



The Pakistan Credit Rating Agency Limited

Rating Report

Sindh Engro Coal Mining Company

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Rating History

Dissemination Date	Long Term Rating	Short Term Rating	Outlook	Action	Rating Watch
24-Jul-2020	AA	A1+	Stable	Maintain	-
25-Jul-2019	AA	A1+	Stable	Initial	-

Rating Rationale and Key Rating Drivers

The ratings reflect Sindh Engro coal mining company's ownership structure-owned by the Government of Sindh and financially sound business groups of the country. The rating also incorporates the fact that indigenous coal is expected to play a dominant role in meeting the country's future energy requirement. SECMC has leased Block-II (out of 12 blocks) of Thar, for the period of thirty (30) years, which has a cumulative capacity of ~1.57bln tonnes of coal which could be used to produce 5,000 MW for fifty (50) years. The rating favorably factors in successful commissioning of 3.8mln TPA (Phase-I) mine on 10th July 2019, three months earlier than the Scheduled COD. Comfort is drawn from China Machinery Engineering Corporation (CMEC) – the O&M operator – having significant experience of International EPC Projects in Power Plants. Business risk is considered low, exhibited by demand risk coverage as SECMC has signed a Coal Supply Agreement with its associated company, Engro Powergen Thar Limited (EPTL), incorporated to operate mine-mouth coal-fired Power Plant (2x330MW), for phase-I. SECMC has in place insurance arrangements against risk related to property and business continuity. This amply covers SECMC for its own risks and risks arising from its customer. Phase II having potential of soaring coal capacity to 7.6 TPA, has achieved financial close in Dec-19 and is funded with 69% debt and 31% equity. Due to Covid-19 and lockdown in China in Jan-2020, the EPC Contractors of Phase-II Expansion, who is based out of China, had served Force Majeure Event (FME) notice to SECMC, company has also notified Government of Sindh of the FME in due time. However as the situation unfolded and as imports resume from China, the management and its technical consultant is of the view that the COD of Phase-II Expansion would be achieved as scheduled. The Rating incorporates the prevailing uncertainty due to the outbreak of COVID-19 pandemic and on account of prevailing circular debt crisis Company's liquidity situation in terms of pending receivables seems stringent.

Adherence to good financial discipline towards both financial and commercial obligations is considered a strength. Meanwhile, upholding strong operational performance in line with agreed performance levels remain important. Effective management of the project, favourable regulatory regime, and consistency in related policies remain critical for the ratings.

Disclosure

Name of Rated Entity	Sindh Engro Coal Mining Company
Type of Relationship	Solicited
Purpose of the Rating	Entity Rating
Applicable Criteria	Methodology Corporate Ratings(Jun-20),Methodology Correlation Between Long-Term And Short-Term Rating Scale(Jun-20),Criteria Rating Modifier(Jun-20)
Related Research	Sector Study Coal Mining and Trading(Jul-20)
Rating Analysts	Sana Shameen sana.shameen@pacra.com +92-42-35869504



The Pakistan Credit Rating Agency Limited

Coal Mining and Trading

Profile

Legal Structure Sindh Engro Coal Mining Company Limited is a public unlisted company, incorporated in Pakistan on October 15, 2009. The Company has its registered office at, The Harbor Front Building, Clifton, Karachi.

Background The Company had commenced an initial feasibility study of the project in November 2009 through a team of International Consultants and local experts to confirm the technical, environmental, social and economic viability of the Project. The study was carried out on an area of 79.6 sq. km allocated to the Company in Thar Coalfield which was approved by the Technical Committee of the Government of Sindh on August 31, 2010.

Operations The Company was formed under a Joint Venture Agreement, dated September 8, 2009, between the Government of Sindh (GoS), Engro Energy Limited (EEL) [formerly Engro Powergen Limited (EPL)] and Engro Corporation Limited for the development, construction and operations of an open-cast lignite mine in Block-II of Thar Coal Field, Sindh.

