The Pakistan Credit Rating Agency Limited

Rating Report

Halmore Power Generation Company Limited

Report Contents

Rating History

Dissemination Date	Long Term Rating	Short Term Rating	Outlook	Action	Rating Watch
22-Mar-2023	AA-	A1	Stable	Maintain	-
22-Mar-2022	AA-	A1	Stable	Upgrade	-
24-Mar-2021	A+	A1	Stable	Maintain	-
25-Mar-2020	A+	A1	Stable	Maintain	-
11-Oct-2019	A+	A1	Stable	Maintain	-
29-Apr-2019	A+	A1	Stable	Maintain	-
20-Nov-2018	A+	A1	Stable	Maintain	-
30-Apr-2018	A+	A1	Stable	Maintain	-
13-Oct-2017	A+	A1	Stable	Upgrade	-

Rating Rationale and Key Rating Drivers

Halmore Power Generation Company Limited (the Company) is an independent power producer (IPP), operating a Combined Cycle gas turbine plant on a build-own operate (BOO), having gross capacity of 225MW located at Bhikki Sheikhupura. The plant achieved its commercial operations in June 2011 with its PPA valid till Feb'2042. Mr. Karim Ud Din is the major sponsor of the Company. The Company has an O&M with General Electric and fuel supply agreements with SNGPL and PSO. The ratings of Halmore take comfort by the Power Purchase Agreement signed between Power Purchaser and Halmore which ensure capacity payments as well as guaranteed electricity offtake – given adherence to agreed parameters. Further, cushion is drawn from low operational risk, a result of established performance credentials of GE - the O&M operator. The required availability for Halmore Power under the PPA is 90%. During the period average plant availability remained in accordance with the agreed parameter. The plant generated 109,863.09 MW of net electrical output for the six-month ended Dec 2022. Net income recorded during 6MFY23 was PKR 1,763mln (6MFY22: PKR 1,096mln, 6MFY21: PKR 1,639mln). The company successfully paid off its Long-Term project related debt in June 2021 resulting in a favorable impact on its financial risk profile. As on Dec 2022, the debt profile comprises short-term borrowings only, which have been availed to meet working capital requirements, mainly due to delayed payments from the off taker. The Company has equity base of PKR 20,196mln whereas leveraging stands at 38.2% at end 1HFY23.

Upholding operational performance in line with agreed performance levels would remain a key rating driver. Sustained good financial discipline and upholding strong operational performance in line with agreed performance levels remain important.

Disclosure

Name of Rated Entity	Halmore Power Generation Company Limited
Type of Relationship	Solicited
Purpose of the Rating	Entity Rating
Applicable Criteria	Methodology | Correlation Between Long-term & Short-term Rating Scales(Jun-22),Methodology | Rating Modifiers(Jun-22),Methodology | Independent Power Producer Rating(Jun-22)
Related Research	Sector Study | Power(Jan-23)
Rating Analysts	Anam Waqas Ghayour | anam.waqas@pacra.com | +92-42-35869504

Profile

Plant Halmore Power Generation Company Limited (Halmore Power), a public limited company, is operating a Combined Cycle gas turbine plant on a build-own operate (BOO) basis, with gross capacity of 225 MW located at Bhikhi district, Sheikhupura, Punjab. The plant is into its Commercial Operations since June 2011.

Tariff Halmore Power key source of earnings is the generation tariff from the power purchaser, NTDC. The reference generation tariff comprises a capacity charge component and an energy charge component. Levelized tariff on Gas as per NEPRA determination is 4.0203 Cents/KWh and on HSD fuel 9.1421 Cents/KWh.

Return On Project The dollar IRR of Halmore Power, as agreed with NEPRA, is 12%.

Ownership

Ownership Structure Halmore Power is majorly owned by Mian Karim Ud Din with 99.99% shareholding. The company was established and owned by Mian Muhammad Shairf, however, after his demise in September 2017, all of his shareholding as part of his inheritance was transferred to Mian Karim Ud Din

Stability Halmore Group is a conglomerate of business and ventures backed by a group of UK based investors primary involved in UK's real estate sector with prime projects in Central London

Business Acumen The sponsors have more than a decade experience in the power sector. Furthermore, they are involved in UK's real estate sector and are exploring investment opportunities in local LNG sector, Oil & Gas, Hotels and Infrastructure projects. Halmore group companies include Oilco Petroleum (Pvt) Ltd, Energas Terminal (Pvt.) Ltd, and Halmore Properties (Pvt.) Ltd.

