The Pakistan Credit Rating Agency Limited

Rating Report

Cnergyico Pk Limited (Formerly: Byco Petroleum Pakistan Limited)

Report Contents

Rating History

Dissemination Date	Long Term Rating	Short Term Rating	Outlook	Action	Rating Watch
25-Aug-2022	A-	A2	Stable	Maintain	Yes
25-Aug-2021	A-	A2	Stable	Maintain	Yes
25-Aug-2020	A-	A2	Stable	Initial	Yes

Rating Rationale and Key Rating Drivers

The ratings reflect the resilient business profile of Cnergyico Pk Limited (Cnergyico) emanating from its diversified operational capability and its strategic importance in the domestic context. Cnergyico possesses a notable share in meeting the economy's demand for petroleum products, with its refinery and marketing business. Significant challenge underlying the future of refinery industry in Pakistan pertains to up-gradation of the refining complexes. A new proposed oil policy is under discussion which envisages certain fiscal and tariff concessions to the refining sector that will have improved implications on the financial condition of the refineries, also enabling their up gradation. However, the final approval and actual financial impact is yet to be seen. Implementation of deregulation mechanism to set petrol prices is also likely to be included in the new oil policy and can be a land mark development for the entire sector. Cnergyico's refinery business remains exposed to the vicissitudes in international crude and petroleum products' (POL) prices, which in turn, steer the gross refining margins (GRMs) of the Company. On the back of revival in economic dynamics and increase in GRMs due to imbalance in the global oil supply & demand situation, Cnergyico has resumed profitability in the latest quarter and booked net profit of PKR 563mln in 9MFY22 (FY21: PKR 3,596mln; FY20: PKR (2,431)mln). This trend is expected to continue in the upcoming quarters as well, however uncertainty exists regarding sustainability of GRMs' at this level due to recent dip in oil prices in international market. Cnergyico's financial risk profile is strained with significant reliance on sponsors' loan. Recent devaluation in rupee has further pressurized the already squeezed up WC lines. The company is managing working capital requirements through utilization of short-term borrowings and open credit arrangements with its crude oil suppliers. Cnergyico has already embarked on a new strategic venture to upgrade its refinery processes including installation of DHDS plant. However, upgradation process is slow since management has shifted its focus to maximize throughput of refinery to cash in on lucrative GRMs offered in last couple of quarters. Resultantly the funds are diverted to maximize the throughput and upgradation has been put on hold. The key sponsoring family - Abbassciy family, is committed to ensure continuity and extending essential support.

The ratings are reflection of Cnergyico's largest capacity, efficient processes that enables the company to effectively shield its business profile from external vulnerabilities. Improved performance indicators and promising financial discipline, are imperative for the ratings. The entity has been placed on Rating Watch to oversee challenges on the business and financial risk profile of the company, amongst others, related to industry dynamics.

Disclosure

Name of Rated Entity	Cnergyico Pk Limited (Formerly: Byco Petroleum Pakistan Limited)
Type of Relationship	Solicited
Purpose of the Rating	Entity Rating
Applicable Criteria	Methodology | Corporate Rating(Jun-22),Methodology | Correlation Between Long-term & Short-term Rating Scales(Jun-22),Methodology | Rating Modifiers(Jun-22)
Related Research	Sector Study | Refineries(Nov-21)
Rating Analysts	Uswa Sikandar | uswa.sikandar@pacra.com | +92-42-35869504

Profile

Legal Structure Cnergyico Pk Limited (formerly "Byco Petroleum Pakistan Limited", herein referred to as “Cnergyico” or “the Company”) was incorporated in the year 1995, under the repealed Companies Ordinance, 1984 and was granted a certificate of commencement of business, later in the same year. The company is listed on the Pakistan Stock Exchange.

Background Cnergyico was founded by its founder and first Chairman, Mr. Parvez Abbasi. After installation of its first oil refinery, the company began commercial production in 2004. Cnergyico’s marketing segment was formally launched in 2007.

Operations The Company currently operates in two business segments namely the Oil Refinery Business and Petroleum Marketing Business. Cnergyico has two refineries in Hub - Baluchistan, with an aggregate rated capacity of 155,000 bpd, the highest in the industry. The company's marketing segment has over 425 retail outlets across the country. The registered office is situated at the Harbour Front, 9th Floor, Dolmen City, Clifton, Karachi.

