AB Transitio

Full Rating Report

LONG-TERM RATING

AA-

OUTLOOK

Stable

SHORT-TERM RATING

N₁

PRIMARY ANALYST

Gustav Nilsson +46735420446 gustav.nilsson@nordiccreditrating.com

SECONDARY CONTACTS

Elisabeth Adebäck +46700442775 elisabeth.adeback@nordiccreditrating.com

Geir Kristiansen +4790784593 geir.kristiansen@nordiccreditrating.com

RATING RATIONALE

Our 'AA-' long-term issuer rating on Sweden-based provider and manager of passenger railway rolling stock AB Transitio reflects the company's heavily regulated financial and commercial relationship with its owners, which are its sole customers. The company is jointly owned by 20 Swedish counties, which have significant financial capacity to honour their commitments. According to a shareholder agreement, all debt maturities, costs, and loss exposures are guaranteed by the county (or counties) using the company's services. We see the guarantees extended by the owners as irrevocable, unconditional, and timely, broadly aligning the company's financial strength with that of its owners. The rating further reflects the company's insulated competitive position and the high barriers to entry in the Swedish passenger rolling stock leasing market. It is also supported by the company's long average debt maturity of 6.6 years and low refinancing risk.

The rating is constrained by Transitio's limited size and diversity. The company owns about one-fourth of the regional railway rolling stock in Sweden, which limits its geographic diversity, and is notably smaller than its European peers. Transitio has minimal book equity as a not-for-profit entity, which results in comparatively high leverage in comparison with its peers. Conversely, the not-for-profit policy allows for full pass through of all interest and operating costs to its owners. Guarantees from the owners ensure stability and support the company's overall financial risk profile.

The rating reflects our expectations that potential debt issues will have similar guarantees to those on Transitio's existing loans, given the structure of the company's shareholder and leasing agreements. We would likely rate such instruments at least two notches above the issuer rating (see Issue ratings section). We expect the company to receive support from the Swedish central government, should any of the owner counties encounter financial trouble.

STABLE OUTLOOK

The outlook is stable, reflecting our expectations that Transitio's risk profile will remain strong thanks to the extensive shareholder guarantees and the company's increasing importance for fulfilling the political targets of its owners. The long-term planning structure of Swedish railways contributes to stability and predictability of operations. The outlook incorporates our view that the owners' credit quality will remain unchanged and that they will remain the company's sole customers.

POTENTIAL POSITIVE RATING DRIVERS

- Reintroduction of cross-county guarantees; and
- Substantially higher utilisation by owners, significantly increasing the scale of operations.

POTENTIAL NEGATIVE RATING DRIVERS

- A decline in credit quality among the combined owner pool.
- Changes in ownership profile.
- Any change in financial and/or operational guarantees.

Figure 1. Key credit metrics, 2020-2026e

SEKm	2020	2021	2022	2023	2024e	2025e	2026e
Revenues	700	787	786	966	1,039	1,041	1,077
EBITDA	477	508	514	687	758	740	759
EBITDA margin (%)	68.2	64.5	65.4	71.1	72.9	71.1	70.5
FFO	346	391	389	504	532	531	538
Net debt	7,836	8,283	8,665	8,913	9,034	8,900	9,533
Total assets	8,811	9,865	10,047	10,407	10,390	10,262	10,902
Net debt/EBITDA (x)	16.4	16.3	16.9	13.0	11.9	12.0	12.6
EBITDA/net interest (x)	3.6	4.4	4.1	3.8	3.3	3.5	3.4
FFO/net debt (%)	4.4	4.7	4.5	5.7	5.9	6.0	5.6
FOCF/net debt (%)	-28.0	-13.1	-11.4	-6.8	-4.9	-6.4	-6.7

Source: company and NCR. e-estimate. FFO-funds from operations. FOCF-free operating cash flow. All metrics adjusted in line with NCR methodology.

