The Pakistan Credit Rating Agency Limited

Rating Report

Din Energy Limited

Report Contents

Rating History

Dissemination Date	Long Term Rating	Short Term Rating	Outlook	Action	Rating Watch
22-Oct-2021	A-	A2	Stable	Initial	-

Rating Rationale and Key Rating Drivers

Din Energy Limited is setting up a 50MW wind power plant "Din Energy Limited" in Jhampir, District Thatta, Sindh. The required commercial operations date as defined in Tariff determined by Nepra, is fifteen months from the construction start date and till August'21, the construction of the project is ~61% completed. Din Energy is awarded upfront tariff, with the payments to be received from CPPA-G backed by the sovereign guarantee. Hydrochina International Engineering Company Limited & Hangzhou Huachen Electric Power Control Company are the EPC contractors, comfort is drawn that they have vast experience in wind power technology. So far, owners have injected 90% of equity which lends support to achieve timely completion. In case of delay in achieving the COD, the EPC contractors will be liable to pay the liquidated damages of $ 28,500 per day backed by irrevocable bank guarantee of 15% of EPC cost. The construction contractor will be the O&M operator for two years after COD; it will provide the warranty bond (10% of EPC cost) in the form of irrevocable bank guarantee for 24 months after COD. These bank guarantees provide additional cushion for the sustainable financial risk profile. Further, the company maintains the Debt Service Reserve Account (DSRA), which is 100% filled by 6 months SBLCs, in total providing coverage of six months on its financial obligations till maturity. Project revenues and cash flows are exposed to wind risk, there is seasonal variation in the wind speed which affect the electricity generation, and ultimately cash flows may face seasonality. However, historical wind speeds provide comfort that Din Energy would be able to meet the benchmark capacity factor and generate enough cash flows to keep its financial risk manageable.

The Company has signed Energy Purchase Agreement ("EPA") with CPPA-G, as per the EPA, in case of non-project missed volumes the power purchaser shall be liable to pay the missed volumes calculated using tariff rates. The Company has insurance coverage to cover for the risk of business interruptions, marine & erection etc. Furthermore, external factors such as any adverse changes in the regulatory framework or prolonged delay in achieving COD may impact the ratings, which the management is confident to achieve, keeping in consideration the progress of project. Upholding financial discipline is also a consideration.

Disclosure

Name of Rated Entity	Din Energy Limited
Type of Relationship	Solicited
Purpose of the Rating	Entity Rating
Applicable Criteria	Methodology | Independent Power Producer Rating(Jun-21),Criteria | Correlation Between Long-term & Short-term Rating Scales(Jun-21),Criteria | Rating Modifiers(Jun-21)
Related Research	Sector Study | Power(Jan-21)
Rating Analysts	Muhammad Mubashir Nazir | mubashir.nazir@pacra.com | +92-42-35869504

Profile

Plant The 50MW wind farm is set up on a Build, Own, and Operate (BOO) basis over 325 acres of land near Deh Kohistan, Sindh. Din Energy Ltd is a Renewable Energy Independent Power Producer (RE IPP) operating under the Renewable Energy Policy 2006 by the Alternative Energy Development Board (AEDB).

Tariff DIN Energy is awarded upfront tariff for wind power projects by NEPRA. Under which, the company has a generation tariff PKR 7.3311 per Kilowatt hour (KWh) for years 1-10 and generation tariff of PKR 2.4026 per Kilowatt hour (KWh) for years 11-25. The levelized tariff for the project is US¢ 4.7824/KWh at the time of the financial close. Upon COD of the project, the Company filed for tariff adjustment.

Return On Project The IRR of the project, as agreed with NEPRA, is 14%.

Ownership

Ownership Structure Din Energy is owned by Din Group and its founding family members; while shareholding is segregated as: Din Corporation Pvt Ltd and Din Ventures Pvt Ltd owned (31.67%) each, while Din Industries Management Pvt Ltd (5%), Sheikh Muhammad Pervez (15.8%), Ghazala Pervez (15.8%), Fawad Javed (0.00015%), Farhad Sheikh Muhammad (0.00015%) and Irfan Muneer (0.00015%).

Stability Stability in the IPPs is drawn from the agreements signed between the company and power purchaser. The stability factor is considered strong.

Business Acumen The Din Group is engaged in marketing of textile, leather and energy. Under the dynamic leadership of the Group and strong Human Resource, Din Textile Mills Ltd was founded in 1987 and in a very short time become an icon for the value-added spinning industry in Pakistan. Din Leather Pvt Ltd been awarded many Best Export Performance Trophies by the Federation of Pakistan Chambers of Commerce & Industry (FPCCI) and has also been awarded Gold Medal Award by the International Export Association U.K. in recognition of their export achievements. The Group is further engaged hiding and renewable energy, land development and real estate project in Lahore.

