

October 28, 2022

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# **Key presenters**



### Nisheeth Khare Head, Corporate Finance

- Over 17 years of work experience with leading banks/ FIs
- B.E. (Civil) and MBA (Finance) from Jamnalal Bajaj Institute of Management Studies



# Sharad Singhi AVP, Corporate Finance

- Prior 16 years of experience of infrastructure financing and fund raising in renewable sector
- Chartered Accountant and CAIIB



### Darshan Nanda, CFA Senior Manager, Corporate Finance

- Nearly 12 years of experience in consulting and advisory including Big 4
- B.E. (Electronics), MBA (Finance) and CFA



#### Ameya Joshi Senior Manager, Corporate Finance

- Over 10 years of work experience with leading banks/FIs
- B.Tech (Electrical), MBA and CFA

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#### Continuum overview

- One of the largest provider of renewable energy to C&I Consumers in India
  - ✓ 125+ high quality C&I customers for operating portfolio
- Demonstrated:
  - ✓ Building large scale Wind & Wind-Solar Hybrid (WSH) projects
  - ✓ Successfully completed USD 561m green bond offering of 722.9 MW Utility and C&I PPA capacity on project finance basis in Feb 2021, anchored by IFC, Washington
  - ✓ Successfully completed issuance of USD 400 million senior secured floating rate notes to three marquee international investors in Q2 FY23
  - ✓ Higher profitability compared to peers
- Highest level of Governance Standards
  - ✓ Continuum Green Energy and all its subsidiaries have been audited by Big4 firms since FY 2013
  - ✓ No related party business contracts with shareholders
  - ✓ Platform backed by Morgan Stanley, IFC and other reputed global institutional investors
  - ✓ All cash surplus generated from the business reinvested for growth no dividends to date

~1.3 GW

Operating capacity by Q3 FY 2023

**49**% C&I Offtake

36% Wind Solar Hybrid (WSH) ~2.5 GW

Operating capacity by FY 25E

**73**% C&I Offtake

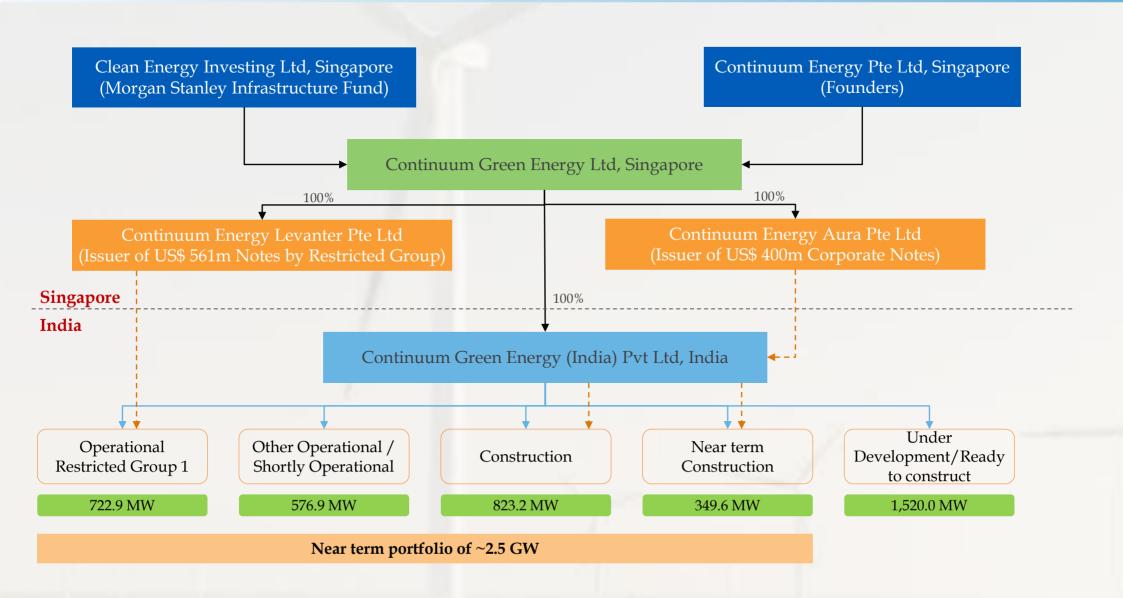
73% Wind Solar Hybrid (WSH)