Ownership

Ownership Structure The company's ordinary shares, ~91.5% of the total equity, are owned by Government of Sindh (~54.70%), Engro Energy Limited (~11.90%), Thal Limited (~11.90%), Habib ank Limited (~9.50%), HUBCO (~8%), and CMEC Thar Mining Investments LTD (~4%). While preference shares, ~8.5% of the total equity, are owned by Huolinhe Open Pit Coal (HK) Investment Co. Ltd (100%).

Stability Majority shareholding owned by Government of Sindh provides support to stability of the company. Comfort is also drawn as the country's biggest conglomerate, Engro Corporation Limited (ECorp), has its stake in the company through its subsidiary company, Engro Energy Limited, and Mega Conglomerate Private Limited through its subsidiary company HUBCO.

Business Acumen Government of Sindh holds SECMC as its strategically vital asset, whereas more technical knowledge flows in from Engro, HUBCO & CMEC. The business acumen of sponsors of the company is considered strong.

Financial Strength Joint ownership from the Government of Sindh (GoS) and association of financially sound conglomerates provide absolute financial strength to the company. Given the strategic importance of SECMC to the GoS, in terms of its socio-economic policies and its quest of reducing the import bill, the probability of sovereign support, in case the company requires it, remains high.

Governance

Board Structure The board of SECMC comprises twelve experienced professionals, five members represents Government of Sindh, two nominees are from Engro, two members appertaining to Thal Limited, while Habib Bank Limited, HUBCO and Huolinhe Investment company represent one member each.

Members' Profile Imtiaz Ahmed Sheikh is the Chairman of the board. He is a seasoned Pakistani politician who is the current and Provincial Minister of Sindh for Energy, in office since 5 September 2018. He has been a member of the Provincial Assembly of Sindh since August 2018.

Board Effectiveness During CY19, the board held six meetings to address the strategic decisions of the company. There are five committees at the Board level, namely i) Audit Committee, ii) Risk Management committee, iii) Peoples Committee, iv) Procurement Committee, v) CSA Committee

Financial Transparency A.F.Ferguson & Co., a member firm of PWC, is the auditor of the company. They expressed an unqualified opinion on the company's financial statements at end-Dec19. Though the company is non-listed, still financial statements have been being prepared in a timely fashion to maintain financial transparency intact.

Management

Organizational Structure Company's organization is structured around the effective functioning of seven major departments. Each department is headed by an experienced professional, reporting directly to the CEO. The departments comprise: a) Finance, b) HR & Admin, c) Site Operations, d) Mine Tech & Expansion, e) Water Resources, f) Commercial Operations, & g) Audit.

Management Team Mr. Syed Abul Fazl Rizvi is the Chief Executive officer of the company, a mechanical engineer by profession. He is associated with the group for ~21 years with overall ~22 years of experience in his portfolio. His expertise lies in project management, strategic management & execution of large, industrial complexes.

Effectiveness To oversee the management of the company, SECMC has constituted an internal management committee comprising of executives from SECMC and of all subsidiaries Engro Energy Limited. The purpose of the committee is to drive the strategic decision making for the company and formulates new strategies to deal with developments that the company encounters.

MIS SECMC uses SAP as its Enterprise Resources Planning (ERP) Software specifically the FICO (Finance Module) for maintaining its financial database. SAP FI is made up of submodules. The sub-modules that are often used to generate reports of accounts receivables, accounts payables, asset accounting, general ledger accounting, and bank accounting.

Control Environment SECMC maintains an effective control environment with defined policies and procedures. Company's internal audit function performs regular reviews on the financial, operational and compliance controls and reports directly to the audit committee for all critical issues.