Financial Strength The financial strength of the sponsors is considered strong as the sponsors have well diversified profitable businesses. Sponsors being a UK based businessman with a claimed net worth of over US$600 million

Governance

Board Structure The board of directors (BoD) comprises four directors, including the Chief Executive Officer (CEO). All the members except the CEO are representatives from sponsoring family. Mian Karim ud din is the Chairman of the board. He is a Chartered Accountant with over three decades of experience.

Members' Profile Each board member is professionally qualified and brings diverse experience with them. Members from the sponsoring family have vast experience of Construction and Hoteling. Alternatively, the CEO is an Electrical Engineer and brings diverse experience in Project Development, Construction Management and Operations and Maintenance relevant to the power sector.

Board Effectiveness The experiences of board will help guiding the management in developing effective operational and financial policies. Currently there are no board committees. The board conducts meetings on a quarterly basis to discuss the relvant operations and financial aspects of the plant.

Financial Transparency There is an established Internal Audit function, reporting directly to the BoD. The internal audit function was outsourced to EY Ford Rhodes Chartered Accountants. (Member firm of Ernst & Young Global Limited). KPMG chartered Accountants is the Auditor of the Company and it has expressed an unqualified opinion on FY22 financial statements while highlighting company's pending litigation with NTDC.

Management

Organizational Structure Halmore Power has a lean management structure with small and efficient management team. The CEO is supported by a team of qualified and experienced professionals.

Management Team Mr. Zaheer Ahmed is the Chief Executive Officer since January 2017. He has over 26 years of experience in construction, operation and maintenance of power generation and transmission. He is accompanied by a team of qualified individuals including who look after the firms financials and operations.

Effectiveness The management of Halmore Power is mostly engaged in the finance related activities. The operations and maintenance of the plant have been outsourced to GE by way of the O&M contract. Company's management team conducting regular meetings with GE personnel to further enhance and fortify their knowledge of operating the power plant.

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 Halmore Power key source of earnings is the revenue generated through sale of electricity to the power purchaser, NTDC. The Company will receive the capacity payments if it is at the benchmark availability and is ready to provide electricity, even if no purchase order is placed by Power Purchaser.

Operation And Maintenance The company has entered into an Operation and Maintenance agreement with the consortium of General Electric International, Inc and General Electric Energy Parts, Inc on 27 April 2008. The term of the O&M agreement is extended till June 2041.

Resource Risk Halmore Power has signed Gas Supply Agreement and Fuel Supply Agreement with SNGPL and PSO for gas and HSD respectively for 30 years. The company procures HSD from other oil marketing companies as well. With inclusion of RLNG into the system Gas availability to the company has improved. However, in FY21 and FY22, the plant has been mainly operated on gas/RLNG (99%) and remaining operations are conducted on HSD (1%).

Insurance Cover Halmore Power has adequate insurance coverage for property damage (PKR 27.9bln) and business interruption (PKR 7.3bln).

Performance Risk

Industry Dynamics After the introduction of Renewable Power Policy 2006, the inclination towards the renewable energy sources i.e. Hydro, Solar, Wind, Biogas, has been on rise. Till June FY22, the total installed generation capacity of Pakistan has jumped to 41,557MW (FY21: 37,261MW), posting a growth of 11.5%. Biggest contributor remains to be thermal i.e. 62% followed by hydro i.e. 24%. It is expected that 9,703MW hydel power will increase in 2029. Further, power will increase of 5,853MW new power projects of coal and thermal sources which is expected in 2026. Although electricity generation varies due to availability of inputs and other constraints.

Generation Electricity generation during 1HFY23 is 109.8GW (FY22: 676 GW FY21: 519GW) as per the demand raised by the power purchaser. Going forward, electric generation is expected to rise in summer season.