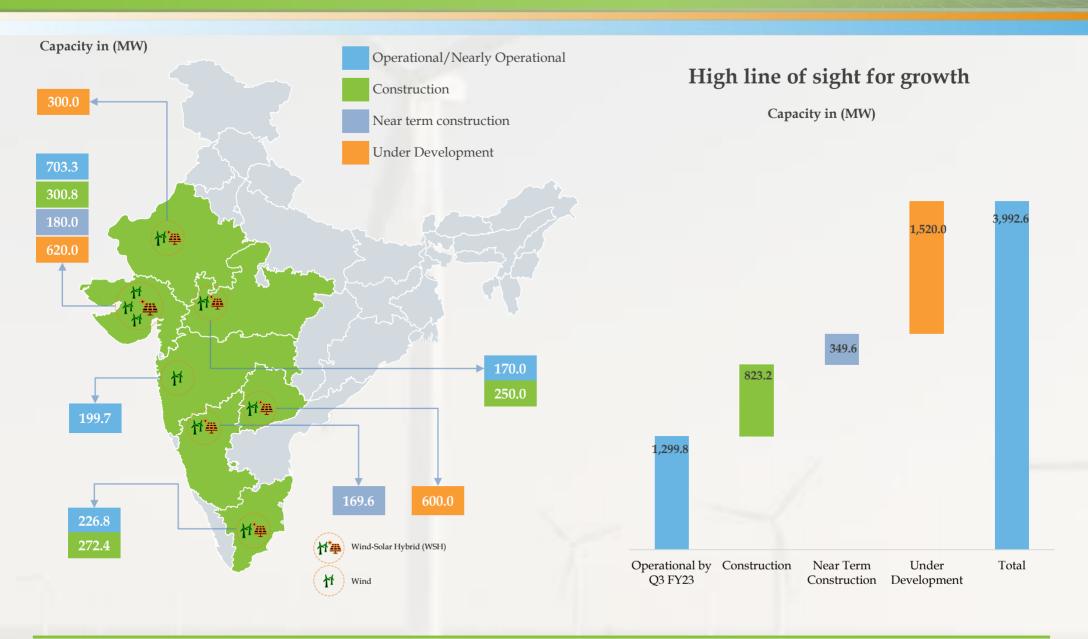
C&I – Commercial and Industrial Consumer [6]

# Corporate structure

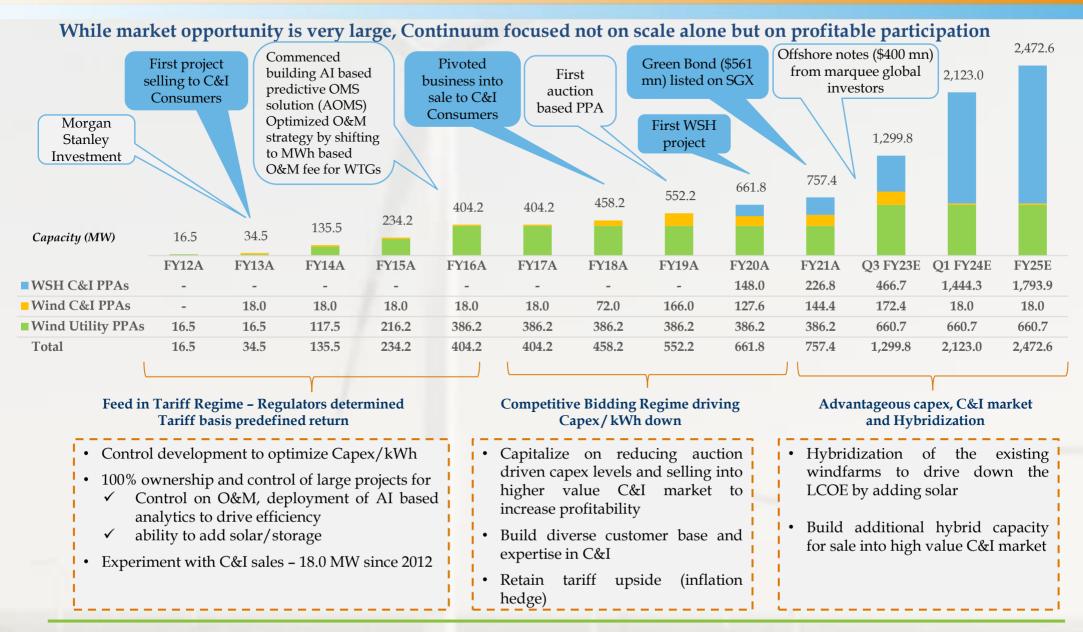




# Presence across wind-rich states



# Continuum's differentiated approach to keep ahead of the profitability curve



LCOE – Levelized Cost of Energy

# Summary of operational/ shortly operational and near term construction projects



Project	Status	State	Capacity (MW)	Purchaser	Type	Equipment	COD (FY)
Surajbari 1	Operational	Gujarat	16.5	GJ DISCOM	Wind	Vestas	2008
Surajbari 2	Operational	Gujarat	18.0	C&I	Wind	Vestas	2013
Bothe	Operational	Maharashtra	199.7 ^	MH DISCOM	Wind	Vestas, Suzlon	2015
Ratlam 1	Operational	Madhya Pradesh	170.0	MP DISCOM	Wind	Inox	2016
Periyapatti	Operational	Tamil Nadu	226.8	C&I	WSH	Vestas, Adani	2018-2020 **
Rajkot 1	Operational	Gujarat	101.2 \$	C&I	Wind	Vestas	2020
Rajkot 2A	Operational	Gujarat	25.2 <sup>\$</sup>	C&I	Wind	Siemens Gamesa	2021
Rajkot 2B	Operational	Gujarat	28.0 \$	C&I	Wind	Inox	2022
Dayapar	Partly operational	Gujarat	126.0	SECI	Wind	Inox	Q3 2023E
Morjar 1	Near operational	Gujarat	148.5	SECI	Wind	GE	Q3 2023E
Rajkot 3	Partly operational	Gujarat	239.9	C&I	WSH	GE, Waaree	Q3 2023E
Operating and S	Operating and Shortly Operational Projects		1,299.8				

Project	State	Capacity (MW)	Purchaser	Type
Bhavnagar	Gujarat	300.8	C&I	WSH
Dalavaipuram	Tamil Nadu	272.4	C&I	WSH
Ratlam 2	Madhya Pradesh	250.0	C&I	WSH
Construction (sub-total)		823.2		
Karnataka	Karnataka	169.6	C&I	WSH
Rajkot 4	Gujarat	100.0 \$	C&I	WSH
Morjar 2	Gujarat	80.0	C&I	WSH
Near term construction (sub-total)		349.6		
Additional ~1.2 GW	projects by FY25E (total)	1,172.8		

