

April 04, 2023

Cars24 Financial Services Private Limited: Provisional ratings assigned to PTCs backed by used car loan receivables issued by Cappella 03 23

Summary of rating action

Trust Name	Instrument*	Current Rated Amount (Rs. crore)	Rating Action
Cappella 03 23	Series A1 PTC	16.53	Provisional [ICRA]A+(SO); Assigned
	Series A2 PTC	1.30	Provisional [ICRA]BBB(SO); Assigned

*Instrument details are provided in Annexure I

Rating in the absence of pending actions/documents

No rating would have been assigned as it would not be meaningful

Rationale

ICRA has assigned provisional ratings to the pass-through certificates (PTCs) issued under a securitisation transaction originated by Cars24 Financial Services Private Limited (CFSP). The PTCs are backed by a pool of Rs. 24.75-crore used car loan receivables (underlying pool principal of Rs. 18.58 crore).

The provisional ratings are based on the strength of the cash flows from the selected pool of contracts, the credit enhancement (CE) available in the form of (i) a cash collateral (CC) of 5.00% of the initial pool principal to be provided by CFSP, (ii) subordination/over-collateralisation of 11.00% of the initial pool principal for Series A1 PTC and 4.00% of the initial pool principal for Series A2 PTC, (iii) excess interest spread (EIS) of 14.51% of the initial pool principal in the structure; and the integrity of the legal structure. The ratings are subject to the fulfilment of all the conditions under the structure and the review of the documentation pertaining to the transaction by ICRA.

Key rating drivers

Credit strengths

- Availability of CE in the form of EIS, over-collateralisation/subordination and CC
- All contracts in the pool are current as of the pool's cut-off date
- Around 92% of the contracts in the pool have a CIBIL score of more than 700

Credit challenges

- High geographical concentration with top 3 states (Maharashtra, Delhi and Karnataka) accounting for a ~65% share in the pool
- Limited vintage of business; peaking of delinquencies yet to happen across vintages as majority of the portfolio has not completed a cycle
- Pool performance will remain exposed to macroeconomic shocks/ business disruptions if any

Description of key rating drivers highlighted above

As per the transaction structure, Series A2 PTC is subordinate to Series A1 PTC. During the tenure of Series A1 PTC, the collections from the pool will be used to make the promised interest payouts and the expected principal payouts (to the

extent of principal billed) to Series A1 PTC. Post the maturity of Series A1 PTC, the payout to Series A2 PTC (principal payouts to Series A2 PTC investors) will be on expected basis, which will be due and payable only on the final maturity date. The final maturity date for both tranches of PTCs is August 22, 2027.

The first line of support for Series A1 PTC in the transaction is in the form of a subordination/over-collateralisation of 11.00% of the initial pool principal (includes the principal payable to Series A2 PTC). After Series A1 PTC has been fully paid, over-collateralisation of 4.00% of the initial pool principal would be available for Series A2 PTC.

Additional credit support is available in the form of an EIS of 14.51% of the initial pool principal. A CC of 5.00% of the initial pool principal (Rs. 0.93 crore), to be provided by CFSPL, would act as further CE in the transaction. In the event of a shortfall in meeting the promised PTC payouts during any month, the trustee will utilise the CC to meet the same.

There are no overdues in the pool as on the cut-off date. The weighted average seasoning of the pool is moderate at ~9 months as on the pool cut-off date. The pool has high geographical concentration with the top 3 states (Maharashtra, Delhi and Karnataka) contributing ~65% to the initial pool principal amount. The performance of the pool would remain exposed to any fresh disruptions caused by the pandemic.

Past rated pools: ICRA has ratings outstanding on 12 PTC transactions of CFSPL. The performance of all the pools, which have completed at least three payouts till February 2023, has been satisfactory with a cumulative collection efficiency of more than 97% with nil CC utilisation.

Key rating assumptions

ICRA's cash flow modelling for rating asset-backed securitisation (ABS) transactions involves the simulation of potential delinquencies, losses (shortfall in principal collection during the tenor of the pool) and prepayments in the pool. The assumptions for the loss and coefficient of variation (CoV) are arrived at after taking into account the past performance of the originator's portfolio and rated pools as well as the characteristics of the specific pool being evaluated. Additionally, the assumptions may be adjusted to factor in the current operating environment and any industry-specific factors that ICRA believes could impact the performance of the underlying pool of contracts.

After making these adjustments, the expected mean shortfall in principal collection during the tenure of the pool is estimated at 4.50-5.50%, with certain variability around it. The prepayment rate for the underlying pool is estimated at 4.8%-18.0% (with a mean of 12.0%) per annum.