ISSUER PROFILE

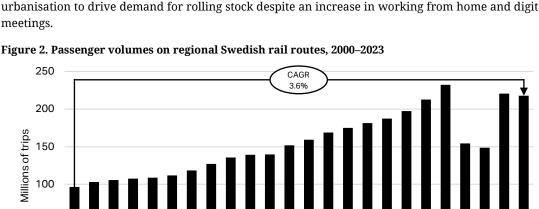
Transitio was founded in 1999 by six of Sweden's 21 counties, when county-level traffic authorities were charged with running the country's regional railways, with the purpose of centralising acquisition and financing of rolling stock on behalf of the respective counties' regional public transport companies. The company also provides rolling stock support services and carries out heavy maintenance. Since restructuring in 2012, Transitio has been owned directly and indirectly by 20 Swedish counties (excluding the island county of Gotland), with each owner holding a 5% ownership stake. The owners' commitment to the company is regulated through a shareholder agreement and rolling stock financing is guaranteed by the county (or counties) that lease individual units of rolling stock. Because of its public ownership, the company must issue public tenders when purchasing rolling stock and related equipment. The owners provide financial guarantees for all rolling stock leased through Transitio.

BUSINESS RISK ASSESSMENT

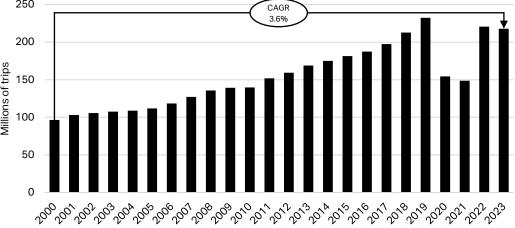
Our business risk assessment reflects Transitio's strong competitive position due to the integration of owner guarantees into the operating model, which effectively eliminates re-leasing and repricing risk. We take a positive view of the company's exposure to the less cyclical passenger rolling stock leasing market and the structure of its leasing contracts, which effectively limit operational risk. The company's low cost-efficiency relative to the rest of its peer group, limited size, and geographic diversity have a negative impact on our business risk assessment.

Contractually fixed revenues and low cyclicality ensure operating environment remains stable

Transitio operates in the Swedish passenger rolling stock leasing market, with all of its revenues guaranteed by or derived from its owners. The market depends on demand for public transport and is influenced by the structure of the Swedish railway system. Demand for rail travel has surged, with the number of trips more than doubling since 2000. In 2020-2021, the COVID-19 pandemic put a temporary halt to the growth of rail travel, with dramatically decreased passenger volumes as a result of social distancing measures. Although demand and revenues have rebounded as the pandemic has receded, travel volumes are still below 2019 levels (see Figure 2). We expect growth in rail travel and increased demand for rolling stock to accommodate higher passenger volumes. We also expect urbanisation to drive demand for rolling stock despite an increase in working from home and digital meetings.



Source: Transport Analysis. CAGR-Compound annual growth rate.



We assess the leasing market for passenger rolling stock as less cyclical than the leasing of freight wagons, capital goods, and passenger cars. It carries less correlation with economic activity and has lower dependence on discretionary purchasing power. The passenger rolling stock market typically has more predictable cash flows and longer contracts with strong counterparties. We see the risk of non-renewal of contracts and substitution risk as limited due to the capital intensity of the industry and long lead times for new rolling stock. These factors reduce the risk of regional traffic operators obtaining their own rolling stock rather than leasing from counties, which typically supply operators

Business risk assessment

Operating environment

with rolling stock to ensure sufficient availability and meet their public transport targets. Further, the need for public tenders to supply counties with rolling stock makes it harder for leasing providers to enter the market as they would need to compete on price against counties or Transitio itself, which are likely to have competitive financing advantages. We believe that direct ownership by counties and their stake in Transitio deter new entrants.

Swedish railways are mostly underinvested and heavily congested, increasing susceptibility to disruptions and amplifying the impact of delays. The railways have not been sufficiently expanded to meet increased frequency of departures and accommodate higher passenger volumes. In addition, fewer trains run on time, reducing the reliability of rail travel. We see some risk of substitution from other modes of transport, especially in regions with several viable alternatives, unless railways are upgraded, and punctuality improved.

Strong position as centralised provider, but exposed to substitution risk

In our view, Transitio has a strong market position because of the commercial relationship with its owners. The company's main objective is to supply its owners with rolling stock along with related materials and services. Transitio specialises in acquiring and maintaining rolling stock on behalf of its owners, using its scale and financing advantages to improve cost-efficiency for them.