Total portfolio: ~2.5 GW by FY25E

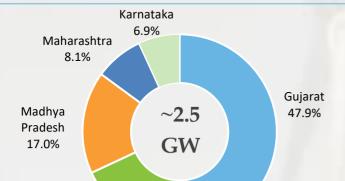
WSH projects/ to be converted into WSH projects

<sup>\$</sup> Rajkot 1, 2A & 2B are expected to be subsequently converted into WSH by adding Rajkot 4 which comprises of 100.0 MW solar project at the same location connecting to same project pooling sub-station \*\* Periyapatti wind 148 MW was commissioned in FY 2018 & FY 2019 and Periyapatti Solar 78.8 MW was commissioned in FY 2020

<sup>^</sup> PPAs are pending for 6.3 MW capacity

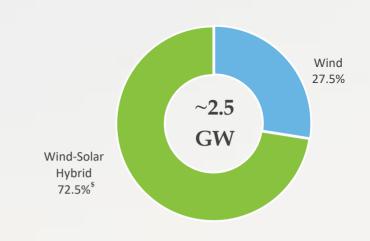
# Diversified portfolio of clean energy assets across geography and offtakers

### Presence across wind-rich states mitigates resource risk

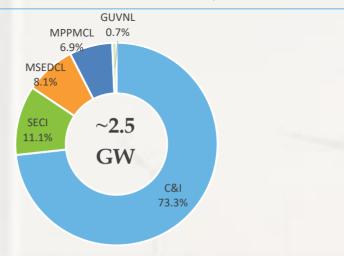


Tamil Nadu 20.2%

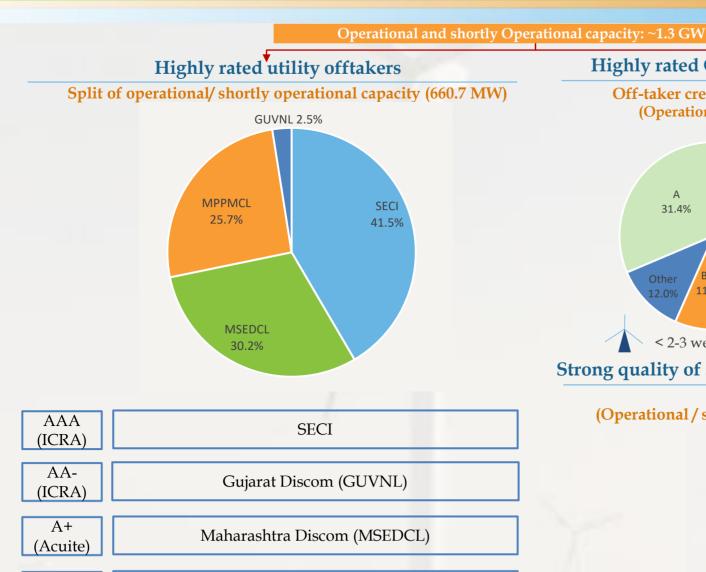
### Portfolio dominated by Wind-Solar Hybrid projects



#### Attractive customer mix of C&I clients, SECI and Discoms



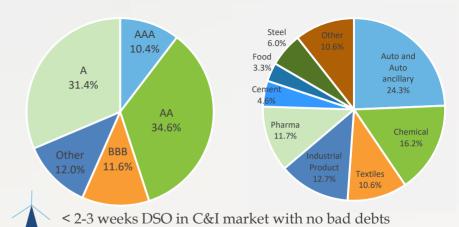
# Superior counterparty profile with attractive C&I mix



MP Discom (MPPMCL)

# Highly rated C&I customers with timely payments

Off-taker credit ratings \$ Off-taker Industries (Operational/ shortly operational C&I capacity: 639.1 MW)



### Strong quality of service attracting several marquee clients

Off-taker profile (Operational / shortly operational C&I capacity: 639.1 MW)



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<sup>\$</sup> Credit ratings as per Indian credit rating agencies



# Why Wind Solar Hybrid C&I business?



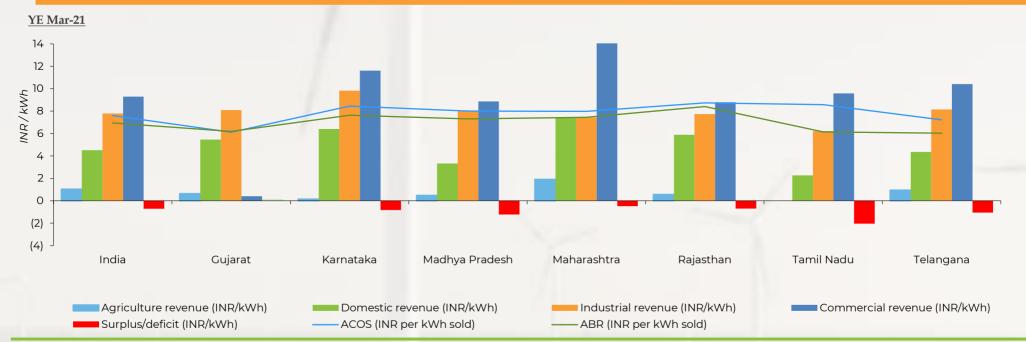
# C&I tariffs to continue to remain high to subsidize weaker segments

