

January 31, 2025

## Adani Hybrid Energy Jaisalmer Two Limited: Provisional [ICRA]AA+ (Stable) assigned

### Summary of rating action

Instrument*	Current Rated Amount (Rs. crore)	Rating Action
Long-term fund-based – Proposed Term loan	1444.00	Provisional [ICRA]AA+ (Stable); assigned
<b>Total</b>	<b>1444.00</b>	

Rating in the absence of pending actions/documents [ICRA]AA

\*Instrument details are provided in Annexure-I

### Rationale

The assigned rating factors in the benefits available to Adani Hybrid Energy Jaisalmer Two Limited (AHEJ2L), from being part of a cash pooling mechanism and the cross default linkages with two other special purpose vehicles (SPVs) of the Adani Group - Adani Hybrid Energy Jaisalmer One Limited (AHEJ1L) and Adani Hybrid Energy Jaisalmer Four Limited (AHEJ4L), wherein surplus cash from any of the three SPVs can be used to meet the shortfall in debt servicing for any of the other SPVs in this pool. The three SPVs are raising long-term project debt from domestic lenders with a tenure of 18-20 years to refinance the existing facility of external commercial borrowings (ECB) due in March 2025. The assigned rating is provisional (as denoted by the prefix Provisional before the rating symbol) and would be converted to final on the execution of the loan documents.

The three SPVs have set up hybrid renewable energy projects in the state of Rajasthan, with a contracted capacity of 1,390 MW and installed capacity of 1947 MWac through a solar wind mix of 65:35. The power purchase agreements (PPAs) for this capacity is tied up with Solar Energy Corporation of India Limited (SECI) for 690 MW and Adani Electricity Mumbai Limited (AEML) for 700 MW. The projects under these three SPVs operational between May 2022 & October 2022 and commissioned between May 2022 & October 2023 and their generation performance has been satisfactory, post commissioning, resulting in healthy debt coverage metrics.

The rating for AHEJ2L factors in the limited demand and tariff risks resulting from the presence of a long-term PPA for 25 years with SECI for its hybrid project having a contracted capacity of 300 MW and an installed capacity of 376 MWac (Solar: 300 MWac, Wind: 76 MW) at a fixed tariff. SECI is an intermediary counterparty and has signed power supply agreements (PSAs) with the state-owned distribution utility (discom) in Punjab for supply from this project. ICRA draws comfort from the presence of a strong counterparty, SECI (rated [ICRA]AAA (Stable) / [ICRA]A1+), leading to timely receipt of payments. Moreover, the applicable tariff of Rs. 2.69/unit under the PPA with SECI is highly competitive in relation to the average power purchase cost of the Punjab discom, providing additional comfort. Further, given the long-term PPA at a competitive tariff and the long tenure of the project debt, the debt coverage metrics of the company are expected to be healthy with the cumulative debt service coverage ratio (DSCR) on the project debt estimated at ~1.34x

The company reported PLF of 40.3% in FY204 and 39.7% in 8M FY2025 against a P-90 PLF estimate of 38.8% for its hybrid project. The total generation for the company remained higher than the P-90 estimate as well as the minimum generation committed under the PPA. Further, at a pool level, the performance remained satisfactory as the three SPVs reported a PLF of 42.8% in FY2024 and 42.4% 8M FY2025 against a P-90 PLF estimate of 43.8%.

The rating is, however, constrained by the sensitivity of the cash flows and debt protection metrics to the generation performance of the renewable capacity, given the single part tariff under the PPAs. Any adverse variation in weather conditions and solar module/wind turbine generators (WTGs) performance may adversely impact the PLF and consequently the cash

flows. While all the assets are in Jaisalmer, Rajasthan, ICRA notes that the projects are spread across multiple locations in this region, providing some comfort against the geographic concentration risk.

ICRA further notes that the company's debt coverage metrics remain exposed to the interest rate movement, given the fixed tariff under the PPA and a leveraged capital structure. Further, the company's operations are exposed to the regulatory risks pertaining to the scheduling and forecasting requirements of wind and solar power projects.

The Stable outlook on the long-term rating assigned to AHEJ2L reflects ICRA's opinion that the company would benefit from the long-term PPA with a strong counterparty. Also, expectations of a satisfactory generation performance resulting in healthy debt coverage metrics support the outlook.

## Key rating drivers and their description

### Credit strengths

**Revenue visibility from long-term PPA with strong counterparty; superior tariff competitiveness** - The company has signed a long-term PPA with SECI at a fixed tariff, which provides revenue visibility and limits the demand and tariff risks for its hybrid power project. Moreover, the presence of a strong counterparty is expected to result in a timely receipt of payments for the company. Further, the tariff offered by the project remains highly competitive, which is at a discount to the average power purchase cost of the offtaking discom.

