



The Pakistan Credit Rating Agency Limited

Rating Report

Ellcot Spinning Mills Limited

Report Contents

1. Rating Analysis
2. Financial Information
3. Rating Scale
4. Regulatory and Supplementary Disclosure

Rating History

Dissemination Date	Long Term Rating	Short Term Rating	Outlook	Action	Rating Watch
30-Mar-2019	A-	A2	Stable	Maintain	-
28-Dec-2018	A-	A2	Stable	Maintain	-
30-Jun-2018	A-	A2	Stable	Maintain	-
28-Dec-2017	A-	A2	Stable	Initial	-

Rating Rationale and Key Rating Drivers

The ratings reflect Ellcot Spinning Mills Limited's (Ellcot) improving business profile. The Company largely caters to the needs of local market and it has developed a reputable clientele over the years. Textile industry in general and spinning industry in particular has suffered from low international commodity prices. Moreover, lower demand for cotton yarn from China owing to trade war with USA has suppressed the demand of yarn in local market. However, the Company has managed improved business profile on the back of higher product quality and volumetric growth. Additionally, withdrawal of custom duty and sales tax on cotton imports, coupled with subsidized gas rates for textile industry will benefit the Company going forward. Leveraging of the Company has increased due to higher borrowing for working capital and CAPEX. Ellcot intends to gradually build a sizable investment portfolio. This exposes the Company to market risk as exhibited by recent volatility in stock exchange. Any significant decline in investments leading to losses, and eventually equity erosion, will impact the financial profile of the Company. The management's ability to manage this risk is critical. The assigned ratings derive comfort from Ellcot's association with Nagina Group.

The ratings are dependent on the Company's ability to uphold its financial profile, while strengthening business margins. The Company's ability to generate cash flows to fulfill its financial obligations is critical for the ratings. At the same time, prudent management of investment portfolio is important.

Disclosure

Name of Rated Entity	Ellcot Spinning Mills Limited
Type of Relationship	Solicited
Purpose of the Rating	Entity Rating
Applicable Criteria	Methodology Corporate Ratings(Jun-18),Methodology Criteria Rating Modifier(Jun-18),Methodology Correlation Between Long-Term And Short-Term Rating Scale(Jun-18)
Related Research	Sector Study Textile(Oct-18)
Rating Analysts	Muhammad Hassan muhammad.hassan@pacra.com +92-42-35869504

Profile

Legal Structure Ellcot Spinning Mills Limited (Ellcot), was incorporated in 1991 as a public limited company.

Background Ellcot is associated with Nagina Group since its inception. The company's manufacturing facility is located in District Kasur, Punjab.

Operations The Company's current operational capacity comprises 61,728 Spindles. The total energy requirement of the Company is ~6MW which is wholly met through captive plant; comprising ~5.3MW gas-based, ~3MW diesel-based and ~4.6MW furnace oil-based grantors. Furthermore, the Company has LESCO connection as alternative source.

Ownership

Ownership Structure Ellcot is majorly (~58%) owned by Nagina Group, through group companies and sponsoring individuals. The remaining stake rests with financial institutions and general public.

Stability The considerable positions in Nagina Group are held by Ellahi Family. The Group has a structured line of succession, however the transfer of ownership to the next generation is not documented. Moreover, third generation is already in business, serving at various positions.

Business Acumen Nagina Group is one of the oldest medium-sized textile houses in Pakistan, operating under Ellahi's for over five decades, eventually developing expertise in spinning and weaving. However, the growth was limited but the Group sustained through the volatility of textile industry.

Financial Strength Nagina Group comprises three listed public limited companies – Ellcot Spinning Mills, Prosperity Weaving Mills and Nagina Cotton Mills Limited – and six private limited companies. This portrays adequate financial strength of the Group to support its entities, if needed.

Governance

Board Structure Ellcot's board comprises seven members out of which five members are non-executive and one member occupies an executive role - the CEO, while one director is independent. Five directors are Nagina Group nominees. The sponsors dominance on board along with control over key management positions poses challenge to the management, thus, hampers effective governance.

Members' Profile Mr. Shahzada Ellahi Shaikh – the Chairman, holds a bachelor's degree in Economics and International Relations. The board members carry vast knowledge and extensive experience of textile value chain, though diversity in experiences also exists. The directors' expertise in textile sector benefits the board in strategic decision making.

Board Effectiveness Three committees: Audit, Executive and Human Resource & Remuneration, are in place to assist the board on relevant matters and to ensure proper oversight. Attendance of board members in meetings remains strong and meeting minutes are formally documented.