- Tariffs charged by utilities to industries have risen at a CAGR of ~3% 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

#### Utilities need to increase industrial Tariffs to recoup losses since commercial tariffs are already high



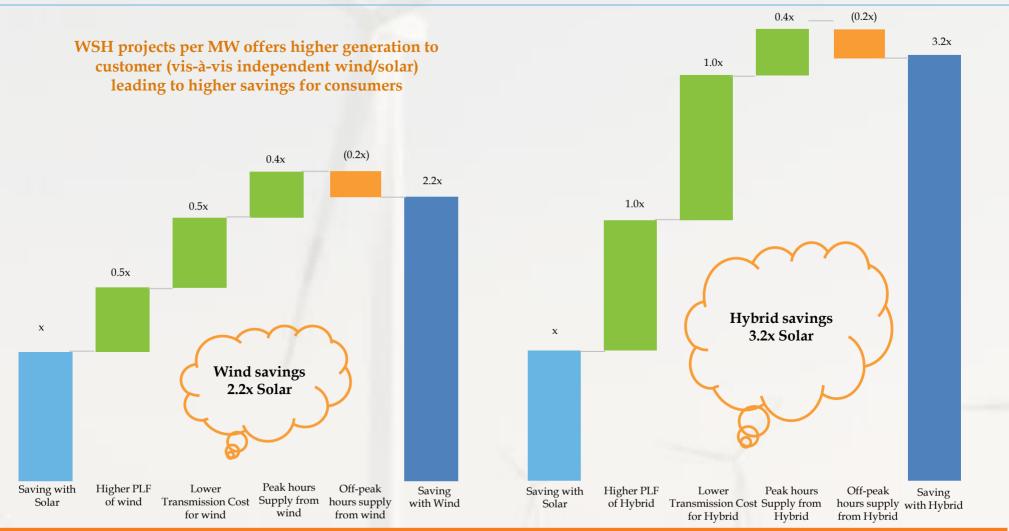
# Consistent rise in discom revenue per kWh from industrial consumers



Sources: Power Finance Corporation's Reports on Performance of Power utilities FY2020-21

# Higher supply, peak tariff hour generation and savings in transmission charges lead to higher consumer savings in WSH projects

#### Annual savings calculation for Industrial consumer (at same bus bar tariff) with connection to Gujarat Grid



The C&I customers are incentivised to maximise offtake given the cost advantage compared to alternative sources

# Continuum's strategic position for hybridization

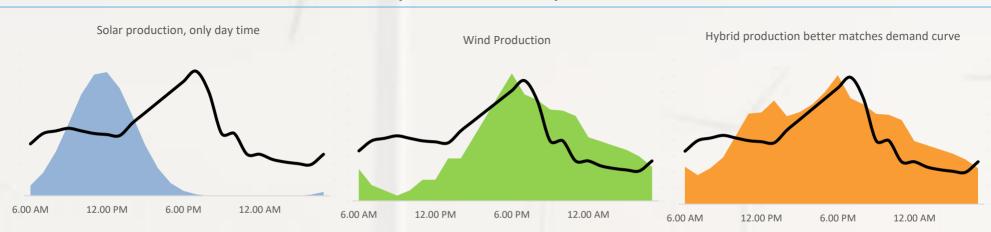
#### We are able to hybridize existing windfarms due to intrinsic project design advantages:

- We own 100% of the turbines in windfarms with largely no shared infrastructure with other turbine owners in the windfarm
- We have built and own dedicated EHV evacuation substation and transmission lines for its windfarms
- We have self-development capability to acquire land/permits to build additional solar capacity
- We have existing on-site teams who are familiar with the sites and have relationships with the communities
- All sites are connected to high voltage, high capacity transmission grids with enough room for augmented capacity
- WSH project do not require grid expansion as they produce power at different intervals and during complementary seasons

#### We plan to deliver enhanced customer and shareholder value by hybridization:

- · Delivers at higher combined PLFs with much lower variability
- Realise significant capex/kwh and opex/kwh savings on evacuation infrastructure, grid access costs, O&M costs etc.

#### Wind and Wind-Solar Hybrid match electricity demand curve better than solar

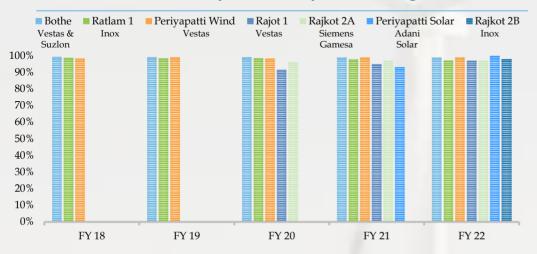




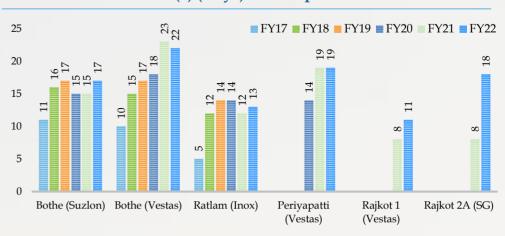
# Strong historical operational track record



