

# **Levanter Notes Investor Update**

Q1 FY 2024 – Operational and Financial Highlights Sep 13, 2023

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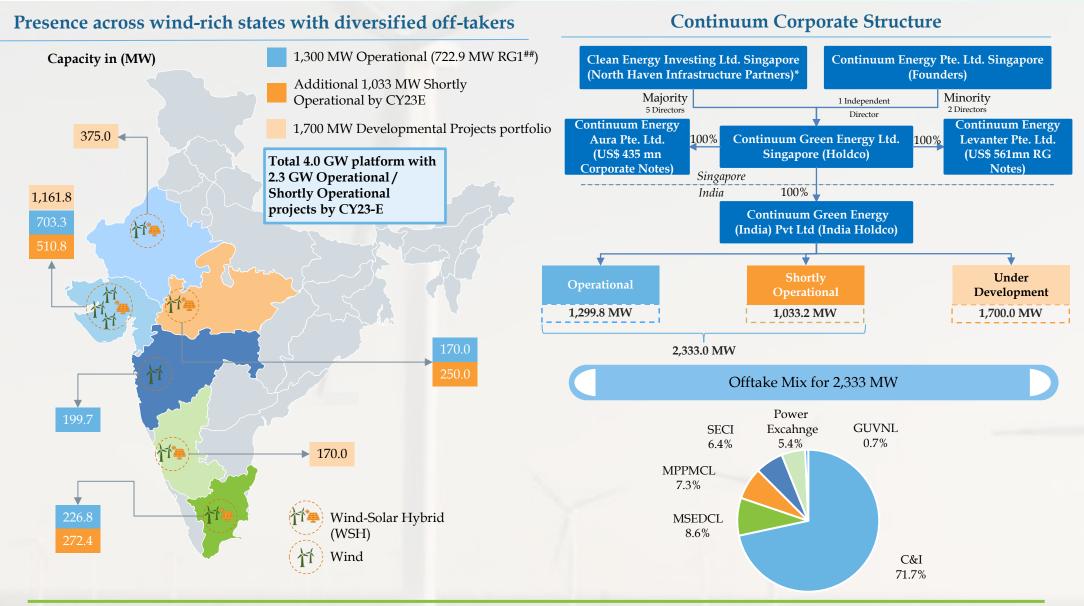
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## I. Group Overview



### **Continuum Green Energy – Group Overview**



\* Managed by Morgan Stanley Infrastructure Partners (MSIP)

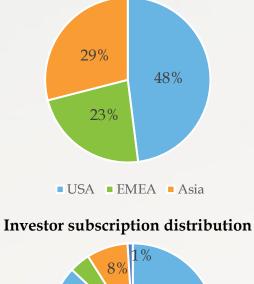
## RG1 is the Restricted Group including the five operational projects - Bothe, Ratlam 1, Periyapatti, Rajkot 1 & 2A which are a part of US\$ 561m notes issuance by Continuum Energy Levanter Pte Ltd. (Issuer)

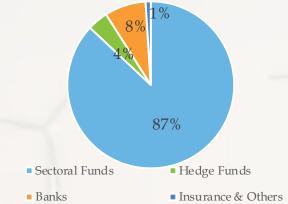
## **Issuance of Holdco Public Bond of USD 435 million, August 2023**

#### Continuum successfully placed USD435 million public bond for refinancing of private facility of USD 400 million due in Jan 2026

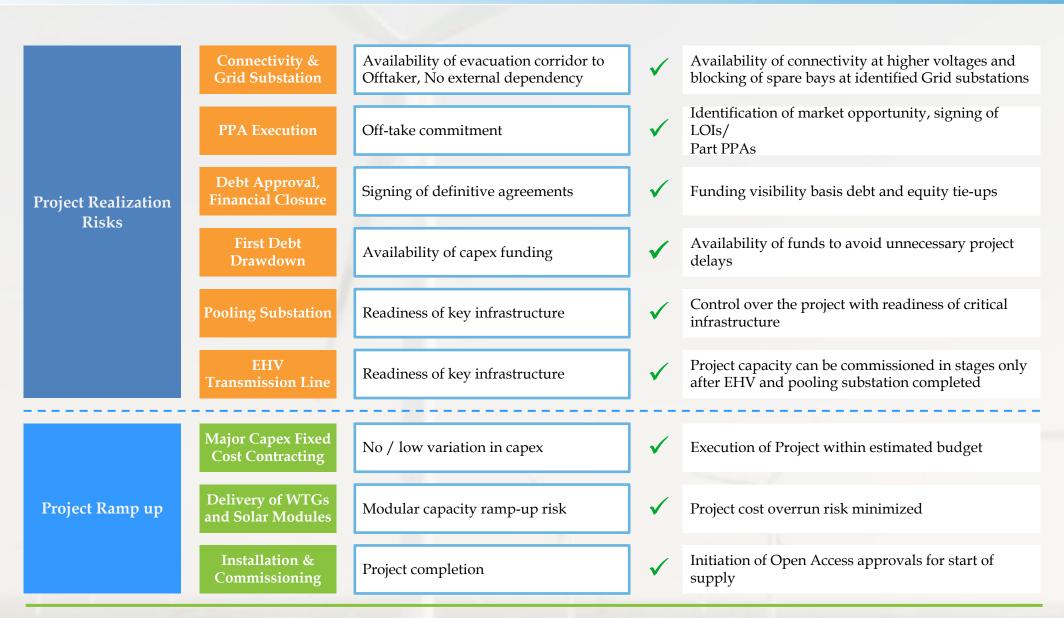
	Particulars of Issuance
Issue Size	USD 435 million of secured senior public notes
Credit Rating	S&P B+/Positive (Parent rating), Fitch B+/Positive (Parent rating)
Use of Proceeds	Refinance of existing private bond of USD 400 mn; Transaction Expense; First Interest servicing and general corporate purpose.
Interest	Fixed coupon rate of 9.50% per annum, payable semi-annually
Tenor	3.5 years (February 2027) non-amortizing notes
Collateral	<ul> <li>Guaranteed by Continuum Green Energy Limited (CGEL), Singapore</li> <li>100% pledge over shares of Aura held by CGEL;</li> <li>Charge over assets and rights of the Aura</li> <li>Negative lien over 75.1% of the equity shares of CGEIPL held by CGEL</li> </ul>
Put Option on Change of Control (CoC)	<ul> <li>Change of Control Triggering Event:         <ul> <li>Change of Control in favour of any person other than Qualified Investor (USD 10 billion of energy assets or USD 10 billion of assets under management or Investment grade by International Rating Agencies)</li> <li>A rating decline in case of a Qualified Investor</li> </ul> </li> <li>Put option with investors at 101%* on CoC Triggering Event</li> </ul>
Fx Hedge	• Call Spread for principal and all coupon payments for entire 3.5 years