Business Risk

Industry Dynamics Pakistan's total coal reserves stood at ~185,175mln tonnes and is ranked 7th amongst the lignite (coal) rich countries of the world. Of all the reserves ~99% of the reserves are present in Sindh province, while Punjab, and Baluchistan shares ~0.1% each to the total reserves. The country's largest coal reserves are located at Tharparkar District in the south-eastern province of Sindh, where about ~175,506mln Tonnes is identified, which is ~94% of the total reserves and ~95% of the reserves in Sindh Province.

Relative Position SECMC project is being developed in Block II which has five phases. Block II has the total reserves of ~1,584mln Tonnes which is ~1% of the total reserves in Thar region of Sindh. It is estimated that exploitable reserves of 1,584mln tons can be used to produce 5,000 MW for 50 years.

Revenues Company's revenue source is a component of i) Tariff that will be being charged to its customer, and ii) coal that will be supplied. Levelised tariff, for phase-I, that is determined at the time of financial close is \$58.03 per tons. The true-up revenue is filed with NEPRA and notification of the same is awaited. Company has started operations in July-19 and at 3MCY20 company's revenue generation is reported at PKR 9,210mln (CY19: PKR 17,011mln).

Margins During 3MCY20, Company's gross margin has been reported at 48.9% in comparison to 52.4% during CY19. Company has posted a net profit of PKR 182mln (CY19: PKR 5,681mln) on account of trickledown effect of exchange currency loss and increased finance cost. Hence, company's net profit margin has also declined to 2% (CY19: 33%).

Sustainability Coal is mostly imported in Pakistan to meet domestic demand and, although imported coal is a cheap source of fuel compared to imported oil. With the development of Pakistan's huge coal reserves at Thar, the country will be able to substitute its use of imported oil and, through the use of affordable and sustainable energy sources.

Financial Risk

Working Capital During 3MCY20 company's net working capital cycle stood at 224 days compared 442days in CY19. SECMC manages its working capital cycle through mix of internal cashflows and short term borrowings. During review, Company's reliance on short term borrowings has increased to PKR 7.4bln (end-Dec19: PKR 4.6bln).

Coverages As per 3MCY20, FCFO of the company, which is a function of profitability stood at PKR 5,405mln (CY19: PKR 10,181mln). In the midst of this deterioration in 3MCY20, coverages were also impacted heavily [Interest Coverage: 3MCY20: 1.3x CY19: ~3.6x].

Capitalization The total project cost of phase I was ~USD 626.8mln which is being financed with a debt to equity ratio of 75:25. Debt portion is a mix of local and foreign financing. The first principal payment for the same was due in June-20 and the respective obligation is timely fulfilled by the entity. Phase II has a total project cost of USD 216mln. The debt portion comprises of local financing of USD 149mln respectively.



The Pakistan Credit Rating Agency Limited

Financial Summary

PKR mln

SECMC	Mar-20	Dec-19	Dec-18	Dec-17
Coal	3M	12M	12M	12M

A BALANCE SHEET

1 Non-Current Assets	74,666	72,597	62,510	39,322
2 Investments	-	-	-	-
3 Related Party Exposure	206	206	206	206
4 Current Assets	39,541	30,180	2,132	1,170
a Inventories	661	585	-	-
b Trade Receivables	23,907	20,026	-	-
5 Total Assets	114,414	102,983	64,848	40,699
6 Current Liabilities	17,719	12,443	7,377	5,583
a Trade Payables	-	-	-	-
7 Borrowings	70,075	64,103	43,419	24,984
8 Related Party Exposure	1,246	1,246	539	366
9 Non-Current Liabilities	-	-	-	-
10 Net Assets	25,374	25,191	13,513	9,766
11 Shareholders' Equity	25,374	25,191	13,513	9,766

B INCOME STATEMENT

1 Sales	9,210	17,011	-	-
a Cost of Good Sold	(4,705)	(8,098)	-	-
2 Gross Profit	4,505	8,913	-	-
a Operating Expenses	(117)	(429)	(32)	(25)
3 Operating Profit	4,388	8,483	(32)	(25)
a Non Operating Income or (Expense)	117	52	15	16
4 Profit or (Loss) before Interest and Tax	4,505	8,536	(16)	(9)
a Total Finance Cost	(4,289)	(2,844)	(1)	(1)
b Taxation	(34)	(11)	(0)	(1)
6 Net Income Or (Loss)	182	5,681	(18)	(10)