Ownership

Ownership Structure The company is a subsidiary of Cnergyico Mu Incorporated (CMI) (formerly Byco Industries Incorporated (BII)), Mauritius, which currently holds 69.83% shares in the company after divestment of 22% shares by IGCF Oil & Gas Limited (formerly Abraaj Mauritius Oil & Gas Limited (AMOGL)), while the rest is spread among other Financial Institutions and General Public.

Stability AMOGL is a wholly owned subsidiary of Abraaj Capital Limited – an Abraaj Group company which currently holds 16% shares in the company at group level. In 2018, the Group was forced into liquidation due to investigation related to the alleged mismanagement of money in its health-care fund. Abraaj Group is taking exit from the ownership of the Cnergyico. The timeline of such, is dependent upon the completion of the liquidation process of the Group and share price of the company.

Business Acumen The Abbasi family, Cnergyico’s strategic sponsors, have strong business skills and industry-specific working knowledge, due to extensive experience in the oil industry, which has helped the company to achieve growth in market share in recent years, after the setback of a fire accident in the refinery complex, in 2015.

Financial Strength The company’s sponsors have showcased a willingness to support the entity on a continuing basis, as evident by substantial sponsor loans.

Governance

Board Structure The control of the company vests with a seven-member Board of Directors (BoD) including the Chairman and the CEO. Four directors are representative of the Cnergyico group, whereas the remaining three directors are independent. Mr. Muhammad Aliuddin Ansari has been recently appointed as an independent director in place of Mr. Arshad Raza.

Members’ Profile Cnergyico’s BoD comprises qualified and experienced professionals. Mr. Mohammad Wasi Khan is the Chairman of the Board. Mr. Khan has been associated with the Group since 2004. He brings with him, over 30 years of experience in the refining sector.

Board Effectiveness Board Committees are in place to exercise strategic oversight, namely the; (i) Audit Committee, (ii) Human Resource and Remuneration Committee and (iii) Risk Management Committee.

Financial Transparency M/s Yousaf Adil , Chartered Accountants, are the newly appointed external auditors of the company, and have given an unqualified opinion on the company’s financial statements for the period ended December 31, 2021. The financial statements for the year ended June 30, 2021 were audited by M/s E&Y Sidat Hyder.

Management

Organizational Structure Presently, the company is divided in four main functions, namely i) Information, ii) Commercial, iii) Operations, and iv) Finance. Head of all these departments report to the CEO, who in turn reports to the BoD.

Management Team Mr. Amir Abbassciy has been the Chief Executive Officer of Cnergyico since January 2017, while also serving on the Board as an executive director. He brings with him, extensive experience spanning 3 decades in the industry. He has an MBA from the Business School of Lausanne, Switzerland

Effectiveness The robustness of control systems is a reflection of strong management. The management’s effective decision-making has led to processes becoming more systematic.

MIS Cnergyico has implemented SAP as the ERP solution, to streamline planning and coordination across business lines, thereby increasing overall efficiency.

Control Environment Cnergyico is one of the only refineries in Pakistan producing 92 RON PMG and is therefore not subject to the RON penalty. As part of the goal of adopting DuPont’s Process Safety Management system, the company has focused on safe commission activities, multiple turnarounds, EHS resource development, and sustainability, at its refineries.

Business Risk

Industry Dynamics During 3QFY22, the country consumed ~16.5mln MT of petroleum products (FY21:~19.8mln MT). POL product imports for FY21 were ~9.5mln MT (FY20: ~8.4 mln MT), while the country's local production in FY21 was ~11.6mln MT (FY20: ~9.4mln MT). In FY21, RFO comprised ~25% of total locally produced energy POL products, while MOGAS share was ~25% and HSD share was ~47% . News of deregulation of oil sector is currently doing rounds under which government's role will be reduced to an authority collecting petroleum levy, sales tax and custom duty, and would not have any role in price fixation which would push the refineries and oil marketing companies (OMCs) in the competition to attract buyers by selling petroleum products at competitive rates.