Performance Benchmark The required availability for Halmore Power under the PPA is 88%. During the period average plant availability remain in accordance with the agreed parameter. Net income recorded during 1HFY23 was PKR 55mln (1HFY22: PKR 1,096mln, FY22: 6,184mln).

Financial Risk

Financing Structure Analysis Halmore Power project capital structure comprises 25% equity (PKR 4,894mln) and 75% debt (PKR 14,683mln). Project cost after project over runs was PKR 22,750mln. Halmore Power has completely paid off its project related debt in FY21.

Liquidity Profile At 1HFY23, total receivables of the company stood at PKR 7,573mln (FY22: PKR 8,756mln, FY21: PKR 14,216mln; FY20: PKR 11,694mln). As 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.

Working Capital Financing Despite increase in receivables, Halmore Power's net working capital stood at 311days at Dec'22 (FY22: 172days, FY21: 352days, FY20: 311days) and it surged on the back of delayed payment behavior of power purchaser. Same trend is followed by liquidity.

Cash Flow Analysis FCFO of the company has reduced on the back of decreased profitability (1HFY23: PKR 2,588mln; FY22: PKR 7,850mln, FY21: PKR 5,931mln; FY20: 5,758mln). Same trend is followed by coverage ratios of the Company. As the power purchaser continues to pay capacity payments which are for meeting the company's debt obligations, financial risk remains low.

Capitalization Project cost over runs were financed by sponsor. Sponsor loan stands at PKR 2,909mln at end June 22. However, in 2018, sponsors have changed the terms and conditions of loan and now it is payable without interest on the discretion of the company. Accordingly, in compliance with the technical release issued by ICAP, loan has been treated as equity. (Leveraging 1HFY23: 38%, FY22: 36%, FY21: 38%; FY20: 43.5%).

The Pakistan Credit Rating Agency Limited

cial Summary
PKR mln

Halmore Power Generation Company	Dec-22	Sep-22	Jun-22	Jun-21	Jun-20
Power	6M	3M	12M	12M	12M
A BALANCE SHEET					
1 Non-Current Assets	15,843	16,044	14,802	16,437	17,232
2 Investments	-	-	-	-	-
3 Related Party Exposure	-	-	-	-	-
4 Current Assets	18,539	12,950	21,967	16,989	13,187
a Inventories	*494*	*494*	*494*	*197*	*167*
b Trade Receivables	*7,573*	*6,908*	*11,349*	*14,216*	*11,694*
5 Total Assets	34,382	28,994	36,769	33,426	30,419
6 Current Liabilities	1,720	1,827	2,263	1,515	2,898
a Trade Payables	*661*	*821*	*1,829*	*304*	*1,540*
7 Borrowings	12,466	8,052	13,480	12,124	11,952
8 Related Party Exposure	-	-	-	-	-
9 Non-Current Liabilities	-	-	-	27	22
10 Net Assets	20,196	19,115	21,026	19,760	15,546
11 Shareholders' Equity	20,196	19,115	20,372	19,760	15,546
B INCOME STATEMENT					
1 Sales	5,113	3,361	25,598	12,682	11,324
a Cost of Good Sold	*(4,297)*	*(2,689)*	*(18,146)*	*(7,689)*	*(6,224)*
2 Gross Profit	817	672	7,451	4,993	5,101
a Operating Expenses	(139)	(75)	(293)	(208)	(213)
3 Operating Profit	678	597	7,158	4,786	4,888
a Non Operating Income or (Expense)	*1,426*	*296*	*(14)*	*261*	*(106)*
4 Profit or (Loss) before Interest and Tax	2,104	893	7,144	5,046	4,782
a Total Finance Cost	*(340)*	*(210)*	*(960)*	*(831)*	*(1,413)*
b Taxation	-	-	-	-	-
6 Net Income Or (Loss)	1,764	682	6,184	4,215	3,369
C CASH FLOW STATEMENT					
a Free Cash Flows from Operations (FCFO)	*2,588*	*1,174*	*7,850*	*5,931*	*5,758*
b Net Cash from Operating Activities before Working Capital Changes	*1,979*	*774*	*7,002*	*5,047*	*4,290*
c Changes in Working Capital	*307*	*1,380*	*2,023*	*(4,037)*	*(2,031)*
1 Net Cash provided by Operating Activities	2,286	2,153	9,025	1,010	2,260
2 Net Cash (Used in) or Available From Investing Activities	3,421	3,421	(40)	(207)	(359)
3 Net Cash (Used in) or Available From Financing Activities	(700)	5,143	(82)	172	(2,146)
4 Net Cash generated or (Used) during the period	5,007	10,718	8,903	975	(246)
D RATIO ANALYSIS					
1 Performance					
a Sales Growth (for the period)	-60.0%	-47.5%	101.8%	12.0%	-10.6%
b Gross Profit Margin	16.0%	20.0%	29.1%	39.4%	45.0%
c Net Profit Margin	34.5%	20.3%	24.2%	33.2%	29.7%
d Cash Conversion Efficiency (FCFO adjusted for Working Capital/Sales)	56.6%	76.0%	38.6%	14.9%	32.9%
*e Return on Equity [Net Profit Margin * Asset Turnover * (Total Assets/Sh*	16.9%	12.6%	31.8%	22.3%	22.3%
2 Working Capital Management					
a Gross Working Capital (Average Days)	355	261	187	378	347
b Net Working Capital (Average Days)	311	225	172	352	311
c Current Ratio (Current Assets / Current Liabilities)	10.8	7.1	9.7	11.2	4.6
3 Coverages					
a EBITDA / Finance Cost	7.6	5.6	8.2	7.5	4.2
b FCFO / Finance Cost+CMLTB+Excess STB	7.6	5.6	8.2	7.5	2.2
c Debt Payback (Total Borrowings+Excess STB) / (FCFO-Finance Cost)	0.5	0.6	0.4	0.6	1.0
4 Capital Structure					
a Total Borrowings / (Total Borrowings+Shareholders' Equity)	38.2%	29.6%	39.8%	38.0%	43.5%
b Interest or Markup Payable (Days)	498.2	436.9	0.0	0.0	0.0
c Entity Average Borrowing Rate	5.9%	7.4%	7.9%	6.5%	10.8%