#### Wind turbine availability-consistently better than guaranteed levels

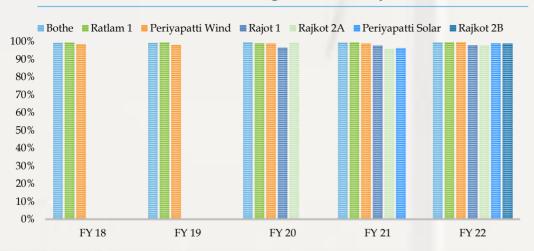


#### Increase in MTBI(1) (Days) Post Implementation of AOMS

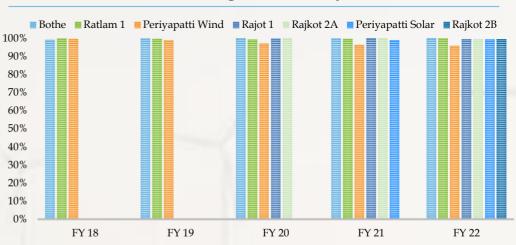


1. MTBI: Mean Time Between Inspections, Indicates period between two successive breakdowns/inspections for a turbine

#### Internal grid availability



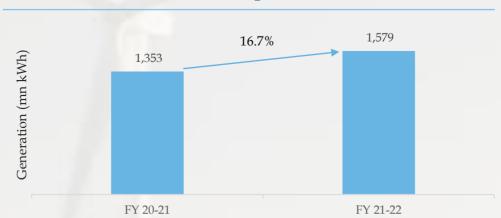
#### **External grid availability**



Note: (1) Availability at Periyapatti in FY20 was lower due to a force majeure issue (2) Availability at Rajkot 1 in FY21 was lower due to force majeure event caused due to fire incident in Jul-20. Vestas has rectified the damaged turbine and replaced the faulty transformers in all the turbines without any cost to Continuum (3) FY2021 was the first full year of operations for Rajkot 1 (4) FY 2022 was the first full year of operations for Rajkot 2A and Periyapatti Solar (5) FY23 will be the first full year of operation for Rajkot 2B





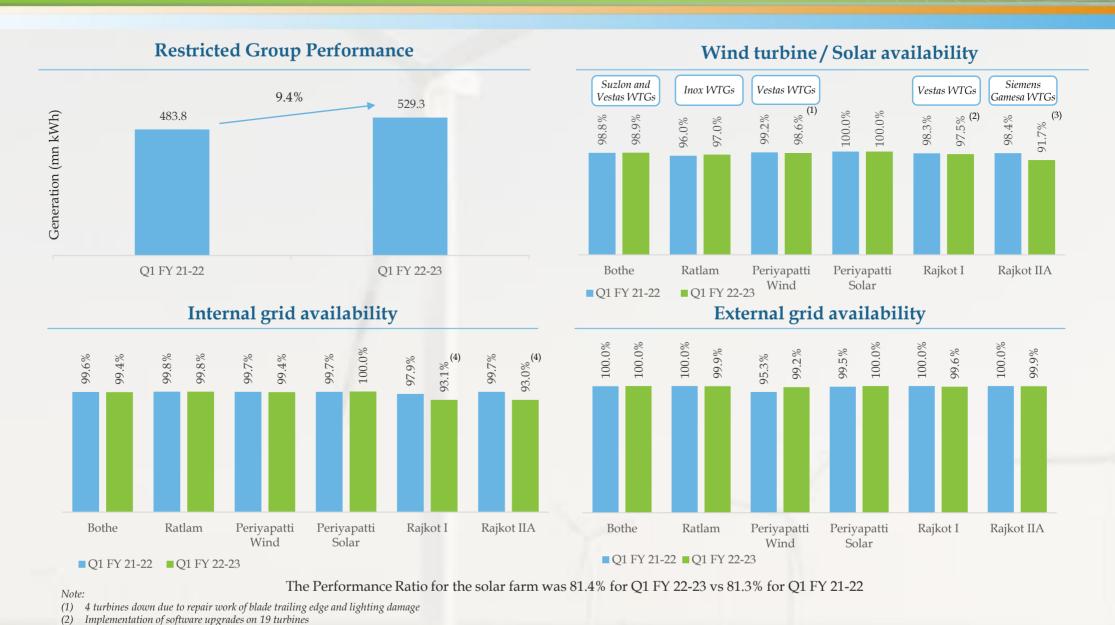


#### Restricted Group - Revenue (INR mn)

# Restricted Group - EBITDA (INR mn)



# **RG** Operational Performance - Q1 FY 22-23



- (3) Turbine down due to transformer failure, restoration delayed due to crane availability
- (4) Downtime due to reshuffling of internal lines because of construction of the Rajkot III