#### Geographically distributed investor subscriptions





### Key stages of construction of renewable projects



### **Commissioning of 2.3 GW by CY23E – Key milestones & Status update**

	Bhavnagar 300.8 MW		Dalavaipuram 272.4 MW		Ratlam- 2 250.0 MW		Rajkot 4 <sup>(a)</sup> 40.0 MW	Kalavad-1 170.0 MW	
	Wind (118.8 MW)	Solar (182 MWp)	Wind (118.8 MW)	Solar (153.6 MWp)	Wind (99.9 MW)	Solar (150.1 MWp)	Solar (40 MWp)	Wind (64.8 MW)	Solar (105.2 MWp)
Connectivity & Grid Substation									
PPA Execution							$\bigcirc$		
Debt Approval, Financial Closure							N/A		
First Debt Drawdown		•					N/A	$\bigcirc$	$\bigcirc$
Pooling Substation		•							
EHV Transmission Line									
Major Capex Fixed Cost Contracting							0		•
Delivery of WTGs and Solar Modules to site/warehouse							0	$\bigcirc$	$\bigcirc$
Installation & Commissioning				•			0	$\bigcirc$	$\bigcirc$

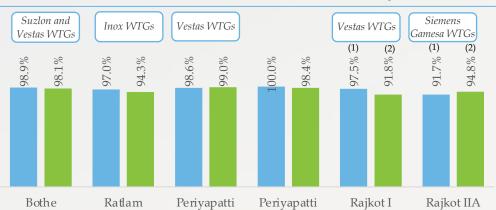
# **II. RG Operating Performance**



### **RG Operational Performance – Q1 FY 23-24**

**Restricted Group Performance** 





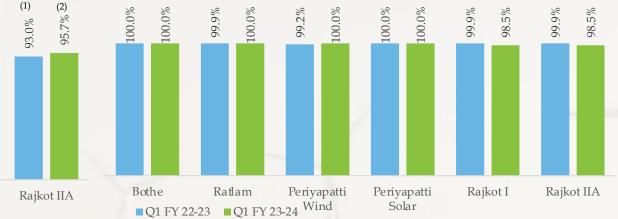
#### Wind turbine / Solar availability

External grid availability

Solar

Wind

Q1 FY 22-23



The Performance Ratio for the solar farm was 79.8% for Q1 FY 23-24 vs 81.4% for Q1 FY 22-23, implying a 0.5% p.a. degradation

Note:

(1) Downtime due to reshuffling of internal lines because of construction of the Rajkot - III in Q1 FY 22-23

### **RG Operational Performance – Waterfall Analysis (Q1 FY 23-24)**

Waterfall of Generation from Q1 FY 22-23 to Q1 FY 23-24



# **III. RG Financial Performance**



## **RG Financial Highlights**

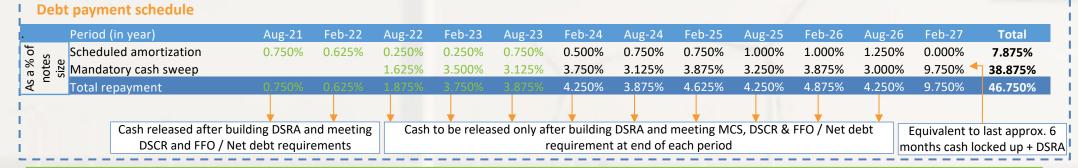
- DSRA is funded in cash representing next six months of interest and scheduled principal amortization payment
- INR 5,246 mn cash balance as of 30 Jun 2023 net of working capital facility drawdown
  - ✓ including Debt Service Reserve of INR 1,975 mn
- Amount paid on Notes:

Fig in USD mn	Paid till Feb'23	Paid in Aug'23	Due in Feb'24
Coupon	61.5	11.7	11.2
Scheduled Amortization	14.7	4.2	2.8
Mandatory Cash Sweep	46.3	17.5	21.0
Total	122.5	33.4	35.0