Relative Position In terms of production capacity, Cnergyico has ~19% of market share in the industry with a design capacity of 155,000 barrels per day. On the other hand, in the OMC segment, the company holds a modest market share of ~6% in terms of industry consumption (MT).

Revenues A growth in the turnover was noted, with the net revenue amounting to PKR~121,844mln in 9MFY22 (9MFY21: PKR~101,328mln), depicting an increase of 20% compared to the corresponding period. Increase in demand due to uptick in economic activity as well as increase in oil prices due to the imbalance in the global oil supply & demand situation have improved topline of the company.

Margins During 9MFY22, the Company recorded a gross profit of PKR~5,009mln (9MFY21: PKR~5,475mln). Consequently, gross profit margins during 9MFY22, stood at 4.1% (9MFY21: 5.4%) due to increase in international crude oil prices due to Ukrainian war situation and gradual slowdown in the rate of COVID Infections. During 9MFY22, the company reported a net profit of PKR~563mln as compared to net profit of PKR~2,180mln in the corresponding prior period. As a result, the net profit margins, during 9MFY22, clocked in at 0.5% (9MFY21: 2.2%).

Sustainability The refinery sector has been going through an existential crisis, as a result of the government's demand for environment friendly fuel. Due to the substantial investment needed for the required upgrades to the refineries, the developments in this regard, have reached an impasse. In spite of an improvement in the recent offtake of FO, uncertainty persists in its long term outlook, due to the government's preference for other input sources to be used by IPPs for electricity generation. In the wake of these challenges, Cnergyico is embarking on a new venture to counter the FO offtake challenge and becoming compliant with Euro-V Standard HSD.

Financial Risk

Working Capital Cnergyico’s working capital requirement emanates from import of raw materials and remains a function of fluctuating crude oil prices in international markets and movements in exchange rates. Cnergyico's average gross working capital days during 9MFY22 clocked in at 76 days (9MFY21: 77 days). While the average net working capital days stood at -18 days (9MFY21: -26 days). The company is maintaining working capital requirement by utilizing the short term lines for crude procurement and entering into open credit arrangements with its suppliers.

Coverages The Free Cash Flows from Operations (FCFO) were recorded at PKR~6,733mln during 9MFY22 (9MFY21: PKR~7,184mln; 9MFY20: PKR~2,689), owing to decrease in profitability during the period. The coverages, with the ratio FCFO-to-Finance Cost, clocked in at 3.0x (9MFY21: 3.9x) due to increase in finance cost primarily due to increase in the average of policy rates .

Capitalization Total Borrowings, including loan from the sponsor, amounted to PKR~42,295mln (9MFY21: PKR~37,885mln). Short-term loans constitute 38% of the total borrowings. As at 9MFY22, the equity stood at PKR~29,429mln (9MFY21: PKR~27,523mln).