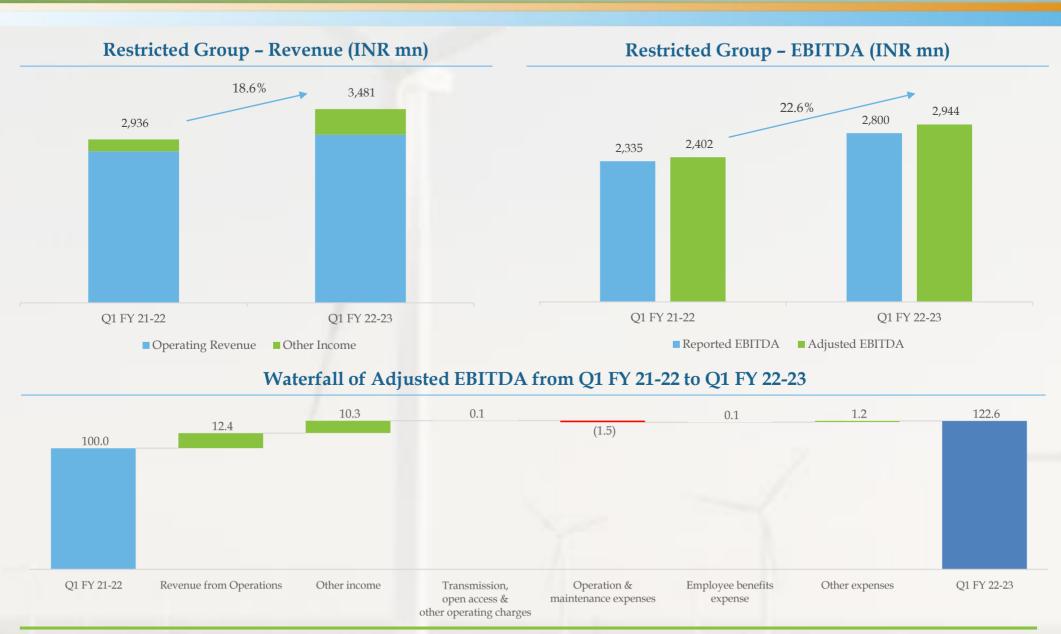
# **RG** Financial Highlights

- Funded the Debt Service Reserve Account (DSRA) in cash by Dec 2021 representing next six months of interest and scheduled principal amortization payment
- INR 3,318 mn cash balance as of 30 Jun 2022 net of working capital facility drawdown
- Timely serviced the Notes on 9 Aug 2022 (US\$ 23.0 mn) for:
  - ✓ Coupon: US\$ 12.4 mn
  - ✓ Scheduled Amortization: US\$ 1.4 mn
  - ✓ Mandatory Cash Sweep: US\$ 9.1 mn
- Improvement in DSOs by further 9 days over 31 March 2022
- Q1 FY 22-23 Adjusted EBITDA up by 22.6% compared to Q1 FY 21-22
- Historical Financial Covenants<sup>1</sup>

12 months period ending	Jun 21	Dec 21
Debt Service Cover Ratio	1.41x	1.72x
Fund From Operations to Net Debt Ratio	2.7%	12.3%

- 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 22-23**



# Rotation of Auditors to Deloitte pursuant to Indian law requirement

#### **Auditors until FY22**

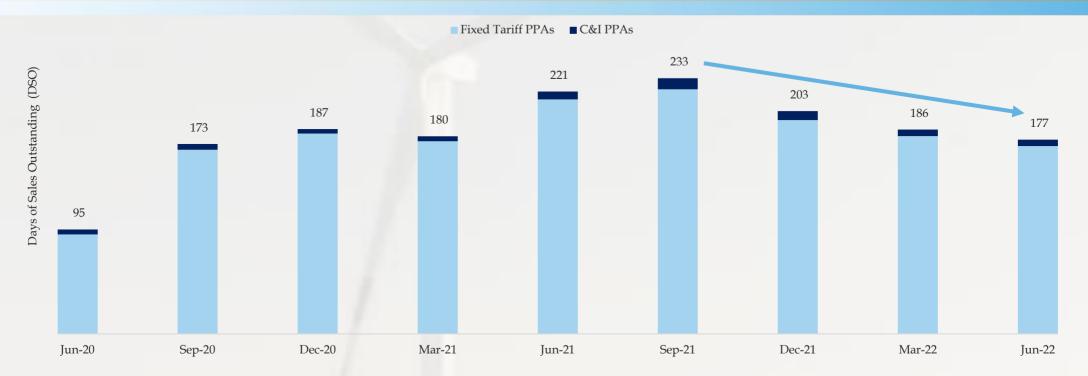
- The entire Continuum Green Energy Group have been audited by Ernst & Young since FY 2013, including:
  - ✓ Continuum Green Energy Ltd and its two subsidiaries in Singapore by Ernst & Young LLP
  - ✓ Continuum Green Energy (India) Pvt Ltd (India Holdco) and all its 22 subsidiaries including operational, under construction and under development by SRBC & Co. LLP (Ernst & Young's member firm)

#### Rotation of Auditors to Deloitte pursuant to Indian law requirement

- With audit by Ernst & Young of India Holdco for consecutive 10 financial years, we are mandated by India's Companies Act 2013 to change the auditor for India Holdco
  - ✓ Similar laws exist in several jurisdictions like US, UK, EU, etc.
  - ✓ The rotation of auditor is mandated by section 139(2) and rule 5 of the Companies (Audit and Auditors) Rules 2014, and mandates that maximum term for an audit firm as auditor shall be two terms of five consecutive years
- In order to have the same Auditor across the Continuum Green Energy Group, the Group has appointed Deloitte Haskins & Sells as the Auditor for Singapore holdco as well as all subsidiaries
- All our quarterly and annual accounts beginning Sep 2022 ending quarter will be audited/reviewed by Deloitte



# Days of Sales Outstanding (DSOs)-RG



- Receivables situation from DISCOMs has improving consistently
  - ✓ Concerted pressure from Govt of India to make DISCOMs clear outstanding payables
  - ✓ Received INR 1,237 mn during Q1 FY 22-23 and INR 1,788 mn in July, Q2 FY 2022 (upto 8<sup>th</sup> Sep) from DISCOMs
  - ✓ Received Late Payment Surcharge of INR 116 mn from MH Discom in Q1 FY 22 -23 and INR 100 mn in Q2 FY 2022 (upto 8<sup>th</sup> Sep) along with the receipt of dues in Q1 FY 22-23.
  - ✓ MP DISCOM is paying historical outstanding invoices plus Late Payment Surcharge of INR 134.4 mn in monthly instalments (see details in following slides)
- DSOs from C&I consumers at less than 20 days