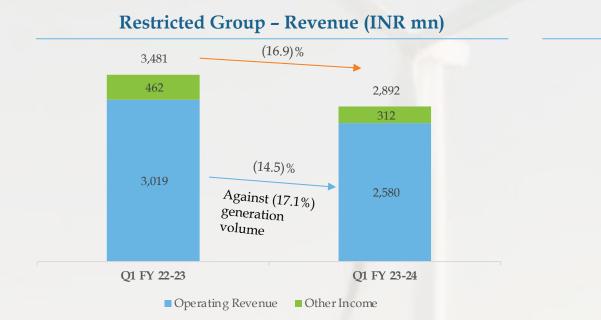
Historical Financial Covenants

12 months period ending	Jun 21	Dec 21	Jun 22	Dec'22	Jun'23
Debt Service Cover Ratio	1.41x	1.72x	2.01x	1.95x	1.90x
Fund From Operations to Net Debt Ratio	2.7%	12.3%	14.2%	20.4%	14.0%

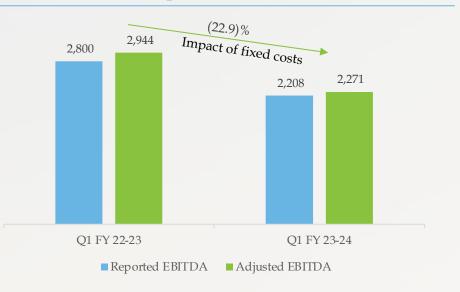
- Recap: Distribution covenants as per the Indenture are:
  - ✓ 100% of eligible surplus above DSCR of 1.5x, 60% for 1.4x to 1.5x, 50% for 1.3x to 1.4x, nil for less than or equal to 1.3x
  - ✓ If FFO to Net Debt ratio is less than or equal to 6%, only 75% of the above surplus is permitted to be distributed (Only in the scenario when DSCR is equal to or higher than 1.5x)



#### **RG Financial Performance – Q1 FY 23-24**

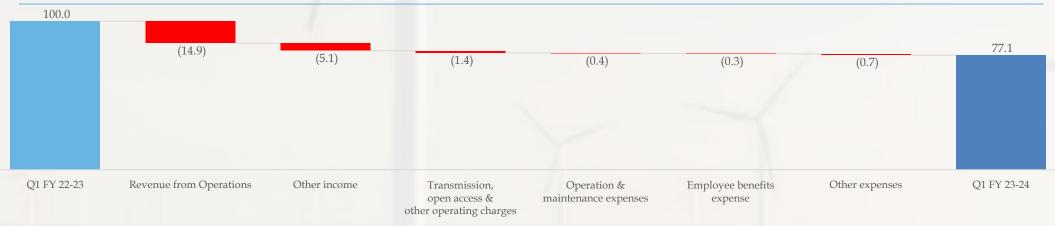


#### **Restricted Group - EBITDA (INR mn)**



Late payment surcharge from Discoms is accounted as Other Income

#### Waterfall of Adjusted EBITDA from Q1 FY 22-23 to Q1 FY 23-24



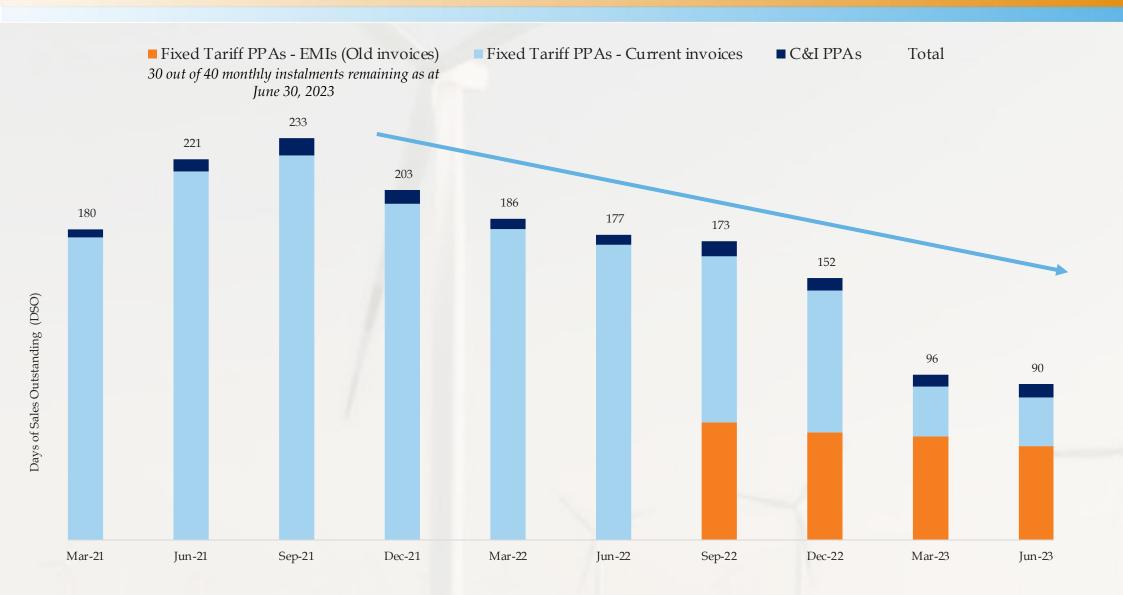
Reported EBITDA = Total income - Operating expenses

Adjusted EBITDA = Reported EBITDA + Common Overhead Expenses (paid out of distributable surplus) + Any Provision + Notional Foreign Exchange Loss Other Income include interest on bank deposits, interest on unsecured loan, overdue trade receivable, provision written back etc.