#	Notes

Credit Rating

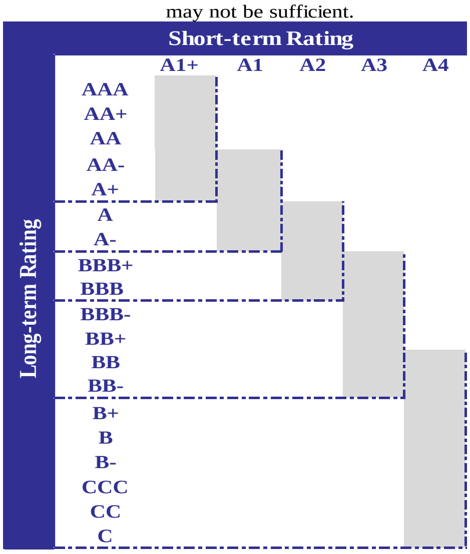
Credit rating reflects forward-looking opinion on credit worthiness of underlying entity or instrument; more specifically it covers relative ability to honor financial obligations. The primary factor being captured on the rating scale is relative likelihood of default.

Long-term Rating

Scale	Definition
AAA	**Highest credit quality.** Lowest expectation of credit risk. Indicate exceptionally strong capacity for timely payment of financial commitments
AA+ 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.
A+ 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.
BBB+ 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.
BB+ 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.
B+ 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.
CCC CC C	**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.
D	Obligations are currently in default.

