



The Pakistan Credit Rating Agency Limited

Rating Report

Ghani Chemical Industries Limited | PP Sukuk | PKR 800mln | TBI

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Rating History

Dissemination Date	Long Term Rating	Short Term Rating	Outlook	Action	Rating Watch
27-Jan-2023	A	-	Stable	Preliminary	-

Rating Rationale and Key Rating Drivers

The ratings recognize Ghani Chemical Industries Limited's (GCIL) leading and prominent position in the industrial and medical gases sector in terms of production capacity. The industry largely possesses an oligopolistic structure, benefiting the players. During FY22 the top line of the Company showed ~9.2% growth and margins also showed improvement at all levels. All three plants remained operational at optimum capacity utilization. GCIL's fourth 105TPD dedicated plant became operational and started to cater to the demand of renowned industrial customers and would play a pivotal role in top-line and bottom-line growth. Going forward the Company is expected to receive benefits from (a) rising demand from the industrial segment which will be translated into better financial performance (b) Capacity expansions with a new plant with sustained existing capacity utilization (c) reduce reliance on borrowings from financial institutions with rationalized leveraging policy (d) stock exchange listing to capitalize future growth. GCIL planned to finance the capacity expansion through a mix of equity, bank borrowing, and Sukuk. This PP Sukuk is part of this expansion.

The ratings are dependent upon the company's ability to sustain its healthy business profile amidst strong competition, herein, effective and prudent management of financial risk indicators remains important. Moreover, upholding of governance framework is vital.

Disclosure

Name of Rated Entity	Ghani Chemical Industries Limited PP Sukuk PKR 800mln TBI
Type of Relationship	Solicited
Purpose of the Rating	Debt Instrument Rating
Applicable Criteria	Methodology Corporate Rating(Jun-22),Methodology Debt Instrument Rating(Jun-22),Methodology Rating Modifiers(Jun-22)
Related Research	Sector Study Industrial Gases(Oct-22)
Rating Analysts	Muhammad Atif Chaudhry Atif.Chaudhry@pacra.com +92-42-35869504

Issuer Profile

Profile Ghani Chemical Industries Limited is a listed, public concern, incorporated as a private limited company in Nov-15 and subsequently converted to a listed public company. In Jul-19, as part of the Scheme of Compromises, Arrangement, and Reconstruction undertaken by the Ghani Global Group of Companies, the manufacturing undertaking of Ghani Global Holdings Limited (formerly “Ghani Gases Limited”), along with all assets and liabilities, was transferred to Ghani Chemicals Industries Limited. The listing of the company was made on the Nov-22. The Company is a subsidiary of Ghani Global Holdings Limited (formerly “Ghani Gases Limited”). Ghani Chemicals is engaged in the manufacturing, sale, and trading of medical and industrial gases and chemicals including Liquid Nitrogen, Liquid Oxygen, Argon, and Calcium Carbide. The Company’s total production capacity of now stands at ~435TPD.

Ownership The majority stake in Ghani Chemicals (~58.53%) is presently held by the Group holding company, Ghani Global Holdings Limited, which is majorly owned by the Ghani Family (~52%). The remaining shareholding lies in Ghani Products (Pvt.) Ltd ~18.12%. Free float of the Company is ~21.83%. Restructuring undertaken by the Ghani Group has resulted in the transition of Ghani Gases Limited – formerly a manufacturing entity – into the Group holding company, Ghani Global Holdings Limited. The sponsors have over five decades of entrepreneurial experience in vastly diversified sectors including industrial gases, engineering, mining, glass, real estate, automobiles, and food. The Ghani Group, which includes Ghani Global Holdings Limited, Ghani Global Glass Limited, and Ghani Chemical Industries Limited, had total equity of ~PKR 13.7bln at the year-end June 22. The Group has the adequate financial muscle and has shown a willingness and ability to support the Company in the past.

Governance The oversight of the Company lies with a seven-member Board of Directors, chaired by Mr. Masroor Ahmad Khan. Mr. Masroor Ahmad Khan – Chairman – has been associated with the family business since 1985. Most Directors have been associated with the Board since the inception of the Company and have extensive experience in diversified sectors. Mr. Masroor Ahmad Khan – Chairman – has been associated with the family business since 1985. Most Directors have been associated with the Board since the inception of the Company and have extensive experience in diversified sectors. M/s, ShineWing Hameed Chaudhri & Co. Chartered Accountants is the external auditor of the Company. The auditor is QCR listed and also appears on the State Bank of Pakistan’s panel of auditors.

