

# NATIONAL AUSTRALIA BANK GMTN CLIMATE BOND

## DNV GL POST ISSUANCE ASSURANCE STATEMENT

### Scope and objectives

On 7 March 2017, National Australia Bank ("NAB" or "Issuer") issued a EUR 500m bond with ISIN XS1575474371 (henceforth referred to as "BOND") and has secured certification of the bond from the Climate Bonds Initiative against the Climate Bond Standard (CBS).

NAB has used the proceeds of the BOND to finance the nominated projects and assets falling under the following categories:

- Renewable Energy – Solar & Wind
- Low Carbon Transport – Electric Rolling Stock & Electrified Rail Infrastructure.

DNV GL Business Assurance Australia Pty Ltd (henceforth referred to as "DNV GL") has been commissioned by NAB to provide the Pre and Post Issuance Verification of the BOND as an independent and approved verifier under the Climate Bonds Standard. Our criteria and information covered to achieve this is described under 'Work Undertaken' below. The Periodic Verification was conducted on the information provided by NAB dated 1 April 2017.

No assurance is provided regarding the financial performance of the BOND, the value of any investments in the BONDS, or the long term environmental benefits of the transaction. Our objective has been to provide an assessment that the BOND has met the criteria of the Climate Bond Standard and the associated Technical Criteria on the basis set out below.

The scope of this DNV GL opinion is limited to the Climate Bonds Standard Version 2.1 and the following associated Sector Technical Criteria:

- Solar
- Wind
- Low Carbon Transport

### Responsibilities of the Management of NAB and DNV GL

The management of NAB has provided the information and data used by DNV GL during the delivery of this review. Our statement represents an independent opinion and is intended to inform NAB management and other interested stakeholders in the BOND as to whether the established criteria have been met, based on the information provided to us. In our work we have relied on the information and the facts presented to us by NAB. DNV GL is not responsible for any aspect of the nominated assets referred to in this opinion and cannot be held liable if estimates, findings, opinions, or conclusions are incorrect. Thus, DNV GL shall not be held liable if any of the information or data provided by NAB's management and used as a basis for this assessment were not correct or complete.

## Basis of DNV GL's opinion

DNV GL has conducted the verification against the CBS v2.1 and associated Sector Technical Criteria through the creation and execution of a verification protocol addressing each requirement of the CBS v2.1 and the associated Sector Technical Criteria. The detail of areas covered in the DNV GL verification is summarised in Schedule 2 below.

## Work undertaken

Our work constituted a high level review of the available information, based on the understanding that this information was provided to us by NAB in good faith. We have not performed an audit or other tests to check the veracity of the information provided to us. The work undertaken to form our opinion included:

### Pre and Post Issuance Verification

- Creation and execution of a Climate Bond Standard Protocol, adapted to include the relevant Sector Technical Criteria for the BOND nominated projects and assets, as described above and in Schedule 2 to this Assessment;
  - Assessment of documentary evidence provided by NAB on the BOND and supplemented by a high-level desktop research, onsite visit for documentation review and interviews with key personnel from the issuer NAB. These checks refer to current assessment best practices and standards methodology;
  - Discussions with NAB management, and review of relevant documentation;
  - Documentation of findings against each element of the criteria.
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## Findings and DNV GL's opinion

DNV GL has performed the Post Issuance Verification of the NAB Climate Bond with ISIN XS1575474371. It is DNV GL's responsibility to provide an independent verification statement on the compliance of the NAB Climate Bonds with the Climate Bond Standard.

DNV GL conducted the verification in accordance with the Climate Bond Standard Version 2.1 and with International Standard on Assurance Engagements *3000 Assurance Engagements other than Audits or Reviews of Historical Information*. The verification included i) checking whether the provisions of the Climate Bond Standard were consistently and appropriately applied and ii) the collection of evidence supporting the verification.

DNV GL's verification approach draws on an understanding of the risks associated with conforming to the Climate Bond Standard and the controls in place to mitigate these. DNV GL planned and performed the verification by obtaining evidence and other information and explanations that DNV GL considers necessary to give limited assurance that the NAB Climate Bond continues to meet the requirements of the Climate Bond Standard.

Based on the limited assurance procedures conducted, nothing has come to our attention that causes us to believe that the NAB GMTN Climate Bond is not, in all material respects, in accordance with the requirements of the Climate Bond Standard Version 2.1 and Associated Solar, Wind and Low Carbon Transport Technical Criteria.

### for DNV GL Business Assurance Australia Pty Ltd

Sydney, 14 May 2017



**Mark Robinson**

Manager, Sustainability Services  
DNV GL – Business Assurance

### About DNV GL

Driven by our purpose of safeguarding life, property and the environment, DNV GL enables organisations to advance the safety and sustainability of their business. Combining leading technical and operational expertise, risk methodology and in-depth industry knowledge, we empower our customers' decisions and actions with trust and confidence. We continuously invest in research and collaborative innovation to provide customers and society with operational and technological foresight. With our origins stretching back to 1864, our reach today is global. Operating in more than 100 countries, our 16,000 professionals are dedicated to helping customers make the world safer, smarter and greener.