Financial Summary

The Pakistan Credit Rating Agency Limited

PKR mln

Cnergyico Pk Ltd Refineries	Mar-22 9M	Jun-21 12M	Jun-20 12M	Jun-19 12M
A BALANCE SHEET				
1 Non-Current Assets	73,116	73,319	72,772	71,316
2 Investments	-	-	-	-
3 Related Party Exposure	16,932	16,932	16,932	16,932
4 Current Assets	42,501	47,747	36,312	41,895
a Inventories	*24,151*	*33,585*	*22,879*	*29,260*
b Trade Receivables	*5,690*	*4,556*	*4,357*	*5,337*
5 Total Assets	132,548	137,998	126,016	130,143
6 Current Liabilities	53,085	57,627	44,951	51,708
a Trade Payables	*39,881*	*44,129*	*33,419*	*41,828*
7 Borrowings	26,005	26,461	34,802	30,852
8 Related Party Exposure	16,290	18,449	13,653	13,533
9 Non-Current Liabilities	7,739	6,595	7,267	6,689
10 Net Assets	29,429	28,867	25,343	27,361
11 Shareholders' Equity	29,429	28,867	25,344	27,361
B INCOME STATEMENT				
1 Sales	121,844	142,150	173,899	197,831
a Cost of Good Sold	*(116,835)*	*(134,042)*	*(171,002)*	*(195,871)*
2 Gross Profit	5,009	8,108	2,896	1,960
a Operating Expenses	(1,225)	(1,581)	(1,512)	(1,406)
3 Operating Profit	3,785	6,527	1,384	553
a Non Operating Income or (Expense)	*(306)*	*(241)*	*145*	*278*
4 Profit or (Loss) before Interest and Tax	3,479	6,286	1,530	832
a Total Finance Cost	*(2,240)*	*(2,416)*	*(3,960)*	*(3,070)*
b Taxation	*(676)*	*(274)*	-	*554*
6 Net Income Or (Loss)	563	3,596	(2,431)	(1,684)
C CASH FLOW STATEMENT				
a Free Cash Flows from Operations (FCFO)	*6,733*	*10,585*	*4,955*	*3,144*
b Net Cash from Operating Activities before Working Capital Changes	*4,257*	*7,602*	*(1,509)*	*1,080*
c Changes in Working Capital	*468*	*1,648*	*(102)*	*(9,879)*
1 Net Cash provided by Operating Activities	4,725	9,250	(1,611)	(8,799)
2 Net Cash (Used in) or Available From Investing Activities	(3,504)	(4,646)	(3,331)	(2,781)
3 Net Cash (Used in) or Available From Financing Activities	(1,870)	(4,673)	7,393	11,969
4 Net Cash generated or (Used) during the period	(649)	(69)	2,452	389
D RATIO ANALYSIS				
1 Performance				
a Sales Growth (for the period)	14.3%	-18.3%	-12.1%	19.0%
b Gross Profit Margin	4.1%	5.7%	1.7%	1.0%
c Net Profit Margin	0.5%	2.5%	-1.4%	-0.9%
d Cash Conversion Efficiency (FCFO adjusted for Working Capital/Sales)	5.9%	8.6%	2.8%	-3.4%
*e Return on Equity [Net Profit Margin * Asset Turnover * (Total Assets/Sh*	2.6%	13.3%	-9.2%	-5.9%
2 Working Capital Management				
a Gross Working Capital (Average Days)	76	84	65	64
b Net Working Capital (Average Days)	-18	-16	-14	-19
c Current Ratio (Current Assets / Current Liabilities)	0.8	0.8	0.8	0.8
3 Coverages				
a EBITDA / Finance Cost	3.0	4.5	1.3	1.3
b FCFO / Finance Cost+CMLTB+Excess STB	0.3	0.3	0.1	0.1
c Debt Payback (Total Borrowings+Excess STB) / (FCFO-Finance Cost)	8.8	6.7	57.4	727.6
4 Capital Structure				
a Total Borrowings / (Total Borrowings+Shareholders' Equity)	59.0%	60.9%	65.7%	61.9%
b Interest or Markup Payable (Days)	92.0	85.8	82.3	46.8
c Entity Average Borrowing Rate	7.0%	5.3%	9.1%	9.0%

Credit Rating

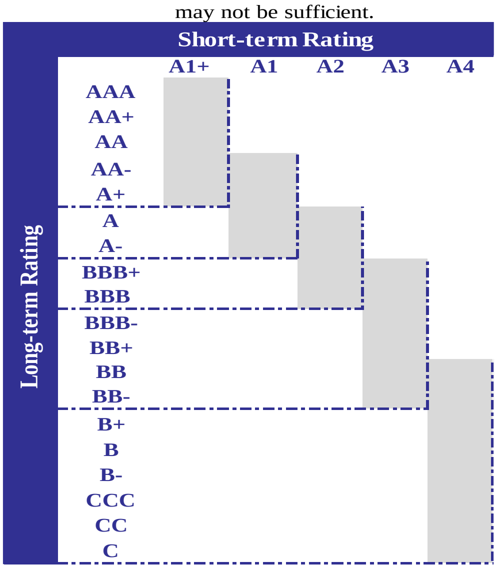
Credit rating reflects forward-looking opinion on credit worthiness of underlying entity or instrument; more specifically it covers relative ability to honor financial obligations. The primary factor being captured on the rating scale is relative likelihood of default.

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):

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

Instruments
a) Basel III Compliant Debt Instrument Rating
b) Debt Instrument Rating
c) Sukuk Rating

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