; however, business or financial alternatives may be available to allow financial commitments to be met.
BB-	
B+	
B	High credit risk. A limited margin of safety remains against credit risk. Financial commitments are currently being met; however, capacity for continued payment is contingent upon a sustained, favorable business and economic environment.
B-	
CCC	
CC	Very high credit risk. Substantial credit risk "CCC" Default is a real possibility. Capacity for meeting financial commitments is solely reliant upon sustained, favorable business or economic developments. "CC" Rating indicates that default of some kind appears probable. "C" Ratings signal imminent default.
C	
D	Obligations are currently in default.

Scale	Short-term Rating Definition
A1+	The highest capacity for timely repayment.
A1	A strong capacity for timely repayment.
A2	A satisfactory capacity for timely repayment. This may be susceptible to adverse changes in business, economic, or financial conditions.
A3	An adequate capacity for timely repayment. Such capacity is susceptible to adverse changes in business, economic, or financial conditions.
A4	The capacity for timely repayment is more susceptible to adverse changes in business, economic, or financial conditions. Liquidity may not be sufficient.



*The correlation shown is indicative and, in certain cases, may not hold.

Outlook (Stable, Positive, Negative, Developing) Indicates the potential and direction of a rating over the intermediate term in response to trends in economic and/or fundamental business/financial conditions. It is not necessarily a precursor to a rating change. 'Stable' outlook means a rating is not likely to change. 'Positive' means it may be raised. 'Negative' means it may be lowered. Where the trends have conflicting elements, the outlook may be described as 'Developing'.

Rating Watch Alerts to the possibility of a rating change subsequent to, or, in anticipation of some material identifiable event with indeterminable rating implications. But it does not mean that a rating change is inevitable. A watch should be resolved within foreseeable future, but may continue if underlying circumstances are not settled. Rating watch may accompany rating outlook of the respective opinion.

Suspension It is not possible to update an opinion due to lack of requisite information. Opinion should be resumed in foreseeable future. However, if this does not happen within six (6) months, the rating should be considered withdrawn.

Withdrawn A rating is withdrawn on a) termination of rating mandate, b) the debt instrument is redeemed, c) the rating remains suspended for six months, d) the entity/issuer defaults, or/and e) PACRA finds it impractical to surveil the opinion due to lack of requisite information.

Harmonization A change in rating due to revision in applicable methodology or underlying scale.

Surveillance. Surveillance on a publicly disseminated rating opinion is carried out on an ongoing basis till it is formally suspended or withdrawn. A comprehensive surveillance of rating opinion is carried out at least once every six months. However, a rating opinion may be reviewed in the intervening period if it is necessitated by any material happening.

Note. This scale is applicable to the following methodology(s):

- a) Broker Entity Rating
- b) Corporate Rating
- c) Debt Instrument Rating
- d) Financial Institution Rating
- e) Holding Company Rating
- f) Independent Power Producer Rating
- g) Microfinance Institution Rating
- h) Non-Banking Finance Companies Rating

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- (7) PACRA uses due care in preparation of this Rating Report. Our information has been obtained from sources we consider to be reliable but its accuracy or completeness is not guaranteed. PACRA does not, in every instance, independently verifies or validates information received in the rating process or in preparing this Rating Report | Clause 11-(A)(p).
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- (21) PACRA engages with the issuer and the debt securities trustee, to remain updated on all information pertaining to the rating of the entity/instrument; | Chapter III | 18-(d)

Probability of Default

(22) PACRA's Rating Scale reflects the expectation of credit risk. The highest rating has the lowest relative likelihood of default (i.e, probability). PACRA's transition studies capture the historical performance behavior of a specific rating notch. Transition behavior of the assigned rating can be obtained from PACRA's Transition Study available at our website. (www.pacra.com). However, actual transition of rating may not follow the pattern observed in the past | Chapter III | 14-(F-VII)

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