## SCHEDULE 1: PORTFOLIO OF NOMINATED ASSETS <sup>1</sup>.

Schedule data as of 1 April 2017. Data confirmed by DNV GL to relate only to the NAB EUR Climate Bond. DNV GL confirmed that none of these assets were earmarked or counted towards the NAB AUD Climate Bond (ISIN AU3CB0226090).

Asset Type/s	Asset Location	Primary Borrower Name	Project Name	Current Amount Funded
Wind	UK	Cubico Holdings (UK) 4 Limited	Portfolio of onshore wind farms	GBP 56,250,000
Wind & Solar	UK	Cubico Holdings (UK) 2 Limited	Portfolio of 2 wind farms and 11 ground based solar PV parks	GBP 61,787,280
Wind	UK	Eco Wind Power Ltd	Eco Wind Power portfolio of onshore windfarms	EUR 28,254,665
Wind	UK	Firebolt RB Holdings Limited	Race Bank Wind farm - offshore wind farm	GBP 45,720,447
Wind	UK	Fred Olsen Wind Holdings Ltd	Fred Olsen wind portfolio - onshore wind farms	GBP 13,087,655
Wind	UK	Grange Wind Farm Limited	Grange wind farm - onshore wind farm	GBP 18,406,697
Wind	UK	Infinis Argyle Limited	A'Chruach wind farm - onshore wind farm	GBP 20,887,075
Wind	UK	Infinis Wind Holdings Limited	Infinis portfolio - onshore wind farms	GBP 76,749,075
Wind	UK	Banks Renewables Limited	Moor House Wind farm	GBP 18,095,522
Wind & Solar	UK	NextEnergy Solar Holdings Ltd	Portfolio of 21 UK based solar PV parks	GBP 322,379
Solar	UK	Spower Finco 1 (UK) Ltd	Portfolio of UK ground based solar PV parks	GBP 29,635,266
Rail	UK	QW Rail Leasing Limited	QW Rail Leasing - electrified passenger rolling stock	GBP 77,630,549
Rail	AUS	Astra SLR Finance Pty Ltd	Sydney Light Rail PPP - electrified urban rail	AUD 97,962,184
Rail	AUS	NRT Finance Pty Ltd	North West Rail Link PPP - electrified urban rail	AUD 123,891,952
Rail	AUS	Reliance Rail Finance Pty Limited	RailCorp Rolling Stock PPP - electrified passenger rolling stock	AUD 83,190,309

**TOTAL ELIGIBLE ASSET PORTFOLIO: EUR 737,390,251 <sup>2</sup>.**

<sup>1</sup> Climate Bond Eligible Assets ("Nominated Projects") are defined within the Climate Bonds Standard (v2.1) – Part A: General Requirements (4: Nominated Projects & Assets) and Part B: Eligible Projects & Assets (9: Climate Bonds Taxonomy and 10: Technical Criteria)

<sup>2</sup> EUR equivalent amounts based on closing exchange rates published by the RBA as at 31 March, 2017.  
<http://www.rba.gov.au/statistics/tables/index.html#exchange-rates>

**Subtotal - Wind farms & Solar PV: EUR 428,201,537 <sup>2</sup>.**

**Subtotal - Low Carbon Transport: EUR 309,188,714 <sup>2</sup>.**

## SCHEDULE 2: VERIFICATION CRITERIA

### Summary criteria for assertions of compliance with the Climate Bond Standard v2.1

The criteria against which NAB and its nominated projects and assets have been reviewed prior to inclusion in the Bond are grouped under the requirements as detailed within the Climate Bond Standard Version 2.1 including:

#### Part A: General Requirements

Area	Requirement
Project Nomination	The Climate Bond issued must specify the project collateral or physical assets with which it is associated
Use of Proceeds	Proceeds must be allocated to Nominated Project(s)
Non-Contamination	Issuers are permitted a grace period to allocate or re-allocate funds to Nominated Project(s)
Confidentiality	The information disclosed to the Verifier and the Climate Bond Standards Board may be subject to confidentiality arrangements
Reporting	Reporting on use of proceeds and nominated projects and assets

#### Part B: Low Carbon Contribution - Eligible projects and physical assets

Nominated projects and assets include financing of or investments in equipment and systems which enable the mitigation of greenhouse gasses, as detailed in Appendix B.

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Area	Requirement
Solar Energy Generation	Solar electricity generation facilities
Wind Energy Generation	Wind power generation facilities
Low Carbon Transport	All infrastructure, infrastructure upgrades, rolling stock and vehicles for electrified public transport pass this criterion, including electrified rail, trams, trolleybuses and cable cars

**Part C: Bond structures**

Area	Requirement
Project Holding	The issuer of a Corporate Climate Bond with Nominated Projects linked to a portfolio of assets must continue to hold eligible assets at least equal to the Fair Market Value at the time of issuance of the original principal
Settlement Period	Climate Bond issuing entities must demonstrate that the proceeds of a Climate Bond have been allocated to the Nominated Project(s) within 24 months after the bond is issued
Earmarking	The Issuer of the bond shall maintain the earmarking process to manage and account for funding to the Nominated Projects & Assets

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