# Clear plans by DISCOM to reduce DSOs Late Payment Surcharge Rules

#### Notification of revised Late Payment Surcharge Rules by Ministry of Power, Govt of India on 3 Jun 2022

- DISCOM may exercise the option to pay the outstanding dues including the LPS up to 3 Jun 2022 in equal monthly instalments, paid on 5<sup>th</sup> of each month pro-rata to all parties whose dues are pending:
  - ✓ If DISCOMs pay strictly on time as above, no LPS will accrue after 3 Jun 2022, otherwise, payable
  - ✓ DISCOMs will make pro-rata monthly payments to all generators/ transmission companies (thereby eliminating differentiation between thermal and renewables, high tariffs and low tariffs, etc.)
- All payments shall be first adjusted towards LPS and thereafter, towards oldest invoices
- Impact of delay in payments of more than 1 month from due date or 2.5 months from date of invoice, whichever later
  - ✓ DISCOM will lose access sale/purchase of electricity from the electricity exchange and under short term (up to 1 year) arrangements until the dues are fully paid
- Impact of further delay beyond 2.5 months
  - ✓ Discom ability to purchase/sell electricity under medium term (up to 3 years) and long-term arrangements also, will be reduced progressively at the rate of 10% for every additional month of delay

#### **Impact on Continuum**

- On 18 Aug 2022, 13 DISCOMS including MP DISCOM and MH DISCOM were disconnected from the electricity exchanges until they clear the over dues along with late payment surcharge
- However, since the history of LPS payments is short, on a conservative basis, so far Continuum has accounted Late Payment Surcharge only on cash receipt basis.

# Clear plans by DISCOM to reduce DSOs (Cont.) Late Payment Surcharge Rules

#### **Impact on Continuum**

- MP Discom (170 MW Ratlam I)
  - ✓ Has opted reschedule their dues till generation month of Mar-22 along with LPS amount into 40 equal monthly installments.
  - ✓ Has paid the installments due on 5<sup>th</sup> August, 5<sup>th</sup> September and 5<sup>th</sup> October
  - ✓ Has cleared their dues for the generation months of Apr-22, May-22 and June-22 which were due 2.5 months from invoice date
- MH Discom (199.7 MW Bothe)
  - ✓ has already submitted, to the regulator, a plan for the payment, in phases, by Feb -23 for invoices till the generation month of Aug-22

S no.	Generation Month	Payment Date	Payment Status as of 8 Sep 2022
1	Up to Mar 21	Apr 22	Received in Apr 22 along with LPS
2	Apr 21, May 21, Jun 21	Jun 22	Received in May 22 along with LPS
3	Jul 21, Aug 21, Sep 21	Aug 22	Received in Aug 22 along with LPS
4	Oct 21, Nov 21, Dec 21	Oct 22	To be received
5	Jan 22 ,Feb 22	Nov 22	To be received
6	Mar 22, Apr 22	Dec 22	To be received
7	May 22, Jun 22	Jan 23	To be received
8	Jul 22, Aug 22	Feb 23	To be received

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

Objectives	Implementation and enforcement through
Improved quality, reliability and affordability of power supply to consumers	<ul> <li>Denying access to bank/financial institutional financing unless Discoms adhere to the plan</li> </ul>
<ul> <li>Financially sustainable and operationally efficient distribution sector</li> <li>Ensuring zero deficit for Discoms by FY25</li> <li>Reduce the AT&amp;C losses to pan-India levels of 12-15% by FY25</li> </ul>	<ul> <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>

# Ensuring zero deficit, coupled with nil/low tariffs for agricultural/residential consumers will necessitate increase in tariffs charged to C&I consumers

#### Examples:

- March 2022 Telangana discom has announced 9-33% increase in tariff for industrial consumers
- April 2022- Andhra Pradesh discom has announced 11-30% increase in tariff for industrial consumers
- July 2022 Kerala discom has announced 6-10% increase in tariff for industrial consumers
- July 22 Tamil Nadu discom has proposed an increase in tariffs for industrial consumers linked to inflation for the next 10 years



# **ESG** Performance



Cumulatively ~8.0 mn ton CO<sub>2</sub> emissions avoided since inception till Mar'22 ~25 billion litres of water saved by replacing coal-based power till Mar'22





Cumulatively 4,486 number of trees planted since Apr-16 till Mar'22

Embracing local community by upgrading village infrastructure; farmers welfare & training programme and health & safety session





~8.0 mn cumulative safe working man-hours, since Apr-16 till Mar'22 EHS process embedded in workforce with regular assessment and safety training