## **IV. RG Business Update**



## **Days of Sales Outstanding (DSOs)**



#### **Electricity Market facing supply deficit and firming prices**



## **Regulatory Updates**



### **Amendment in Electricity Rules**, 2023

Mi	inistry of Power (MoP) amended the Electricity Rules, 2005 on June 30, 2023, July 26, 2023 and September 01, 2023
Clarity on Captive C&I Consumption	<ul> <li>Minimum 26% of the equity capital of the entity by Captive User(s),</li> <li>Minimum 51% of the aggregate generation in a fiscal year to be consumed by Captive User(s)</li> <li>Captive consumption by holder of equity or its subsidiary company(ies)</li> <li>Captive consumption can be either directly or through energy storage system</li> </ul>
Increased tariff if state governments do not pay subsidy timely	<ul> <li>Quarterly report by discom within 30 days for State Commission to examine and review within 30 days of submission</li> <li>In case of non-payment of Subsidy in advance, State Commission to issue the order for implementation of (higher) tariffs without subsidy</li> <li>If subsidy accounting and the raising bills for subsidy is as per the Act or Rules, appropriate action against officers responsible</li> </ul>

Financial Sustainability of Discoms

- All prudent costs for power procurement for 24 x 7 power supply, resource adequacy plan etc to be taken into account
- All prudent costs for creation of assets for development and maintenance of distribution system to be considered as pass-through
- Gains or losses accrued to discoms due to deviation from approved AT&C loss reduction trajectory to be quantified basis Average Power Purchase Cost and same shall be passed on to the consumers as 2/3<sup>rd</sup> of Gains or 1/3<sup>rd</sup> of Losses
- Reasonable Return on Equity, in line with Central Commission recommendation, basis assessment of overall risk and prudent cost of capital

AT&C: Aggregate Technical and Commercial, CREC: Central Electricity Regulatory Commission

### **Amendment in Electricity (Rights of Consumers) Rules 2023**

• Time of Day Tariff for commercial and Industrial consumers with >10 kW demand by April 01, 2024 • Time of Day Tariff to be applicable on variable charge component of the normal tariff • Number of solar hours in a day = 8 hours • Duration of peak hours to be not more than solar hours notified by State Commission or State Load Dispatch Centre %age of %age of Current TOD Pricing Structure for C&I TOD Pricing Structure from 1 April 2024 for C&I Normal Tariff kWh/MW Normal Tariff kWh/MW 130% 250.00 130% 250.00 120% 120% 200.00 200.00 110% 110% 150.00 150.00 100% 100% 90% 90% 100.00 100.00 80% 80% 50.00 50.00 70% 70% 60% 60% 00:00 - 02:30 - 05:00 - 07:30 - 10:00 - 12:30 - 15:00 - 17:30 - 20:00 - 22:30 -00:00 - 02:30 - 05:00 - 07:30 - 10:00 - 12:30 - 15:00 - 17:30 - 20:00 - 22:30 -00:15 02:45 05:15 07:45 10:15 12:45 15:15 17:45 20:15 22:45 00:15 02:45 05:15 07:45 10:15 12:45 15:15 17:45 20:15 22:45 • Old Discom ToD Daily Wind Generation (kWh) New Discom ToD Daily Wind Generation (kWh) Daily Solar Generation (kWh) Daily Solar Generation (kWh)

#### C&I: Commercial and Industrial

## Draft Electricity Amendment Rules 2023 (Jun 28, 2023)

#### Ministry of Power (MoP) has issued some draft rules on Jun 28, 2023 for public comments

- Captive generating plant or Energy Storage System or a consumer having load not less than 25 MW (inter state) and 10 MW (intra state) not required to obtain license for establishing a dedicated transmission line
- Open Access Charges
  - Additional Surcharge (levied if any) shall not be more than 50% of the wheeling charge
  - STOA charges shall not be more than 110% of LTOA charges
  - Defined formula for wheeling charge