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

Governance

Board Structure BoD comprises four members including the CEO. Each sponsor has one representative on the Board.

Members' Profile Mr. Shaikh Muhammad Pervez is currently the Chairman of the board. The board has a vast experience in various sectors including but not limited to finance, accounting, project management, and construction and manufacturing.

Board Effectiveness Company's board members conduct board discussions where important matters related to the project, finance and related parties.

Financial Transparency The company's external auditor, BDO ebrahim & Co, expressed an unqualified opinion on the company's financial statements as of end-Jun21.

Management

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

Management Team Mr. Fawad, the CEO, has been spearheading the company since assuming the management control of the company who has 14 years' experience. Mr. Muhammad Asad Ullah is project engineer and he carries with him more than 12 years of experience in project management. He is supported by the experienced management team. Mr. Khalil ur Rehman Hakro is the Civil Engineer with 23 years' experience who is working as the Site Manager.

Effectiveness Additionally, management's effective decision-making cause processes more systematic while the robustness of control systems is considered a reflection of strong management, which is reasonable.

Control Environment The company takes advantage of advanced IT Solutions to deliver comparatively better on many fronts. Moreover, Company's quality of the IT infrastructure and the breadth and depth of activities performed has remained well satisfactory.

Operational Risk

Power Purchase Agreement DIN Energy is being developed under the Renewable Energy Policy 2006. EPA is with CPPA-G, and has tenure of 25 years.

Operation And Maintenance The long term O&M contract is yet to be finalized.

Resource Risk The risk of wind resource shall be borne by the power producer.

Insurance Cover Insurance is attained for material damage, third party liability, and delay in startup affecting the profits. EPC contractors will be liable to pay Liquidated Damages (LDs) as per the contract if benchmark performance ratio is not met or in the event that plant is not functional by the Required COD.

Performance Risk

Industry Dynamics The government has devised a concrete plan to enhance share of renewable energy in the existing energy mix by 30% till 2030. According to NEPRA, the wind power potential of Pakistan is 50,000MW with current installed capacity is 1,235MW and further of LOI 610 MW of wind energy, which have achieved financial close and 165MW power projects at different stages.

Generation It will start after completing the program which is expected in Dec 2021.

Performance Benchmark The required capacity factor is 38% and the availability factor shall be maintained as agreed under the energy purchase agreement.

Financial Risk

Financing Structure Analysis The total project cost approved under NEPRA is ~USD 63.91mln, consisting of 80% of debt (~USD 51.12ml) and 20% of equity (~USD 12.78mln). The debt financing constitutes foreign loan of USD ~25.9mln (3MLIBOR+4.25%) and local loan of PKR 4.5bln (SBP refinancing rate of 3%+1.75%). The local loan is eligible for refinancing under the State Bank of Pakistan (SBP) Financing Scheme for Renewable Energy. The foreign loan has the maturity of 13 years while the local loan has maturity of 10 years with grace period of two years for both loans. Both the local and foreign loan are repayable in quarterly installments. The repayment of loan will begin after the first draw down to be expected in June-22 for local loan and March-23 for foreign loan.

Liquidity Profile As at end-Jun21, total receivables of the company is nil because the project is in progress. IPPs, being dependent on the GoP for payments, have to manage their liquidity requirements from short-term borrowings.

Working Capital Financing Renewable IPPs do not have to pay for fuel which minimize their working capital needs.

Cash Flow Analysis The stability and sustainability of future cash flows of DIN Energy depends completely on continuous performance of its wind turbines. The company would have to make quarterly principal repayments of debt, which also includes foreign debt. The company will maintain the Payment Service Reserve Account (PSRA), which will be equivalent to two quarterly payments (6 months). PSRA will be filled by 6 months SBLC.

Capitalization As at end June-21 DIN Energy has availed local facility of PKR ~PKR 1,721mln and foreign facility of USD 3mln (June'20: nil) with leveraging at 52.13% as at end June-21. The leverage of the company will increase further significantly as the project debt constitutes 80% (~USD 51.12ml) of total estimated project cost (~USD 63.91mln).