**Benefits of being part of a co-obligor structure** - The company benefits from being part of a cash pooling mechanism and having cross-default linkages with two other SPVs of the group, wherein surplus cash from any of the three SPVs can be used to meet the shortfall in debt servicing of any other SPV in this pool. This three-SPV pool is a portfolio of wind and solar assets aggregating to 1,390 MW spread across multiple locations in the Jaisalmer region over a total area of 3,887.69 square kms. The entire capacity is tied up with strong counterparties such as SECI and AEML.

**Satisfactory generation performance since commissioning** - The performance remained satisfactory as the company reported PLF of 40.3% in FY2024 and 39.7% in 8M FY2025 against a P-90 PLF estimate of 38.8% for its hybrid project. The total generation for the company remained higher than the P-90 estimate as well as the minimum generation committed under the PPA. Further, at a pool level, the performance remained satisfactory as the three SPVs reported a PLF of 42.8% in FY2024 and 42.4% in 8M FY2025 against a P-90 PLF estimate of 43.8%.

**Healthy debt coverage metrics expected post refinancing** - The debt coverage metrics for the company and the pool are expected to be healthy post the ongoing refinancing, supported by the long-term PPAs at competitive tariffs, the long tenure of the project debt and competitive interest rate. The cumulative DSCR for the pool of three SPVs is expected to be comfortable at over 1.35x over the debt tenure.

### Credit challenges

**Sensitivity of debt metrics to energy generation** - The debt metrics of the power projects remain sensitive to the PLF level, given the one-part tariff structure under the PPA. Hence, any adverse variation in weather conditions and/or equipment performance may impact the PLF and consequently the cash flows. Therefore, the ability of the project to achieve the design P-90 PLF on a sustained basis remains crucial.

**Exposed to interest rate risk** - The debt coverage metrics of the company remain exposed to the variation in interest rates because of a leveraged capital structure, the single-part nature of the fixed tariff in the PPAs and floating interest rates.

**Regulatory risks** - The company's operations remain exposed to regulatory risks pertaining to scheduling and forecasting requirements applicable for solar and wind energy projects, given the variable nature of energy generation. Further, ICRA notes that there is an indictment and civil complaint filed by the US Department of Justice and the US Securities and Exchange

Commission against the chairman and senior officials of Adani Green Energy Limited (AGEL; ultimate holding company of AHEJ1L, AHEJ2L and AHEJ4L) in November 2024. Any adverse outcome of these investigations and its impact on the financial profile of the group will remain a monitorable. This is given that the proposed debt terms for AHEJ1L, AHEJ2L and AHEJ4L includes a cross-default clause with the parent, AGEL and other fellow subsidiaries, availing financing from the same lender. Nonetheless, the favourable business and financial profile of the three SPVs (operational project, long-term PPA with strong counterparty and strong debt coverage metrics) and the consequent financial flexibility are the mitigating factors.

### Liquidity position: Strong

The liquidity position of the company is expected to be strong, supported by healthy cash flow from operations in relation to the debt servicing obligations post refinancing and the liquidity reserve to be maintained. ICRA expects the company to generate cash flows from operations of ~Rs. 240 - 250 crore annually in FY2026 and FY2027, against an annual debt servicing obligation of ~Rs. 180-182 crore. Further, the company is expected to maintain a debt service reserve account (DSRA) equivalent to one quarter of interest and principal obligations under the proposed term loans.

### Rating sensitivities

**Positive factors** – The rating can be upgraded if the generation performance of the pool capacity remains above the P-90 estimate on a sustained basis along with a reduction in leverage level thereby significantly strengthening the debt coverage metrics of the three SPVs.

**Negative factors** – The rating could be downgraded if the generation performance of the assets in the pool deteriorates, thereby adversely impacting their debt coverage metrics. A specific credit metric for downgrade includes the cumulative DSCR on the external debt for the pool of three SPVs falling below 1.30 times. Further, any significant delays in receiving payments from the offtakers adversely impacting on the pool’s liquidity profile would be a negative factor.

### Analytical approach

Analytical Approach	Comments
Applicable rating methodologies	<a href="#">Corporate Credit Rating Methodology</a> <a href="#">Policy on Provisional Ratings</a> <a href="#">Power - Solar</a> <a href="#">Power - Wind</a>
Parent/Group support	ICRA has consolidated the financials of the three SPVs – Adani Hybrid Energy Jaisalmer One Limited, Adani Hybrid Energy Jaisalmer Two Limited & Adani Hybrid Energy Jaisalmer Four Limited to arrive at the notional group rating. The notional group rating is used to notch up the individual SPV ratings, factoring in implicit support, given the expected fungibility of surplus cash among the SPVs.
Consolidation/Standalone	The rating is based on the standalone financials of the company.