Management The Company’s overall operations are segregated into six broad functional divisions with divisional heads reporting directly to the CEO. Mr. Hafiz Farooq Ahmad holds the office of CEO. The Company’s management team comprises qualified and experienced professionals with a diversified range of skills related to the industrial gases industry and other sectors Ghani Chemicals maintains adequate IT infrastructure and related controls by regularly presenting reports to senior management. Management committees are in place to attend to relevant matters with documentation of minutes. The Company has deployed an Oracle ERP solution which has resulted in the quality enhancement of its reporting system. MIS reports are presented on a regular basis to the senior management including inventory, finance, and production. Implementation of Oracle technology ensures the timely availability of information for efficient decision-making.

Business Risk Pakistan’s overall production capacity for industrial gases currently stands at ~1,100TPD, with the major capacity lying with Ghani Chemicals and Pakistan Oxygen (formerly Linde Pakistan). With the expansion of the fifth plant, Ghani Chemicals is now the largest manufacturer of Industrial and medical gases. Pakistan Oxygen has announced its capacity expansion for FY23. Meanwhile, demand for industrial and medical gases is expected to increase in line with the overall economic recovery. As per management representation, Ghani Chemical hold the market share of around ~(35%-40%). The Company’s topline is led by industrial gases, mainly Liquid Oxygen and Liquid Nitrogen, followed by the chemicals segment mainly including Calcium Carbide. During FY22, net sales of the company were recorded at 4,191mln (FY21: 3,838mln). In pursuance of health and industrial sector needs, there is an increasing trend of Gross margins of the company. The company posted a 41.7% gross margin as of FY22 (FY21: ~43.2%). Net margins of the company have clocked at ~19.4% as of FY22 (FY21: ~18%). The impact of the new plant’s operations on revenue and gross margins is yet to be materialized. Further, many new contracts are in pipeline, which will improve the company’s financial position.

Financial Risk Ghani Chemicals’ working capital requirements emanate from its need to finance its inventory of imported Calcium Carbide and offering relaxed credit terms to its customers. The Company’s net cash cycle remained ~57 days as at FY22 (FY21: ~51days). Current ratio of the company stands at ~2.9x at the end of FY22 (FY21: ~3.6x). Free cash flows clocked in at ~PKR 1,226mln in FY22 (FY21: ~PKR1,200mln). While interest coverage reached to 5.5x as at FY22 (FY21: ~5.9x). Going forward, timely recovery of receivables, receipt of tied up tax refunds and cash flows from the new plant, in line with debt repayments, is critical to avoid further pressure on coverages Ghani Chemicals’ leveraging reached to ~32.9% as at FY22 (FY21: 42.9%) due to internally generated cashflows and less reliance on short term borrowings. Meanwhile, the Company’s Sukuk, issued in FY17, had an outstanding value of ~PKR 379mln as at end Jun, 22.

Instrument Rating Considerations

About The Instrument Ghani Chemical Industries Limited (“GICL” or the “Issuer” or the “Company”) will issue a Rated, Privately Placed & Secured, Islamic Certificates (“Sukuk”) of PKR 800 mln in Jan’23. The Sukuk will be secured by way of a first parri passu charge over the present and future plant & machinery of the Company inclusive of a 20% margin. The proceeds of the instrument will be utilized to finance the capital expenditure requirement at Hattar industrial estate. The tenor of the instrument is 7 years from the date of issue including 2 years of grace period. Profit will be paid quarterly in arrears on the outstanding principal amount at the rate of 3MK+1.25%. Principal repayment will be paid in 20 quarterly installments till the maturity of the instrument on Jan’30. The instrument also contains the prepayment of facility amount which can be made only after the expiry of Twelve (12) months from the date of last disbursement under the facility, with fifteen (15) days prior written notice to the facility agent, in the denomination PKR 50 Million or multiple thereof.

Relative Seniority/Subordination Of Instrument The claims of the Sukuk holders will rank superior to the claims of ordinary shareholders.

Credit Enhancement The Sukuk is secured by way of a first parri passu charge over the present and future plant & machinery of the Company inclusive of a 25% margin.