Transitio owns only about one-fourth of Sweden's regional rolling stock. Despite owning Transitio, larger counties with direct access to capital markets tend to own and manage their own rail fleets. For example, local and regional rolling stock operating in Stockholm, Skåne and Västra Götaland are typically owned directly by the respective counties. In addition, six of the larger counties are not owner-members of the Swedish municipal financing company Kommuninvest, limiting Transitio's available financing channels in those locations. Where Transitio is the preferred leasing partner for its owners, we expect an increasing proportion of rolling stock to be financed through the company. Notably, Transitio has signed an agreement with Uppsala county for the acquisition of trams with expected delivery by end-2029, thereby diversifying its operations beyond regional rail operations. We believe, however, that growth opportunities outside regional rail operations is currently limited.

Direct ownership by counties weighs on our assessment of the company's market position. For example, Halland and Skåne counties have recently assumed ownership of rolling stock upon expiry of financial leases and we expect them to assume ownership of a further six units at the beginning of 2025. We understand that the decision to choose direct ownership instead of using Transitio is a result of a preference on the part of some counties and not based on the quality of service provided by Transitio. As Transitio gains scale, we expect the benefits of pooled procurement to increase. Substitution risk beyond direct county ownership is low due to Transitio's competitive advantage in terms of financing costs over its peers, which have no access to municipal financing. Unlike its private-sector peers, operational risk is offset by owner guarantees for cost coverage and loss exposure. These features reduce re-leasing and repricing risk and enable a more cost-competitive product offering.

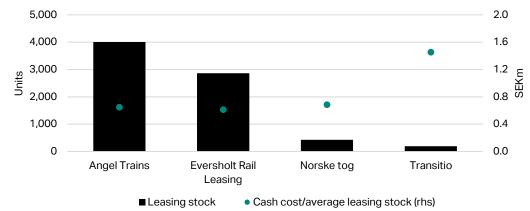
Limited scale offset by strong counterparties

Transitio's customers are exclusively Swedish counties, which have strong financial capacity and carry minimal risk, thereby creating indirect counterparty exposure to Sweden's central government. The company has a narrow product line of rolling stock models and focuses exclusively on passenger rolling stock. Its small size relative to other European rolling stock leasing companies (see Figure 3) is not a major constraint in achieving its owners' objectives thanks to its insulated competitive position. We believe that larger entities can generally leverage their scale to gain more favourable purchasing prices and achieve greater cost-efficiency than smaller companies. Transitio's cash operating costs (excluding depreciation) to average rolling stock are about two times higher than those of Norwegian peer Norske tog AS, which manages all of Norway's regional rolling stock and is directly state owned. We are aware, however, of differences in the mix of rolling stock and scope of operations that affect the comparability of cost efficiency between rolling stock leasing companies, especially considering that Transitio is responsible for a broader range of services and has a different cost structure.

Market position

Size and diversification

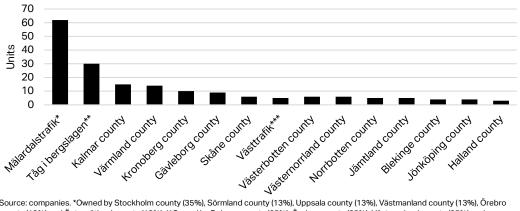
Figure 3. Regional peer group by fleet size, $31\ Dec.\ 2023$



Source: companies. Based on annual average exchange rates, SEK/NOK of 0.99 and SEK/GBP of 12.5.

Demand for passenger rolling stock is more predictable and stable than that for freight wagons. Long contracts with well-spread maturities reduce sensitivities to business cycles and help balance the cost profile. Transitio has relatively broad exposure to its different owners and has cross-guarantees for shared public procurement by jointly owned operations (see Figure 4). Conversely, the company has a narrow range of suppliers, with the two largest, Alstom and Stadler, accounting for most of its rolling stock models. We understand that increased competition among suppliers could reduce Transitio's reliance on individual suppliers. For example, we expect the company to receive sequential deliveries of 28 units of rolling stock from Spanish supplier CAF, starting from the second quarter of 2025 through 2028. Options also exist for additional purchases. Negatively, we believe that Transitio's concentrated supplier base could impede the company's access to components and delay maintenance or upgrades if bottlenecks arise in the supply chain or if its suppliers prioritise larger customers. To counter this, the company maintains its own stock of high-value components that it offers to both its leasing operators and operators that own their own fleets.