Financial Transparency M/s. Rahman Sarfaraz Rahim Iqbal Rafiq, Chartered Accountants are the external auditors of the Company. They have expressed unqualified opinion on the financial statements of the Company for the year ended June 30, 2018.

Management

Organizational Structure The management team is headed by Mr. Shaukat Ellahi Shaikh (CEO), with defined reporting line to ensure smooth operations and efficiency. The Company has seven functional departments and all HOD's reports directly to the CEO.

Management Team Mr. Shafqat Ellahi is one of the sons of Mr. Shaikh Enam Ellahi. He holds a Bachelors degree from Colombia University and has been associated with the Company since its inception. He is well versed with the textile business and has strong business acumen, supported by a team of seasoned professionals that supplements his expertise.

Effectiveness The management meetings are held on daily basis with follow-up points to resolve or pro-actively address operational issues, if any, eventually ensuring smooth flow of operations.

MIS The Company has in place Oracle based Enterprise Resource Planning (ERP) system with comprehensive MIS reporting.

Control Environment The Company is compliant with multiple safety and quality assurance standard; majorly including ISO 9001:2008, Standard 100 by OEKO-TEX, Global Organic Textile Standards (GOTS), Organic Content Standard, Organic Content Standard 100, and Organic Content Standard Blended.

Business Risk

Industry Dynamics During 1HFY19, textile exports stagnated despite ~15% rupee devaluation during the period. Knitwear showed a relatively stronger performance ensuring that textile exports' growth stayed in positive territory. Falling cotton production, rising cotton prices and issue of outstanding refunds continue to be major hindrances for the textile sector. The devalued currency, recently announced relief in gas and electricity tariffs for zero-rated sectors and removal of duties on imported cotton are expected to boost overall exports, going forward. On the other hand exports of spinning industry are largely dependent on China and any material positive development among USA and China regarding tariffs will be beneficial for spinning industry.

Relative Position Nagina Group maintains a considerable position in Pakistan's spinning and weaving sector. The Company's association with Nagina Group strengthens its market position. However, on standalone basis Ellcot's share in local spinning industry is minimal.

Revenues During FY18, the Company's revenues clocked in at PKR 5,563mln, posting a growth of ~14% YoY, owing to continuous BMR activities and better pricing in local market. The Company's sales mix continued to be dominated by local sales ~79% (FY17: 95%). Top ten customers' revenue concentration in local market is high (FY18: ~69%, FY17: ~67%). Whereas, during 1HFY19 the Company's revenue has posted a growth of ~8.4%. This is largely attributable to higher volumetric production, factor of recently completed BMR.

Margins The Company's gross margins improved during the year (FY18: 7.3%, FY17: 6.5%), owing to lower than proportionate increase in cost of sales (~13.2%). This is attributable to prudent inventory procurement and constant BMR activities in recent years, followed by better operating margins (FY18: 4.2%, FY17: 3.6%). Meanwhile, the Company received dividend amounting to ~PKR 30mln from its trading portfolio, providing comfort to its bottom line which has posted growth of 67% (FY18 : ~PKR 131mln ; FY17: ~PKR 78mln). In 1HFY19, the Company's margins have followed the growth trend (gross - 1HFY19: 9.9%, operating - 1HFY19: 7.3%), on account of efficiency gains, factor of recent BMR, resulting in higher profitability ~PKR 63mln (1HFY19: PKR 46mln).

Sustainability The Company has incurred BMR of PKR 1,406mln in FY18, which include replacement of 25,200 obsolete spindles with fully automated latest spindles. This has reduced labor cost by ~60% and production volumes has increased by 20%, ensuring manufacturing efficiency. Going forward, the Company plans to optimize on existing capacity by exploring potential export markets.

Financial Risk

Working Capital The Company's reliance on short term borrowing has significantly increased (FY18: PKR 2,227mln, FY17: PKR 923mln), majorly led by higher inventory procurement. However, STB remains well covered when compared to net trade assets. Considerable increase in inventory and receivables has lead to higher net working capital days (FY18: 122days, FY17 82days). The working capital cycle further increased to 152days in 1HFY19.