The Pakistan Credit Rating Agency Limited

Financial Summary

PKR mln

Ghani Chemical Industries Limited Chemicals	Jun-22 12M	Jun-21 12M	Jun-20 12M	Jun-19 12M
A BALANCE SHEET				
1 Non-Current Assets	6,479	4,198	4,035	3,411
2 Investments	-	-	-	-
3 Related Party Exposure	272	2	0	1
4 Current Assets	2,875	1,791	1,340	1,754
<i>a Inventories</i>	52	101	55	44
<i>b Trade Receivables</i>	1,039	687	482	607
5 Total Assets	9,626	5,990	5,375	5,166
6 Current Liabilities	1,002	504	465	311
<i>a Trade Payables</i>	482	90	171	107
7 Borrowings	2,617	2,137	2,522	2,276
8 Related Party Exposure	52	52	285	246
9 Non-Current Liabilities	501	385	268	336
10 Net Assets	5,454	2,912	1,836	1,997
11 Shareholders' Equity	5,454	2,912	1,836	1,997
B INCOME STATEMENT				
1 Sales	4,191	3,838	2,049	2,301
<i>a Cost of Good Sold</i>	(2,444)	(2,181)	(1,555)	(1,722)
2 Gross Profit	1,747	1,657	494	579
<i>a Operating Expenses</i>	(467)	(448)	(425)	(401)
3 Operating Profit	1,279	1,209	69	178
<i>a Non Operating Income or (Expense)</i>	111	(52)	28	11
4 Profit or (Loss) before Interest and Tax	1,391	1,158	97	189
<i>a Total Finance Cost</i>	(227)	(191)	(320)	(213)
<i>b Taxation</i>	(351)	(276)	63	(41)
6 Net Income Or (Loss)	812	691	(160)	(65)
C CASH FLOW STATEMENT				
<i>a Free Cash Flows from Operations (FCFO)</i>	1,226	1,200	294	228
<i>b Net Cash from Operating Activities before Working Capital Changes</i>	1,226	1,200	294	37
<i>c Changes in Working Capital</i>	(523)	(489)	312	(78)
1 Net Cash provided by Operating Activities	702	711	607	(41)
2 Net Cash (Used in) or Available From Investing Activities	(951)	(271)	(589)	(244)
3 Net Cash (Used in) or Available From Financing Activities	686	(462)	(42)	221
4 Net Cash generated or (Used) during the period	437	(22)	(25)	(64)
D RATIO ANALYSIS				
1 Performance				
<i>a Sales Growth (for the period)</i>	9.2%	87.3%	-11.0%	--
<i>b Gross Profit Margin</i>	41.7%	43.2%	24.1%	25.1%
<i>c Net Profit Margin</i>	19.4%	18.0%	-7.8%	-2.8%
<i>d Cash Conversion Efficiency (FCFO adjusted for Working Capital/Sales)</i>	16.8%	18.5%	29.6%	6.5%
<i>e Return on Equity [Net Profit Margin * Asset Turnover * (Total Assets/Sha</i>	19.4%	29.1%	-8.4%	-2.9%
2 Working Capital Management				
<i>a Gross Working Capital (Average Days)</i>	82	63	106	107
<i>b Net Working Capital (Average Days)</i>	57	51	81	91
<i>c Current Ratio (Current Assets / Current Liabilities)</i>	2.9	3.6	2.9	5.6
3 Coverages				
<i>a EBITDA / Finance Cost</i>	4.5	4.9	-0.1	1.5
<i>b FCFO / Finance Cost+CMLTB+Excess STB</i>	2.0	2.0	0.4	0.5
<i>c Debt Payback (Total Borrowings+Excess STB) / (FCFO-Finance Cost)</i>	1.3	1.4	-89.6	83.0
4 Capital Structure				
<i>a Total Borrowings / (Total Borrowings+Shareholders' Equity)</i>	32.9%	42.9%	60.3%	55.8%
<i>b Interest or Markup Payable (Days)</i>	136.9	66.8	68.7	80.4
<i>c Entity Average Borrowing Rate</i>	8.8%	7.7%	11.7%	8.8%

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.

Scale	Long-term Rating 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.

Scale	Short-term Rating 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):

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

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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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- (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)

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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)
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- (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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