Figure 4. Counterparty diversity of leased rolling stock by county, 30 Jun. 2024



Source: companies. *Owned by Stockholm county (35%), Sörmland county (13%), Uppsala county (13%), Västmanland county (13%), Örebro county (13%) and Östergötland county (13%). **Owned by Dalarna county (25%), Örebro county (25%), Västmanland county (25%) and Gävleborg county (25%). ***Owned by Västra Götaland county (100%).

Flexible leasing structure ensures cost coverage supporting strong operating efficiency

Operating efficiency

Transitio's strong operating efficiency is driven by the limited downside risk and low cyclicality of the company's long contracts with its owners. The company adjusts all contractual payments annually to cover all expected input costs, including financing, enabling it to operate continuously on a not-for-profit basis. The average remaining lease term for outstanding contracts was 3.8 years as of 30 Jun. 2024. New contracts are typically signed for 10 years and are automatically renewed for five-year periods unless an owner provides one year's notice to cancel. If contracts are cancelled, the leasing county covers associated costs, including potential disposal losses, eliminating re-leasing and resale risk that private-sector peers would face. Since rolling stock is custom-made to meet specific requirements, the limited number of potential buyers creates substantial residual value risk.

40 8 35 7 30 6 5 25 **%** 20 3 15 2 10 5 0 0-1 year 1-2 years 3-4 years 4-5 years > 5 years

Figure 5. Lease maturity profile, 30 Jun. 2024

Contracts maturing

Average remaining lease term (rhs)

Source: company

Rolling stock typically has a lifecycle of 30-40 years. As of 30 Jun. 2024, the average age of Transitio's rolling stock was 10.1 years with diverse levels of end of product life, reducing the risk of having to acquire new rolling stock in unfavourable market conditions. On-train equipment has lower average lifespans of 10-15 years and is replaced according to a maintenance schedule, avoiding operational disruptions. In a bid to increase the rate of rolling stock utilisation and lower sensitivity to supply chain disruptions, Transitio has a strategic inventory of high value components with long lead times, while operators maintain their own inventories of more common spare parts.

Figure 6. Peer group NCR-adj. EBITDA margins, 2017-2023



to generate profits. It charges no mark-ups to meet profitability targets and can change lease payments at its own discretion to reflect changes in cost structure instead of locking in lease rates to cover expected costs over a longer period. These features result in higher EBITDA margins if financing or depreciation costs increase, while lowering them if such costs decrease. In this respect, the company

differs from its peers. Because of contractual features, Transitio has had exceptionally stable margins relative to those of its peers, which have higher normalised margin variations. We expect the company's NCR-adjusted EBITDA margin to increase to 73% by end-2024 before declining and stabilising at around 71% for 2025 and 2026. This is a result of higher depreciation costs due to more rolling stock and generally higher financing costs. The projected revenue growth reflects the addition of newer rolling stock to be delivered through 2025 and 2026, but also assumes that owners will assume

ownership of some rolling stock.

1,200 90 75 1,000 60 800 SEKm 600 45 \$ 400 30 200 15 n n 2018 2019 2020 2021 2022 2016 2017 2023 2024e 2025e 2026e 2015 NCR-adj. EBITDA margin (rhs) NCR-adi, revenues NCR-adi. EBITDA Source: company and NCR. e-estimate.

Our assessment indicates that Transitio's financial risk profile is stronger than suggested by the

company's high leverage and weak credit metrics. This is because Transitio's role is to maximise cost

efficiency for its owners and the company has no return targets. The owners provide full coverage of leasing-related costs, including financing, based on projected costs and interest rates, which reduces financial risk. We attach greater weight to our assessment of risk appetite, including the available support and guarantees provided by the owners, because we consider it more reflective of financial

Figure 7. NCR-adj. revenues, EBITDA and margins, 2014-2026e

Financial risk assessment

Ratio analysis

Weak credit metrics do not accurately reflect financial risk

FINANCIAL RISK ASSESSMENT

risk than the company's financial ratios.