Coverages During FY18, the Company's operating cash flows (FCFO) increased by ~52% (FY18: PKR 341mln, FY17: PKR 268mln) – largely due to improved profitability. However, the interest expense almost doubled, consequently, both interest and debt coverages have declined (FY18: 3.0x, FY17: 4.6x) and (FY18: 1.6x, FY17: 2.1x) respectively; though remained adequate. Whereas, the interest coverage declined in 1HFY19 to stand at ~2.3x, which is attributable to higher debt level coupled with increased interest rates. Meanwhile, debt coverage remained stagnant at ~1.6x, as better FCFO generation has mitigated the impact of higher CMLTD and interest cost. Going forward, further increase in interest rate may stretch the Company's coverages more.

Capitalization The Company has a significantly leveraged capital structure (~72.7%) at end-June 18 (end-June 17: 50.7%), increased on account of recent BMR amounting to ~PKR 1,406mln. At end-Dec18, the Company's leveraging largely remained stagnant at ~73.8%.



Ellcot Spinning Mills Limited

Listed Public Limited

BALANCE SHEET

	Dec-18	Jun-18	Jun-17	Jun-16
	6M	12M	12M	12M
a Non-Current Assets	2,542	2,652	1,180	1,221
b Investments (Incl. Associates)	467	451	546	120
Equity Instruments	467	451	546	120
Debt Instruments	-	-	-	-
c Current Assets	3,369	3,140	1,628	1,530
Inventory	2,063	1,821	850	738
Trade Receivables	507	741	390	281
Others	799	579	387	510
d Total Assets	6,377	6,243	3,354	2,870
e Debt/Borrowings	4,222	4,129	1,490	1,082
Short-Term	2,259	2,227	923	453
Long-Term (Incl. Current Maturity of Long-Term Debt)	1,963	1,901	567	629
Other Short-Term Liabilities	519	431	293	251
Other Long-Term Liabilities	140	134	122	119
f Shareholder's Equity	1,496	1,549	1,449	1,418
g Total Liabilities & Equity	6,377	6,243	3,354	2,870

INCOME STATEMENT

a Turnover	3,015	5,563	4,869	4,228
b Gross Profit	299	407	317	245
c Net Other Income	(7)	5	(15)	(5)
d Financial Charges	(140)	(115)	(58)	(51)
e Net Income	63	128	77	70

CASH FLOW STATEMENT

a Free Cash Flow from Operations (FCFO)	313	341	268	169
b Total Cashflows (TCF)	333	371	286	171
c Net Cash changes in Working Capital	(111)	(1,352)	(234)	(323)
d Net Cash from Operating Activities	100	(1,062)	3	(197)
e Net Cash from Investing Activities	(111)	(1,530)	(528)	(240)
f Net Cash from Financing Activities	29	2,593	369	465
g Net Cash generated during the period	18	1	(156)	28

RATIO ANALYSIS

a Performance

Turnover Growth	8%	14%	15%	-8%
Gross Margin	10%	7%	7%	6%
Net Margin	2%	2%	2%	2%
ROE	8%	9%	5%	5%

b Coverages

Debt Service Coverage (X) (FCFO/Gross Interest+CMLTD+U	1.6	1.6	2.1	1.2
Interest Coverage (X) (FCFO/Gross Interest)	2.3	3.1	4.9	3.6
Debt Payback (Years) (Total Debt (excluding Covered Short T	5.5	8.2	2.7	5.1

c Capital Structure (Total Debt/Total Debt+Equity)

Net Cash Cycle (Inventory Days + Receivable Days - Payable D	152	122	82	79
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d Capital Structure (Total Debt/Total Debt+Equity)

	74%	73%	51%	43%
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Ellcot Spinning Mills Limited

Mar-19

Credit Rating Scale & Definitions

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 Ratings		Short Term Ratings	
AAA	Highest credit quality. Lowest expectation of credit risk. Indicate exceptionally strong capacity for timely payment of financial commitments	A1+	The highest capacity for timely repayment.
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.	A1	A strong capacity for timely repayment.
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.	A2	A satisfactory capacity for timely repayment. This may be susceptible to adverse changes in business, economic, or financial 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.	A3	An adequate capacity for timely repayment. Such capacity is susceptible to adverse changes in business, economic, or financial conditions.
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	The capacity for timely repayment is more susceptible to adverse changes in business, economic, or financial conditions.
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.	C	An inadequate capacity to ensure timely repayment.
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.		



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, a) some material identifiable event and/or b) deviation from expected trend. 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 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) cessation of underlying entity, c) the debt instrument is redeemed, d) the rating remains suspended for six months, e) the entity/issuer defaults, or/and f) 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.

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(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

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- (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.
- (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)
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- (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)

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- (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)

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