### Pending actions/documents required to be completed for conversion of provisional rating into final

The assigned rating is provisional and would be converted into final upon execution of:

1. The loan agreement
2. The trust & retention account (TRA) agreement and co-obligor agreement between the SPVs

## Validity of the provisional rating

In case the debt instrument/borrowing facility to which a provisional rating has been assigned is subsequently issued, the provisional rating will have to be converted into a final rating within 90 days (validity period) from the date of issuance of the debt instrument/date of availing the borrowing facilities. If considered appropriate, the validity period may be extended by further 90 days for converting the provisional rating into final, in circumstances where the rated entity expressly indicates its intention to complete the pending actions/documents over the near term. In no circumstance shall the validity period be extended beyond 180 days from the date of issuance. For further details, refer to ICRA's Policy on Provisional Ratings available at [www.icra.in](http://www.icra.in).

If neither the pending actions/documents nor the issuance is completed after one year of assignment of the provisional rating, ICRA will withdraw the provisional rating. However, the validity period may be extended beyond one year, subject to the conditions outlined in ICRA's Policy on Provisional Ratings.

## Risk associated with provisional rating

In case the issuance is completed, but the pending actions/documents are not completed by the entity within 90 days (validity period) from the date of issuance, the provisional rating will be converted into final upon a review of the required actions/documents to the extent these are completed by the end of the validity period. This implies that the provisional rating may even be revised at the end of the validity period, while being converted into final, to a level commensurate with the rating in the absence of the pending actions/ documents (as disclosed earlier in the rationale). ICRA may consider extending the validity period in accordance with its Policy on Provisional Ratings available at [www.icra.in](http://www.icra.in).

## About the company

AHEJ2L is an SPV promoted by Adani Green Energy Limited. The company has set up a 300-MW hybrid power project with an installed capacity of 376 MW (Solar: 300 MWac, Wind: 76 MW) in Jaisalmer, Rajasthan. The hybrid project under AHEJ2L was commissioned in September 2022 and has tied up long term PPA of 25 years with SECI.

### Key financial indicators:

AHEJ2L Standalone (Audited)	FY2023	FY2024
Operating income (Rs. crore)	104.6	272.6
PAT (Rs. crore)	18.0	15.9
OPBDIT/OI (%)	93.8%	93.7%
PAT/OI (%)	17.2%	5.8%
Total outside liabilities/Tangible net worth (times)	2.6	2.5
Total debt/OPBDIT (times)	16.7	6.2
Interest coverage (times)	1.3	1.5

Source: Company, ICRA Research; All ratios as per ICRA's calculations; Amount in Rs. crore; PAT: Profit after tax; OPBDIT: Operating profit before depreciation, interest, taxes and amortisation

### Status of non-cooperation with previous CRA: Not applicable

### Any other information: None

## Rating history for past three years

Instrument	Type	Current rating (FY2025)		Chronology of rating history for the past 3 years			
		Amount rated (Rs. crore)	Date & rating in FY2025	Date & rating in FY2024	Date & rating in FY2023	Date & rating in FY2022	
			Jan 31, 2025	-	-	-	
1 Proposed Term loan	Long term	1444.00	Provisional [ICRA]AA+ (Stable)	-	-	-	-

## Complexity level of the rated instruments

Instrument	Complexity Indicator
Long-term fund-based – Proposed Term loan	Simple

The Complexity Indicator refers to the ease with which the returns associated with the rated instrument could be estimated. It does not indicate the risk related to the timely payments on the instrument, which is rather indicated by the instrument's credit rating. It also does not indicate the complexity associated with analysing an entity's financial, business, industry risks or complexity related to the structural, transactional or legal aspects. Details on the complexity levels of the instruments are available on ICRA's website: [Click Here](#)

**Annexure I: Instrument details**

ISIN	Instrument Name	Date of Issuance	Coupon Rate	Maturity	Amount Rated (Rs. crore)	Current Rating and Outlook
NA	Proposed Term loan	-	-	-	1444.00	Provisional [ICRA]AA+ (Stable)

Source: Company

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**Annexure II: List of entities considered for consolidated analysis – Not Applicable**

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## ABOUT ICRA LIMITED

ICRA Limited was set up in 1991 by leading financial/investment institutions, commercial banks and financial services companies as an independent and professional investment Information and Credit Rating Agency.

Today, ICRA and its subsidiaries together form the ICRA Group of Companies (Group ICRA). ICRA is a Public Limited Company, with its shares listed on the Bombay Stock Exchange and the National Stock Exchange. The international Credit Rating Agency Moody's Investors Service is ICRA's largest shareholder.

For more information, visit [www.icra.in](http://www.icra.in)

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