Liquidity position

Series A1 PTC: Strong

As per the transaction structure, only the interest amount is promised to the Series A1 PTC holders on a monthly basis while the entire principal amount is promised on the scheduled maturity date of the transaction. The cash flows from the pool and the available CE are expected to be comfortable to meet the promised payouts to the Series A1 PTC investors.

Series A2 PTC: Adequate

After Series A1 PTC is fully paid, the entire principal amount is promised on the scheduled maturity date of the transaction. The cash flows from the pool and the available CE are expected to be adequate to meet the promised payouts to the Series A2 PTC investors.

Rating sensitivities

Positive factors – The ratings could be upgraded on the strong collection performance of the underlying pool (monthly collection efficiency >95%) on a sustained basis, leading to the build-up of the CE cover for the remaining payouts.

Negative factors – Pressure on the ratings could emerge on the sustained weak collection performance of the underlying pool (monthly collection efficiency <90%), leading to higher-than-expected delinquency levels and CE utilisation levels.

Analytical approach

The rating action is based on the analysis of the performance of CFSPL's digital retail lending (DRL) portfolio till December 2022, the key characteristics and composition of the current pool, the performance expected over the balance tenure of the pool, and the CE cover available in the transaction.

Analytical Approach	Comments
Applicable rating methodologies	Rating Methodology for Securitisation Transactions
Parent/Group support	Not Applicable
Consolidation/Standalone	Not Applicable

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

The assigned ratings are provisional and would be converted into a final rating upon the execution of:

1. Trust deed
2. Assignment agreement
3. Legal opinion
4. Trustee letter
5. Chartered Accountant's Know Your Customer (KYC) certificate
6. Any other documents executed for the transaction

Validity of the provisional rating

The Trust is expected to complete the pending actions/execute the pending documents in the near term. However, in case of continued pendency of the actions/documents beyond one year of this publication, the provisional ratings would be withdrawn for the transaction even if the instrument has been issued.

Risks associated with the provisional rating

In case the issuance is completed, but the pending actions/documents are not completed for the transaction within one year (validity period) from the assignment of the ratings, the provisional ratings will be withdrawn in accordance with ICRA's Policy on Provisional Ratings available at www.icra.in.

About the company

Incorporated in September 2018, CFSPL is registered with the Reserve of India (RBI) as a non-banking financial company (NBFC). It is a wholly-owned subsidiary of Cars24 Services Private Limited (CSPL). The company's lending operations are classified into two segments: digital business lending (DBL) and digital retail lending (DRL).

DBL represents loans extended to used car dealers empanelled with CSPL. This is primarily a revolving line of credit extended to used car dealers. At present, CFSPL caters to ~1,400 used car dealers empanelled with CSPL. The DBL product is further classified into Unnati regular and Unnati plus. Under the DRL segment, CFSPL provides loans to retail customers mainly for

purchasing used cars. CFSPL serves as the captive financing unit of its parent (CSPL) and extends funding to customers purchasing used cars through CSPL's online platform.

Key financial indicators

CFSPL	FY2021	FY2022	9M FY2023*
	IGAAP	IGAAP	IndAS
Total income	24.3	78.0	113.8
Profit after tax	(14.5)	(16.6)	1.4
Assets under management	170.4	597.9	799.3
Gross non-performing assets (NPA)#	0.5%	0.7%	1.1%
Net NPA	0.0%	0.0%	0.7%

Source: Company data, ICRA Research; Amount in Rs. crore; *Provisional financials; # Based on 180+ delinquency numbers

Status of non-cooperation with previous CRA: Not applicable

Any other information: None

Rating history for past three years

Trust Name	Instrument	Current Rating (FY2024)		Chronology of Rating History for the Past 3 Years			
		Amount Rated (Rs. crore)	Amount Outstanding (Rs. crore)	Date & Rating in FY2024	Date & Rating in FY2023	Date & Rating in FY2022	Date & Rating in FY2021
				Apr 04, 2023	-	-	-
1 Cappella 03 23	Series A1 PTC	16.53	16.53	Provisional [ICRA]A+(SO)	-	-	-
	Series A2 PTC	1.30	1.30	Provisional [ICRA]BBB(SO)	-	-	-

Complexity level of the rated instrument

Instrument	Complexity Indicator
Series A1 PTC	Moderately Complex
Series A2 PTC	Moderately Complex

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

Trust Name	Instrument	Date of Issuance / Sanction	Coupon Rate	Maturity Date*	Amount Rated (Rs. crore)	Current Rating
Cappella 03 23	Series A1 PTC	March 2023	11.15%	August 2027	16.53	Provisional [ICRA]A+(SO)
	Series A2 PTC		Residual		1.30	Provisional [ICRA]BBB(SO)

*Scheduled maturity date at transaction initiation; may change on account of prepayments
Source: Company

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.

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