Transitio operates on a not-for-profit basis. It is under no obligation to meet return requirements from the owners and channels all benefits to the owners by adjusting its leasing terms. The company has historically had high financial leverage and an equity ratio below 1%. Because the owners guarantee cost-coverage for financing, overheads, repairs, maintenance and debt maturities, we consider the company's key metrics to be less reflective of financial risk than they would if the company were less dependent on the financial capacity of its owners or had other contractual features. Accordingly, we attach little weight to the company's financial ratios in our assessment of financial risk.

We expect financial gearing to earnings to remain stable due to the structure of the company's leasing contracts, with lessees providing sufficient funds to offset the impact of higher market rates and cost inflation. In addition, we expect the company to incur significant capital spending when acquiring new rolling stock or refinancing some of the maturing financial leases on its own balance sheet (see Figure 11). We anticipate maintenance to account for a small proportion of the company's overall capital spending.

Transitio reports according to Swedish GAAP, under which financial leasing contracts are off-balance sheet and payments are recognised in EBITDA. We consider such leasing arrangements to be similar to capital investments, as leased rolling stock would otherwise have to be purchased using debt. Accordingly, we remove leasing payments from EBITDA and treat the payment as a combination of interest costs and depreciation. Further, we add the present value of lease payments to debt (see Figure 15 for an overview of financial adjustments).

Figure 8. Key base-case forecast assumptions and credit metrics, 2024-2026e

SEKm	2024e	2025e	2026e
Revenue growth (%)	7.5	0.2	3.5
EBITDA margin (%)	72.9	71.1	70.5
Average interest rate (%)	2.3	2.3	2.3
Capital expenditure (SEKm)	1,030	1,100	1,200
Net debt/EBITDA (x)	11.9	12.0	12.6
EBITDA/net interest (x)	3.3	3.5	3.4
FFO/net debt (%)	5.9	6.0	5.6
FOCF/net debt (%)	-4.9	-6.4	-6.7

Source: NCR. e-estimate. All metrics adjusted in line with NCR methodology.

Figure 9. NCR-adj. EBITDA and NCR-adj. EBITDA/net interest, 2020–2026e

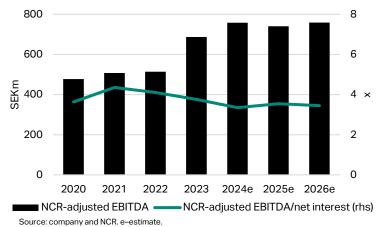
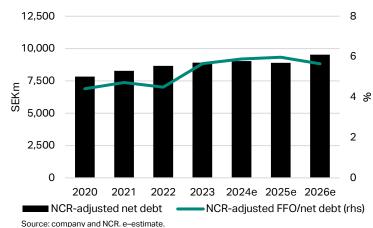


Figure 10. NCR-adj. net debt and FFO/net debt, 2020-2026e



Ownership operational and financial guarantees significantly reduce financial risk

Risk appetite

We assess Transitio's risk appetite as significantly more prudent than warranted by its financial ratios. This is largely attributable to the owners' commercial and financial guarantees for both leasing and loans, which in turn provide stability by leveraging the financial strength of the owners.

Transitio finances its operations through a mix of loans from the European Investment Bank (EIB), the Nordic Investment Bank (NIB), Kommuninvest, the Swedish Export Credit Corporation (SEK), bank debt, financial leasing arrangements and common equity. The latter constitutes a negligible proportion of funding as the company strives for to achieve complete cost coverage and no profits rather than paying dividends to its owners. Commercial leasing contracts allow Transitio to change lease payments on the basis of projected costs, which hedges the company's exposure to rising interest rates as well as inflation. This allows Transitio to operate with comparatively high leverage in comparison with its peers, but with lower financial risk.

We take a positive view of Transitio's long average debt maturity profile (6.6 years excluding leasing, 6 years including leasing). The company typically repays a large proportion of loans before maturity, which reduces refinancing risk. We expect the company to continue to use long-term financing to match its lease commitments to its owners. Refinancing and liquidity risk is negligible given that the owners fully guarantee the company's debt and diverse debt maturities reduce sensitivity to point-intime financing conditions. In addition, due to Transitio's relationship with its owners, the company has no debt covenants.