#### Cost reflective tariffs

Reduced Litigations

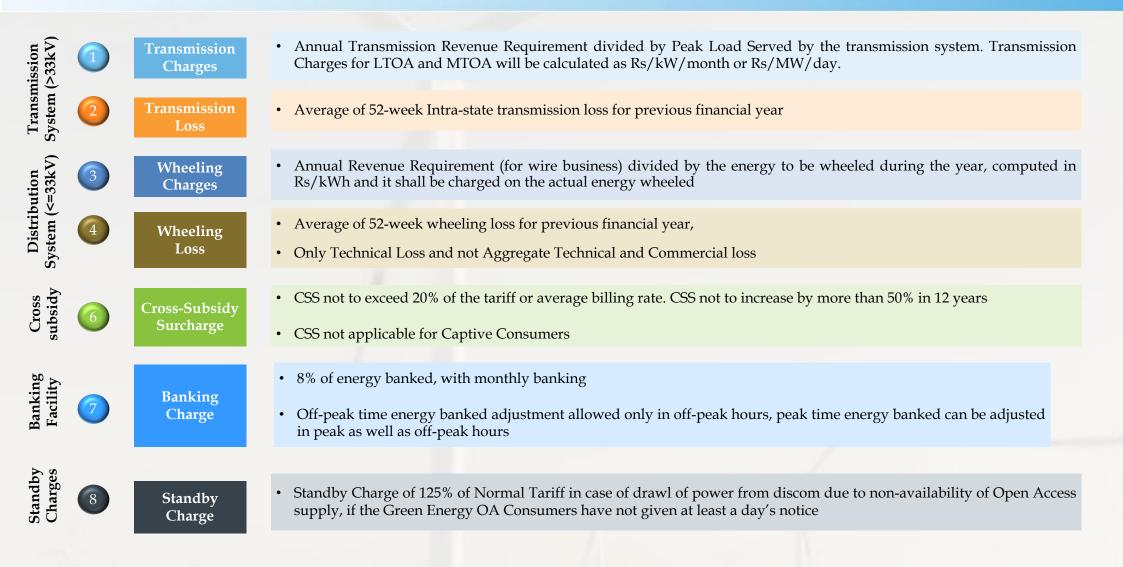
Reduced

Charges

**Open** Access

- No gap between Annual Revenue Requirement (ARR) and estimated annual revenue from approved tariff except under natural calamity conditions
  - Provided such gap (if any) should not be more than 3%
  - Such gap should be liquidated in maximum three equal yearly instalments
- Any person appealing to Appellate Tribunal against the order of Regulatory Commission to pay at least 50% of the payable amount as per order of Appropriate Commission
  - Provided that in case of matters related to 'Change in Law', such payment % will increase to 75%
  - Upon final order, any excess amount paid by the appellant shall be refunded along with interest (at the base rate of LPS rules)
  - Further, in case the APTEL or supreme court deems the appeal is frivolous, the rate of late payment surcharge shall be 18%

## Forum of Regulators Model Regulations for Green Open Access



Model Regulations provide clarity on applicability of Open Access charges, a boon for C&I business

## **V. ESG Performance**



### **ESG Performance**

#### **Key pointers**



0.41 mn tonnes CO<sub>2</sub> emissions avoided in Q1 FY 23-24 which is equivalent to the average **annual** carbon footprint of ~0.75 mn Indian citizens<sup>\*</sup>.

Cumulative ~9.0 mn tonnes CO<sub>2</sub> emissions avoided since inception across the Restricted group



Restricted group has planted a cumulative number of ~5,700 trees up to Jun'23



~10.3 mn cumulative safe working man-hours across the Restricted group, since Apr 2016

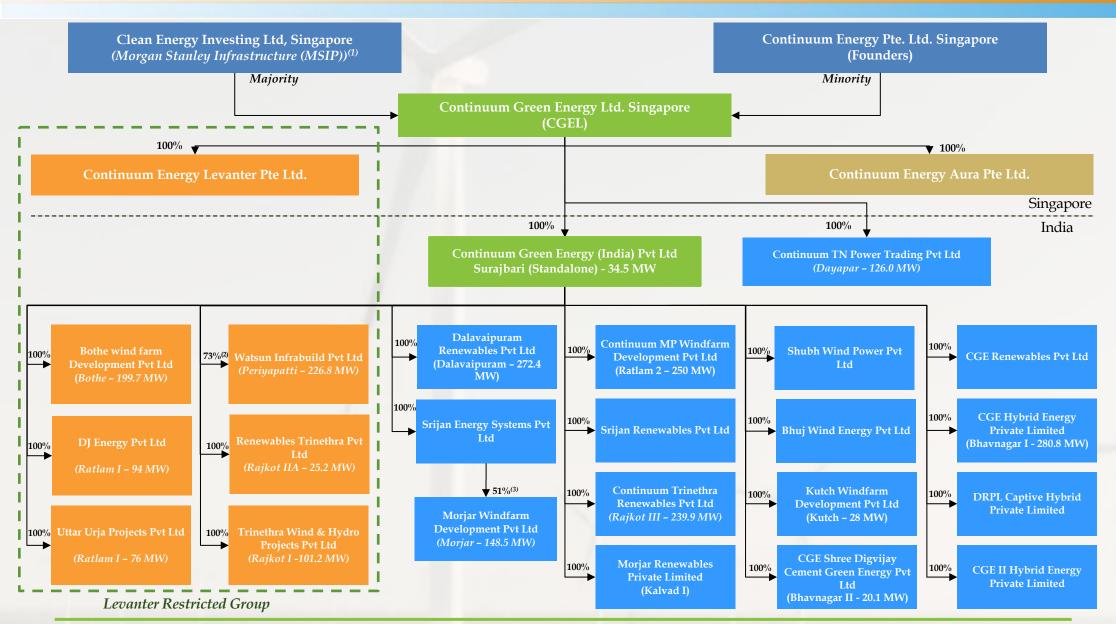


ISO Certifications for all operational and under construction sites under ISO 9001-2015 (Quality), ISO 14001-2015 (Environment), ISO 45001-2018 (Safety)

## **Appendix: frequently asked information**



### **Corporate Structure**



Note: (1) Clean Energy is a fully owned subsidiary of one of the fund entities managed by Morgan Stanley Infrastructure.

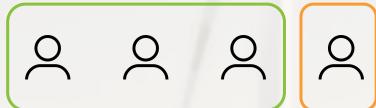
(2)  $\sim$  27% held by group captive consumers

(3) 49% held by an affiliate of GE Energy Financial Service on a fully diluted basis

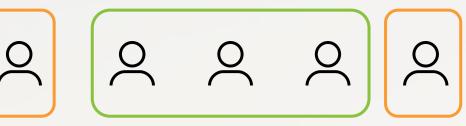
### **Composition of Board of Directors**

Continuum Green Energy Ltd.

**Continuum Energy Levanter Pte. Ltd.** 



Continuum Energy Aura Pte. Ltd.