Strong corporate governance

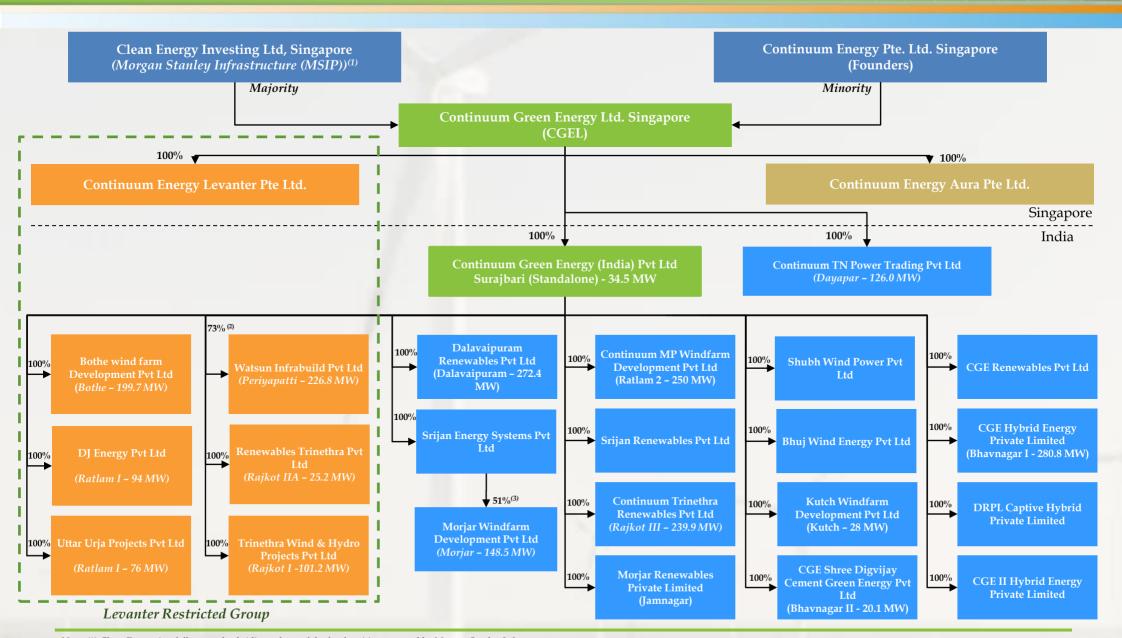
ISO Certifications for all operational and under construction sites under ISO 9001-2015 (Quality), ISO 14001-2015 (Environment), ISO 45001-2018 (Safety)







# **Corporate Structure**



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

<sup>(2) ~27%</sup> held by group captive consumers

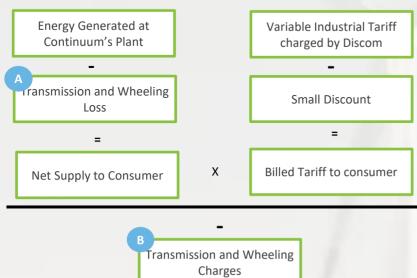
<sup>(3) 49%</sup> held by an affiliate of GE Energy Financial Service on a fully diluted basis

# **Composition of Board of Directors**

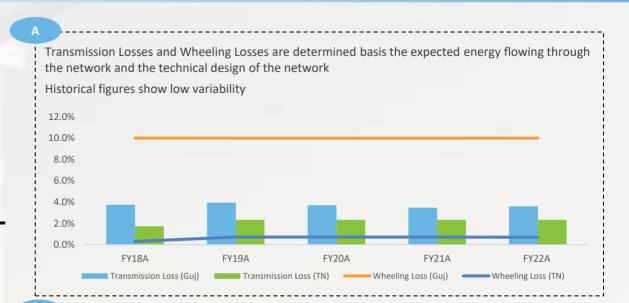
# Continuum Energy Levanter Pte. Ltd. MSIP Representatives **Restricted Group Subsidiaries (India)** Founders Representatives Independent

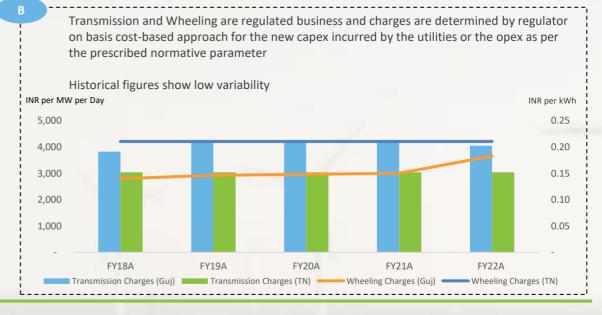
Continuum Green Energy Ltd.

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









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

C1

Energy Generated at Variable Industrial Tariff Continuum's Plant charged by Discom rransmission and Wheeling Small Discount Loss = Χ Billed Tariff to consumer Net Supply to Consumer Transmission and Wheeling Charges CSS and AS Small amount of admin costs/charges Continuum's Net Revenue

Electricity Act/National Tariff Policy mandate that:

1. Cross Subsidy Surcharge (CSS) & Additional Surcharge (AS) are not applicable to captive / Group Captive sales and is applicable only to third party non-captive sales

2. CSS be capped at 20% of the average billing rate to industries

2.00

1.50

2.00

FY18A

FY19A

FY20A

FY21A

FY22A

Cross Subsidy Surcharge (Guj)

Cross Subsidy Surcharge (TN)

Additional surcharge is determined by each state regulator based on 'stranded capacity' i.e. capacity (normally thermal), where a fixed capacity charge is being paid by the utility to a power producer

Any material increase in this surcharge over time may be limited due to

- growing total electricity demand at the utilities; and
- almost no new thermal capacity being contracted for long term PPA

CSS & AS are not applicable to the Group Captive Capacity in Tamil Nadu Periyapatti Project
50% of CSS and AS is waived for Continuum's Rajkot Projects in Gujarat for 25 years period

# 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