The Pakistan Credit Rating Agency Limited

Financial Summary
PKR mln

DIN Energy Power	Jun-21 12M	Jun-20 12M	Jun-19 12M	Jun-18 12M	Jun-17 12M
A BALANCE SHEET					
1 Non-Current Assets	3,642	593	104	76	50
2 Investments	-	-	-	-	-
3 Related Party Exposure	-	-	-	-	-
4 Current Assets	365	1,077	33	15	14
a Inventories	-	-	-	-	-
b Trade Receivables	-	-	-	-	-
5 Total Assets	4,006	1,671	137	91	64
6 Current Liabilities	10	14	1	1	0
a Trade Payables	*3*	*10*	-	-	-
7 Borrowings	2,083	8	-	-	-
8 Related Party Exposure	-	-	39	39	-
9 Non-Current Liabilities	-	-	-	-	-
10 Net Assets	1,914	1,649	97	50	64
11 Shareholders' Equity	1,914	1,649	97	50	64
B INCOME STATEMENT					
1 Sales	-	-	-	-	-
a Cost of Good Sold	-	-	*(4)*	-	-
2 Gross Profit	-	-	(4)	-	-
a Operating Expenses	(0)	(8)	(0)	(0)	(0)
3 Operating Profit	(0)	(8)	(4)	(0)	(0)
a Non Operating Income or (Expense)	*3*	*7*	*2*	*0*	*0*
4 Profit or (Loss) before Interest and Tax	3	(1)	(2)	0	0
a Total Finance Cost	-	-	-	*(0)*	-
b Taxation	-	*0*	*(1)*	-	-
6 Net Income Or (Loss)	3	(1)	(3)	0	0
C CASH FLOW STATEMENT					
a Free Cash Flows from Operations (FCFO)	*0*	*(8)*	*0*	*2*	*1*
b Net Cash from Operating Activities before Working Capital Changes	*0*	*(8)*	*(1)*	*2*	*1*
c Changes in Working Capital	*(99)*	*(28)*	*(1)*	*1*	*13*
1 Net Cash provided by Operating Activities	(99)	(35)	(2)	3	14
2 Net Cash (Used in) or Available From Investing Activities	(3,152)	(344)	(30)	(27)	(16)
3 Net Cash (Used in) or Available From Financing Activities	2,443	1,382	50	25	-
4 Net Cash generated or (Used) during the period	(808)	1,003	18	1	(2)
D RATIO ANALYSIS					
1 Performance					
a Sales Growth (for the period)	N/A	N/A	N/A	N/A	N/A
b Gross Profit Margin	N/A	N/A	N/A	N/A	N/A
c Net Profit Margin	N/A	N/A	N/A	N/A	N/A
d Cash Conversion Efficiency (FCFO adjusted for Working Capital/Sales)	N/A	N/A	N/A	N/A	N/A
*e Return on Equity [Net Profit Margin * Asset Turnover * (Total Assets/Sh*	N/A	N/A	N/A	N/A	N/A
2 Working Capital Management					
a Gross Working Capital (Average Days)	N/A	N/A	N/A	N/A	N/A
b Net Working Capital (Average Days)	N/A	N/A	N/A	N/A	N/A
c Current Ratio (Current Assets / Current Liabilities)	38.2	79.6	27.0	10.2	204.2
3 Coverages					
a EBITDA / Finance Cost	N/A	N/A	N/A	N/A	N/A
b FCFO / Finance Cost+CMLTB+Excess STB	N/A	N/A	N/A	N/A	N/A
c Debt Payback (Total Borrowings+Excess STB) / (FCFO-Finance Cost)	90813.8	-1.0	97.6	17.9	0.0
4 Capital Structure					
a Total Borrowings / (Total Borrowings+Shareholders' Equity)	52.1%	0.5%	28.6%	43.7%	0.0%
b Interest or Markup Payable (Days)	N/A	N/A	N/A	N/A	N/A
c Entity Average Borrowing Rate	0.0%	0.0%	0.0%	0.0%	--

Credit Rating

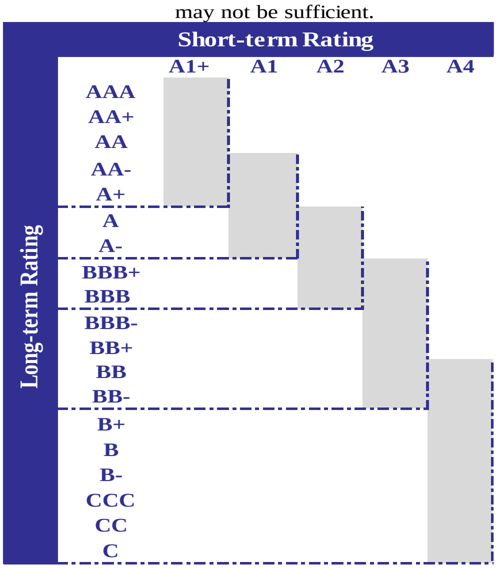
Credit rating reflects forward-looking opinion on credit worthiness of underlying entity or instrument; more specifically it covers relative ability to honor financial obligations. The primary factor being captured on the rating scale is relative likelihood of default.

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 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

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.
(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)
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