C CASH FLOW STATEMENT

a Free Cash Flows from Operations (FCFO)	5,405	10,323	(23)	(29)
b Net Cash from Operating Activities before Working Capital Changes	5,217	5,506	(2,271)	(29)
c Changes in Working Capital	(1,454)	(17,717)	1,254	581
1 Net Cash provided by Operating Activities	3,763	(12,211)	(1,018)	553
2 Net Cash (Used in) or Available From Investing Activities	(2,931)	(7,003)	(17,946)	(17,892)
3 Net Cash (Used in) or Available From Financing Activities	3,509	25,395	19,901	16,305
4 Net Cash generated or (Used) during the period	4,340	6,182	938	(1,034)

D RATIO ANALYSIS

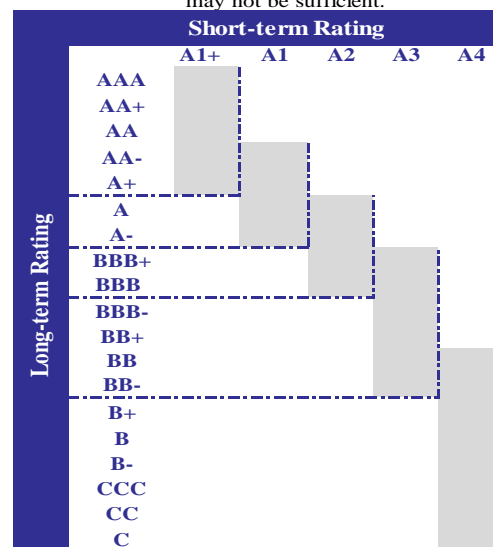
1 Performance				
a Sales Growth (for the period)	116.6%	--	N/A	N/A
b Gross Profit Margin	48.9%	52.4%	N/A	N/A
c Net Profit Margin	2.0%	33.4%	N/A	N/A
d Cash Conversion Efficiency (EBITDA/Sales)	57.5%	59.8%	N/A	N/A
e Return on Equity (ROE)	2.9%	29.4%	N/A	N/A
2 Working Capital Management				
a Gross Working Capital (Average Days)	224	442	N/A	N/A
b Net Working Capital (Average Days)	N/A	N/A	N/A	N/A
c Current Ratio (Total Current Assets/Total Current Liabilities)	2.2	2.4	0.3	0.2
3 Coverages				
a EBITDA / Finance Cost	1.2	3.6	-27.4	-26.5
b FCFO / Finance Cost+CMLTB+Excess STB	1.0	1.6	0.0	0.0
c Debt Payback (Total Borrowings+Excess STB) / (FCFO-Finance Cost)	14.3	8.1	-2011.8	-1011.8
4 Capital Structure (Total Debt/Total Debt+Equity)				
a Total Borrowings / Total Borrowings+Equity	73.8%	72.2%	76.5%	72.2%
b Interest or Markup Payable (Days)	74.2	230.4	0.0	0.0
c Average Borrowing Rate	25.1%	5.2%	0.0%	0.0%

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	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.

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 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):

Entities

- Broker Entity Rating
- Corporate Rating
- Financial Institution Rating
- Holding Company Rating
- Independent Power Producer Rating
- Microfinance Institution Rating
- Non-Banking Finance Companies (NBFCs) Rating

Instruments

- Basel III Compliant Debt Instrument Rating
- Debt Instrument Rating
- Sukuk Rating

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- 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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- (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.
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- (10) PACRA maintains principal of integrity in seeking rating business | Chapter III; 11-A-(u)
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- (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)
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- (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)

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