MSIP Representatives



Founders Representatives

Independent

**Restricted Group Subsidiaries (India)** 



### Why do we like C&I Business?



LCOE stands for Levelized Cost of Energy C&I stands for Commercial and Industrial ROCE stands for Return on Capital Employed

# **C&I tariffs to continue to remain high to subsidize weaker segments**

- Tariffs charged by utilities to industries have risen at a CAGR of ~4% on all India average basis
- Tariffs charged to agriculture and residences continue to be cross-subsidized by higher commercial and industrial tariffs
- Increase in agricultural tariff is politically unpalatable

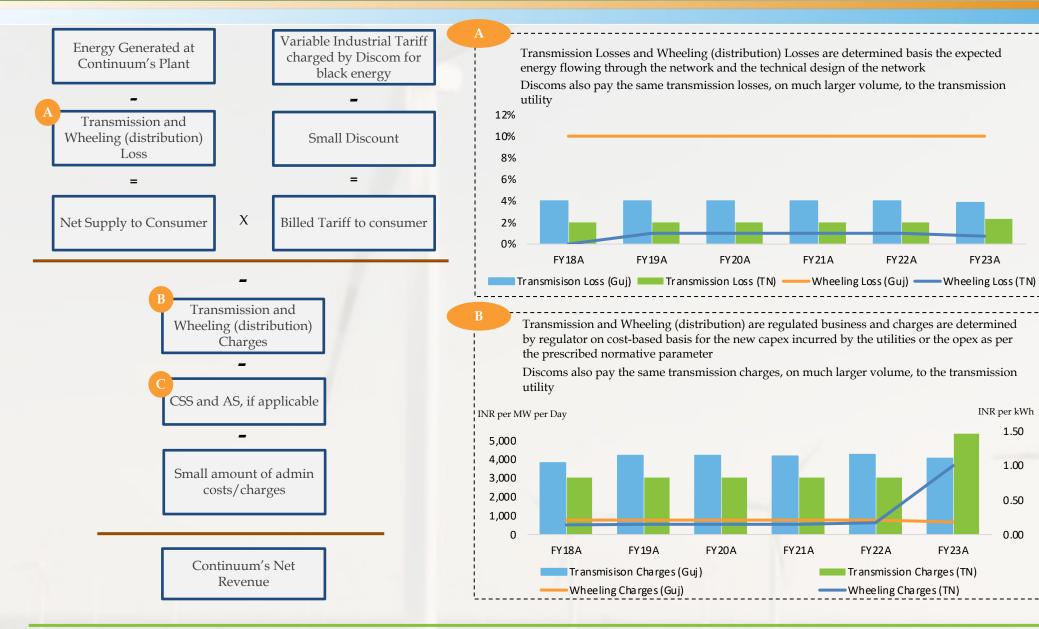
#### Increasing tariffs charged by DISCOMs to C&I consumers

- Rising Average Cost of Supply (ACoS) of Utilities despite lower cost of renewables purchase
- Utilities continuing to make losses at current tariffs
- Higher fixed cost of backed-down thermal power due to increasing renewable energy penetration
- Higher Transmission & Distribution (T&D) costs to provide 24X7 electricity to all
- Higher per unit T&D cost on account of thrust for renewables

#### Recent DISCOM Reforms 3.0 Program likely to require further increase in tariffs charged to C&I consumers

Objectives	Implementation and enforcement through
<ul> <li>Improved quality, reliability and affordability of power supply to consumers</li> <li>Financially sustainable and operationally efficient distribution sector</li> <li>Ensuring zero deficit for DISCOMs by FY25</li> <li>Reduce the Aggregate Technical &amp; Commercial (AT&amp;C) losses to pan-India levels of 12-15% by FY 24-25</li> </ul>	<ul> <li>Denying access to bank/financial institutional financing unless DISCOMs adhere to the plan</li> <li>Federal financial support to DISCOMs who undertake reforms</li> <li>60% marks in evaluation criteria linked to:         <ul> <li>✓ Zero deficit between tariffs and costs</li> <li>✓ Timely payment of subsidy by state governments to DISCOMs</li> <li>✓ Timely payment by DISCOMs to generators / transmission companies</li> <li>✓ Reduced AT&amp;C losses</li> </ul> </li> </ul>