5,000

4,000

3,000

2,000

1,000

0

0

0

0

1-2 years 2-3 years 3-4 years 4-5 years 5-6 years Beyond 6

EIB Kommuninyest NIB SEK Bank debt Leasing years

Figure 11. Financial leasing and debt maturity profile, 30 Jun. 2024

Transitio measures interest-rate risk as a function of interest cost to projected revenues from a 1pp increase in interbank borrowing rates, which stood at 4.2% as of 31 Dec. 2023 (see Figure 12).

Source: company. EIB-European Investment Bank. NIB-Nordic Investment Bank. SEK-Swedish Export Credit Corporation.

Transitio has some exposure to foreign exchange rate risk, mainly via the euro, because of the international profile of suppliers of rolling stock and related equipment. We believe that the currencies used for international contracts influence the quotes that suppliers can offer on public tenders, irrespective of whether or not the tender is priced in Swedish krona. We see currency risk as limited as Transitio purchases financial instruments to lock in exchange rates when purchasing rolling stock and spare parts. In our view, the Swedish krona is unlikely to depreciate sufficiently to reduce the owners' ability to support the company.

Figure 12. Financial policy, NCR-adj. maturity figures and reported figures

Metric	Financial	Reported (NCR method)	Reported (company method)
sure	policy	30 Jun. 2024	30 Jun. 2024
Debt maturity*	≥ 2 years	6.6	6.0
Avg. fixed-interest period*	2 ≤ years ≤ 5	2.9	2.7
Interest-rate risk	≤ 10%	n.a.	2.6%

Source: company. n.a.-not applicable. *Financial policy and company method is based on the average remaining time to maturity including leasing.

ADJUSTMENT FACTORS

Adjustment factors are assessed as neutral and have no effect on the rating.

Liquidity

Our 12-month liquidity analysis is based on a stressed scenario in which the company cannot access the capital markets or extend bank loans, and therefore has to rely on internal or committed external funding sources to cover its liquidity needs. We typically expect a company with an investment grade rating ('BBB-' or above) to cover its liquidity needs, with limited need for external funding over the coming 12 months.

We assess Transitio's liquidity position as adequate. This is supported by net sources/uses of SEK 472m for the 12 months to 30 Jun. 2025. In stressed conditions, we would expect the owners to honour their contractual commitments and provide the company with sufficient funds to meet all committed capital spending and debt maturities in addition to operational costs.

Adjustment factors neutral

Liquidity

Figure 13. Liquidity analysis (stressed scenario) 1 Jul. 2024–30 Jun. 2025

Liquidity, next 12 months	Amount (SEKm)
Cash and cash equivalents (100%)	13
Adjusted FFO (75%)	531
Unutilised credit facilities	60
Owner guarantees	1,602
Total sources	2,074
Repayment of borrowings and leasing	952
Committed capital spending	651
Total uses	1,602
Sources/uses (x)	1.3
Sources-uses (SEKm)	472

Source: company and NCR.

Environmental, social and governance factors

Transitio's environmental, social and governance (ESG) policies support our view of the company's overall business risk and competitive position. In our view, the company is implicitly bound by the ESG practices of Swedish counties due to its ownership structure and role in providing transport infrastructure. Acquisition of rolling stock and spare parts and provision of related services have to undergo a public procurement process, in which the sustainability efforts of bidding contractors are taken into account. We believe this encourages sustainability outside the scope of Transitio's operations. The company aims to have a recycling rate of at least 95% for new acquisitions or rolling stock. We believe that some peers have come further in their reporting transparency than Transitio, which, in our view, communicates progression towards targets less efficiently.

Transitio aims to increase its level of green financing. In 2023, green financing accounted for 43% (up from 36% the previous year) of refinancing, with older rolling stock being ineligible for green financing. Transitio seeks to finance at least 75% of new rolling stock with green financing. The company did not meet this target in 2023 (62%), when bridge loans reduced the proportion of green financing from the previous year. Projects started prior to 2016 are ineligible for green financing, which has a negative impact on the level of such financing.