Short-term Rating

Scale	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
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 surveill 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

Regulatory and Supplementary Disclosure

(Credit Rating Companies Regulations,2016)

Rating Team Statements

(1) Rating is just an opinion about the creditworthiness of the entity and does not constitute recommendation to buy, hold or sell any security of the entity rated or to buy, hold or sell the security rated, as the case may be | Chapter III; 14-3-(x)

2) **Conflict of Interest**

i. The Rating Team or any of their family members have no interest in this rating | Chapter III; 12-2-(j)
ii. PACRA, the analysts involved in the rating process and members of its rating committee, and their family members, do not have any conflict of interest relating to the rating done by them | Chapter III; 12-2-(e) & (k)
iii. The analyst is not a substantial shareholder of the customer being rated by PACRA [Annexure F; d-(ii)] Explanation: for the purpose of above clause, the term "family members" shall include only those family members who are dependent on the analyst and members of the rating committee

Restrictions

(3) No director, officer or employee of PACRA communicates the information, acquired by him for use for rating purposes, to any other person except where required under law to do so. | Chapter III; 10-(5)
(4) PACRA does not disclose or discuss with outside parties or make improper use of the non-public information which has come to its knowledge during business relationship with the customer | Chapter III; 10-7-(d)
(5) PACRA does not make proposals or recommendations regarding the activities of rated entities that could impact a credit rating of entity subject to rating | Chapter III; 10-7-(k)

Conduct of Business

(6) PACRA fulfills its obligations in a fair, efficient, transparent and ethical manner and renders high standards of services in performing its functions and obligations; | Chapter III; 11-A-(a)
(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).
(8) PACRA prohibits its employees and analysts from soliciting money, gifts or favors from anyone with whom PACRA conducts business | Chapter III; 11-A-(q)
(9) PACRA ensures before commencement of the rating process that an analyst or employee has not had a recent employment or other significant business or personal relationship with the rated entity that may cause or may be perceived as causing a conflict of interest; | Chapter III; 11-A-(r)
(10) PACRA maintains principal of integrity in seeking rating business | Chapter III; 11-A-(u)
(11) PACRA promptly investigates, in the event of a misconduct or a breach of the policies, procedures and controls, and takes appropriate steps to rectify any weaknesses to prevent any recurrence along with suitable punitive action against the responsible employee(s) | Chapter III; 11-B-(m)

Independence & Conflict of interest

(12) PACRA receives compensation from the entity being rated or any third party for the rating services it offers. The receipt of this compensation has no influence on PACRA´s opinions or other analytical processes. In all instances, PACRA is committed to preserving the objectivity, integrity and independence of its ratings. Our relationship is governed by two distinct mandates i) rating mandate - signed with the entity being rated or issuer of the debt instrument, and fee mandate - signed with the payer, which can be different from the entity
(13) PACRA does not provide consultancy/advisory services or other services to any of its customers or to any of its customers' associated companies and associated undertakings that is being rated or has been rated by it during the preceding three years unless it has adequate mechanism in place ensuring that provision of such services does not lead to a conflict of interest situation with its rating activities; | Chapter III; 12-2-(d)
(14) PACRA discloses that no shareholder directly or indirectly holding 10% or more of the share capital of PACRA also holds directly or indirectly 10% or more of the share capital of the entity which is subject to rating or the entity which issued the instrument subject to rating by PACRA; | Reference Chapter III; 12-2-(f)
(15) PACRA ensures that the rating assigned to an entity or instrument is not be affected by the existence of a business relationship between PACRA and the entity or any other party, or the non-existence of such a relationship | Chapter III; 12-2-(i)
(16) PACRA ensures that the analysts or any of their family members shall not buy or sell or engage in any transaction in any security which falls in the analyst's area of primary analytical responsibility. This clause shall, however, not be applicable on investment in securities through collective investment schemes. | Chapter III; 12-2-(l)
(17) PACRA has established policies and procedure governing investments and trading in securities by its employees and for monitoring the same to prevent insider trading, market manipulation or any other market abuse | Chapter III; 11-B-(g)

Monitoring and review

(18) PACRA monitors all the outstanding ratings continuously and any potential change therein due to any event associated with the issuer, the security arrangement, the industry etc., is disseminated to the market, immediately and in effective manner, after appropriate consultation with the entity/issuer; | Chapter III | 18-(a)
(19) PACRA reviews all the outstanding ratings on semi-annual basis or as and when required by any creditor or upon the occurrence of such an event which requires to do so; | Chapter III | 18-(b)
(20) PACRA initiates immediate review of the outstanding rating upon becoming aware of any information that may reasonably be expected to result in downgrading of the rating; | Chapter III | 18-(c)
(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)

Proprietary Information