#### How does our C&I Sale Model work?



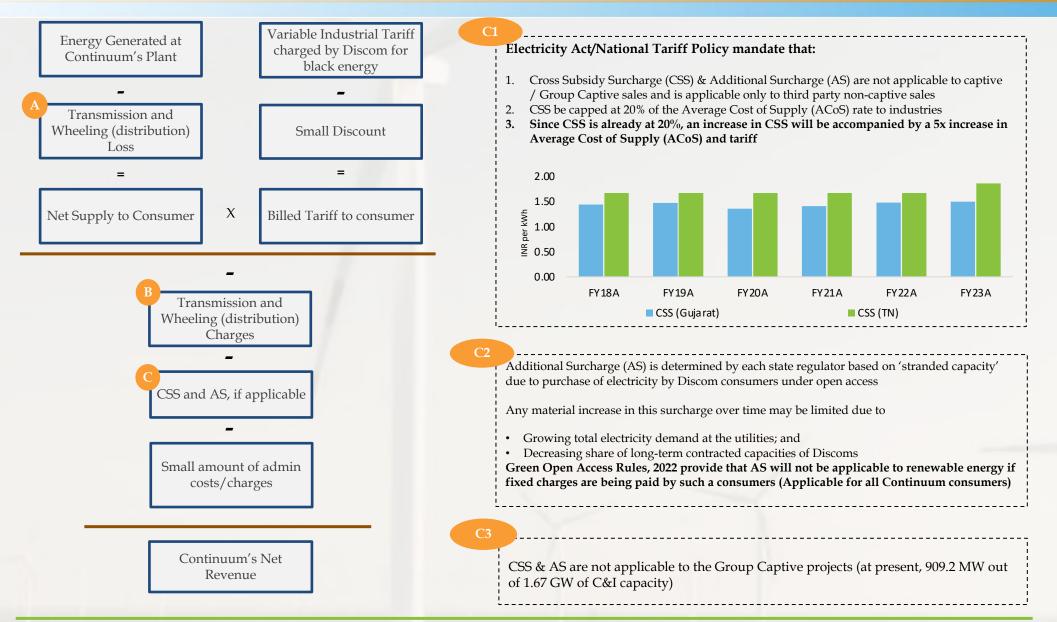
1.50

1.00

0.50

0.00

#### How does our C&I Sale Model work? (cont.)



Source: Company information / State tariff order

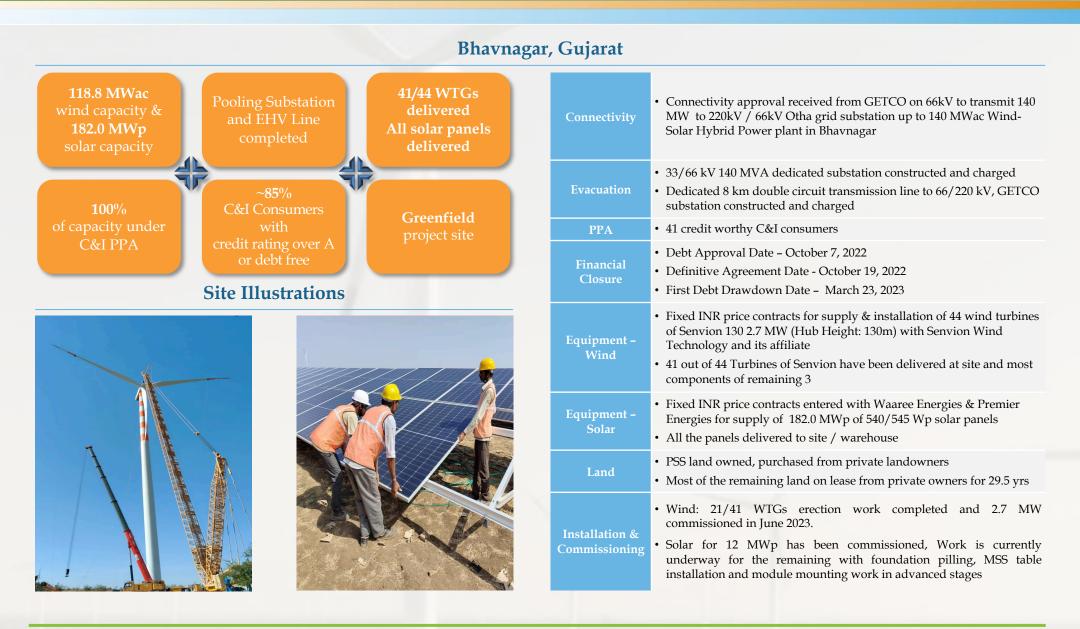
## Hedges in place for Levanter RG Notes

- Executed Currency Hedging Arrangements for the life of Notes
  - ✓ Cross Currency Swap in relation to all USD denominated coupon payments through bond tenor
  - Call Spread on all principal payments (including mandatory cash sweep) and redemption at maturity by buying call
     options at the INR to USD spot rate on the date of each incurrence of onshore debt, and selling call options at strike rates
     At The Money Forward (ATMF) level (which range up to INR 95.94/USD for the last date of repayment at maturity of the
     Notes)
- We retain the ability to extend the sell call limits for principal payments in case of excessive volatility

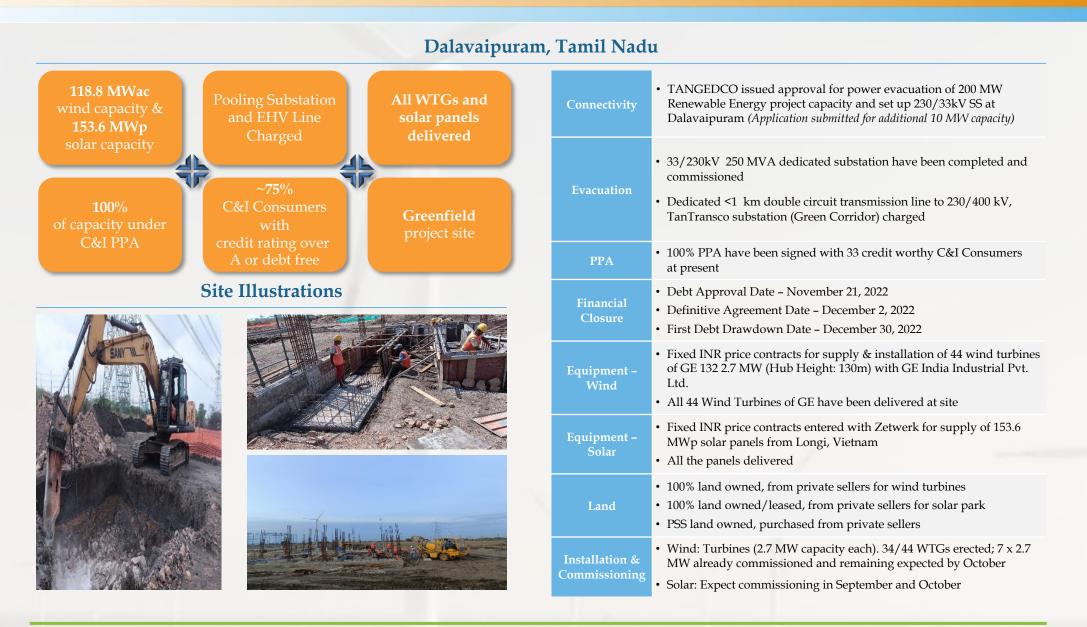
# **Details of Shortly Operational Assets**