We believe that Transitio has an important social role by providing equal accessibility to public transport, and in ensuring passenger safety by minimising technical malfunctioning. The company is indirectly financed by taxes and has a responsibility to ensure that its owners' objectives are met. As a state-related enterprise, we believe that Transitio has greater exposure to risk of corruption relative to private enterprises, although the impact on the company's operations would likely be limited. We would expect a government level investigation in the event of corruption charges arising from public procurement practices.

The main ESG issues that could impact our overall assessment are factors that could contribute to revenue loss, cost increases, higher capital spending, reputational damage and deteriorating financing terms (see Figure 14).

ESG factors

Figure 14. ESG considerations

Issue	Risk	Mitigating efforts	Result
CO ₂ emissions and other greenhouse gases	Increased costs due to regulatory and/or taxation changes. Regulatory changes could trigger increased capital spending.	Integration of environmental impact, energy efficiency and other evaluation metrics for public tenders.	The company does not report on its CO ₂ emissions or related targets, but considers environmental impacts in its policies. Most emissions are likely to be indirect, Scope 3 emissions.
Corruption and fraud	Reputational risk, risk of loss of business and bribery fines.	Code of conduct and public procurement policy. The company repeatedly raises awareness about countermeasures for corruption among employees.	The company has no incidents since creation.
Increased environmental focus on financial markets	Adverse effect on financing possibilities or higher financing costs.	Efforts to reduce CO ₂ emissions and encourage improved resource utilisation. New acquisitions of rolling stock should have a recycling rate above 95%.	Increased proportion of green financing for new rolling stock.

Source: company. See ESG factors in corporate ratings.

OWNERSHIP ANALYSIS

We raise the long-term issuer rating by two notches to reflect Transitio's active management by its owners and replaceable policy role. The company is owned directly and indirectly, through county-owned operators, by 20 Swedish counties, with each owner having a 5% stake. Only the island county of Gotland is not an owner.

We see Transitio's policy role as replaceable, reflected in part by the high volume of county-owned rolling stock, and we would expect counties to issue public tenders independently in the absence of a centralised entity for procurement. The shareholder agreement stipulates that owners should extend guarantees to provide full coverage for leasing-related costs and loss exposure when undertaking a leasing contract through Transitio. However, each county, or group of counties, only guarantee individual loan contracts, and since 2012 there has been no mutual, cross-region guarantee for all loans. We view the counties' loan guarantees as timely and legally-binding. Owners have an active role in the management of the company through board participation.

We believe that any extraordinary support, if necessary, is more likely to come directly from the Swedish central government rather than from other counties, given the potential political consequences for counties providing support to other counties outside their cross-guaranteed commitments. In our view, there is high likelihood of ownership support given Transitio's policy role in the provision and maintenance of rolling stock for public transport infrastructure.

ISSUE RATINGS

As of 30 Jun. 2024, Transitio had no outstanding capital market debt instruments. We expect that any capital market instruments issued by the company will have recourse against the owners, and similar irrevocable, unconditional, and timely guarantees as those provided by the owners on Transitio's existing loans. We therefore expect to align the issue ratings on any guaranteed bonds with our assessment of the creditworthiness of the relevant guarantors, when such guarantors have a higher rating or NCR credit assessment than the current issuer rating on the company.

Given the current ownership and NCR's current credit assessments of Swedish counties, we would expect to rate guaranteed issues at 'AAA' or 'AA+' depending on our credit assessment of the relevant guarantor or guarantors.

Ownership

SHORT-TERM RATING

The 'N1' short-term rating reflects Transitio's liquidity profile relative to the 'AA-' long-term issuer rating. The company's owners are committed to cover debt maturities, capital spending and other operational costs which indicates strong access to liquidity should the need arise.

METHODOLOGIES USED

- (i) Corporate Rating Methodology, 8 May 2023.
- (ii) Rating Principles, 14 Feb. 2024.
- (iii) Group and Government Support Rating Methodology, 14 Feb. 2024.
- (iv) Local and Regional Government Rating Methodology, 14 Feb. 2024.
- (v) Sovereign credit assessment methodology, 14 Feb. 2024.

Figure 15. NCR's adjustments to financials, 2020–2026e

SEKm	2020	2021	2022	2023	2024e	2025e	2026e
EBITDA	279	333	390	554	646	691	744
Leasing costs	198	175	124	133	112	49	14
NCR-adj. EBITDA	477	508	514	687	758	740	759
Net interest	-94	-91	-89	-142	-184	-197	-216
Financial costs from leasing	-37	-25	-36	-40	-41	-10	-3
Interest on retirement benefit obligations	-0	-0	-0	-1	-1	-1	-1
NCR-adj. net interest	-131	-117	-125	-183	-226	-209	-220
NCR-adj. EBITDA	477	508	514	687	758	740	759
NCR-adj. net interest	-131	-117	-125	-183	-226	-209	-220
Current tax*	0	0	0	0	0	0	0
NCR-adj. FFO	346	391	389	504	532	531	538
Changes in working capital	-107	39	59	6	58	-1	19
Capital spending	-2,431	-1,512	-1,436	-1,117	-1,030	-1,100	-1,200
NCR-adj. FOCF	-2,193	-1,082	-988	-607	-441	-570	-642
Cash and cash equivalents	257	776	446	427	208	221	196
NCR-adj. cash and equivalents	257	776	446	427	208	221	196
Gross interest-bearing debt	5,243	6,877	7,524	8,161	8,454	9,076	9,705
Leasing liabilities	2,837	2,169	1,573	1,163	773	30	9
Retirement benefit obligations	13	14	14	15	15	15	15
NCR-adj. cash and equivalents	-257	-776	-446	-427	-208	-221	-196
NCR-adj. net debt	7,836	8,283	8,665	8,913	9,034	8,900	9,533

 $Source: company \ and \ NCR. \ e-estimate. \ \ ^{\star} The \ company \ uses \ accounting \ appropriations \ to \ steer \ current \ taxes \ to \ zero.$

Figure 16. Key financial data, 2020–2023

SEKm	2020	2021	2022	2023
INCOME STATEMENT				
Revenue	700	787	786	966
Cost of goods sold	-339	-351	-310	-315
Sales, general & admin. expenses	-82	-103	-87	-97
EBITDA	279	333	390	554
Depreciation and amortisation	-182	-234	-325	-415
Net financial items	-91	-88	-85	-139
Pre-tax profit	6	11	-20	0
Net profit	-0	-0	-0	0
BALANCE SHEET				
Property, plant and equipment	4,666	6,632	7,720	8,423
Other non-current assets	809	61	64	75
Total non-current assets	5,475	6,693	7,784	8,498
Cash and cash equivalents	257	776	446	427
Other current assets	242	229	243	319
Total current assets	499	1,004	689	746
Total assets	5,974	7,697	8,474	9,244
Total equity	19	19	19	19
Long-term interest-bearing liabilities	4,895	5,816	7,192	7,420
Other long-term liabilities	202	266	321	373
Total non-current liabilities	5,097	6,082	7,513	7,792
Short-term interest-bearing liabilities	348	1,061	333	742
Other short-term liabilities	510	535	609	691
Total current liabilities	858	1,596	942	1,433
Total equity and liabilities	5,974	7,697	8,474	9,244
CASH FLOW STATEMENT				
Pre-tax profit	6	11	-20	0
Adjustments for items not in cash flow	209	304	415	475
Changes in working capital	-107	39	59	6
Operating cash flow	108	353	454	481
Cash flow from investment activities	-2,431	-1,463	-1,419	-1,116
Cash flow from financing activities	2,203	1,628	635	615
Cash and cash equivalents at beginning of year	376	257	776	446
Cash flow for year	-119	519	-330	-19
Cash and cash equivalents at end of year	257	776	446	427

Source: company.

Figure 17. Transitio rating scorecard

Subfactors	Impact	Score
Operating environment	20.0%	а
Market position	10.0%	а
Size and diversification	10.0%	bb
Operating efficiency	10.0%	а
Business risk assessment	50.0%	a-
Ratio analysis		b
Risk appetite		aa-
Financial risk assessment	50.0%	a+
Indicative credit assessment		а
Liquidity		Adequate
ESG		Adequate
Peer calibration		Neutral
Stand-alone credit assessment		а
Support analysis		+2 notches
Issuer rating		AA-
Outlook		Stable
Short-term rating		N1

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