#### **Shortly Operational Asset 1:** *Bhavnagar, 300.8 MW – Commissioning by Q3FY24E*

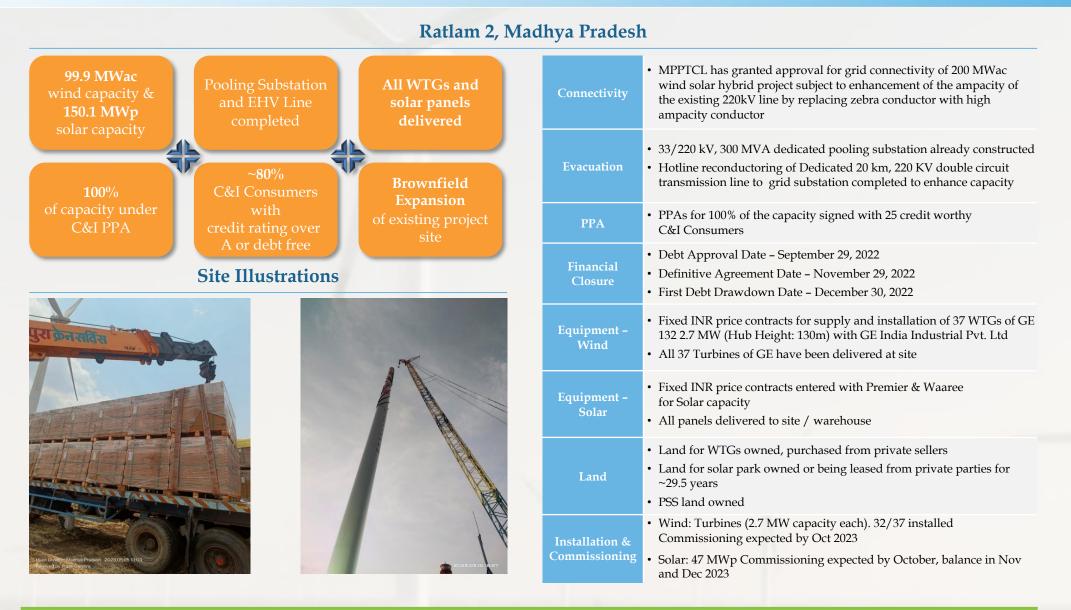


#### **Shortly Operational Asset 2:** *Dalavaipuram, 272.4 MW – Commissioning by Q3FY24E*

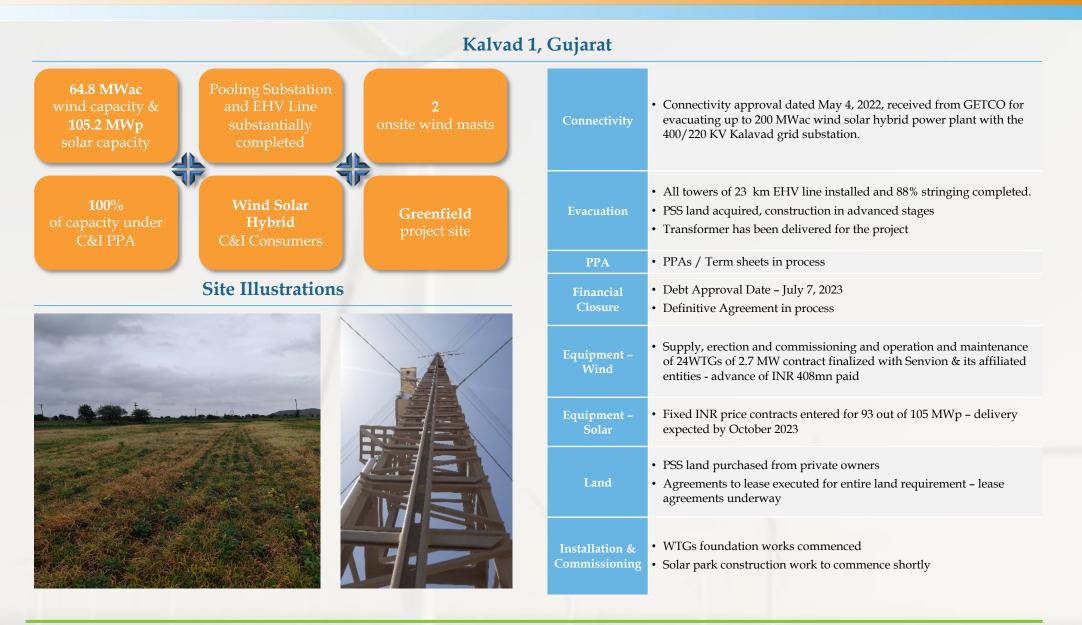


Source: Company information

#### **Shortly Operational Asset 3:** *Ratlam 2, 250.0 MW – Commissioning by Q3FY24E*



#### **Shortly Operational Asset 4:** *Kalvad 1, 170.0 MW – Commissioning by Q3FY24E*



Source: Company information

#### **Shortly Operational Asset 5:** *Rajkot 4, 40.0 MW – Commissioning by Q3FY24E*





