

# **The Green Bond Framework – Definitions & Selection**

Green Bonds in Mexico - Workshop I: Definition, Selection & Verification Mexico City, 10 October 2016

## **Mats Olausson**

Senior Advisor Climate & Sustainable Financial Solutions +46 8 50 62 32 62, mats.olausson@seb.se



# What are Green Bonds?



# **GREEN BOND DEFINITION**



Green Bonds are any type of bond instrument where the proceeds will be exclusively applied to finance or re-finance in part or in full new and/or existing eligible Green Projects (see section 1 Use of Proceeds) and which are aligned with the four core components of the GBP.



# Green Bonds - on the market for almost a decade





Launches its first Green Bonds

SEK 2,325,000,000

6-year 3.5% Green Bonds

Investing to reduce global warming



Key Investors













# Green Bonds – in response to investor demand

1500 investors with AUM of USD 62 trillion aim to integrate ESG in their investment decisions

## Increasing number of investors signing off on the 6 Principles for Responsible Investments (PRI) (1)

- 1 Incorporate ESG<sup>(2)</sup> into investment analysis and decision making process
- 2 Incorporate ESG into ownership policies and practices
- 3 Seek appropriate disclosure on ESG by entities in which we invest
- 4 Promote acceptance and implementation of the Principles within the industry
- 5 Work together to enhance our effectiveness in implementing the Principles
- 6 Report our activities and progress towards implementing the Principles



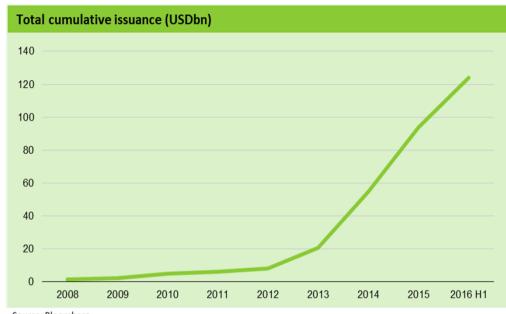
Source: Unpri.org



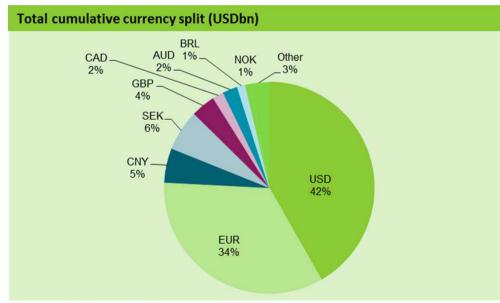
<sup>(1)</sup> PRI is an investor driven initiative in partnership with UNEP Finance Initiative and the UN Global Compact

<sup>(2)</sup> ESG=Environmental, Social & Governance

# **Global Green Bond market update**



Source: Bloomberg



Source: Bloomberg and SEB



Source: Bloomberg and SEB

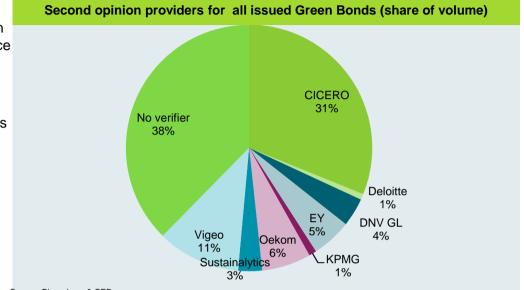


Source: Bloomberg and SEB



# **Quality assurance through Second Opinions**

- CICERO (Center for International Climate and Environmental Research in Oslo) has introduced Shades of Green for their Second opinions to enhance transparency around their evaluation
- The underlying methology has not changed with the introduction of Shades of Green
  - CICERO remains the largest second opinion provider to Green Bond frameworks in the market
  - The Second opinions are done by scientist within the climate area



Source: Bloomberg & SEB

## **CICEROs has introduced Shades of Green**

#### **Dark Green**

# Implementing a 2050 climate solution today

Example: Investments in renewable energy such as solar or wind

## **Medium Green**

## On the way to a 2050 climate solution

Example: Investments in sustainable buildings with good energy efficiency ratings

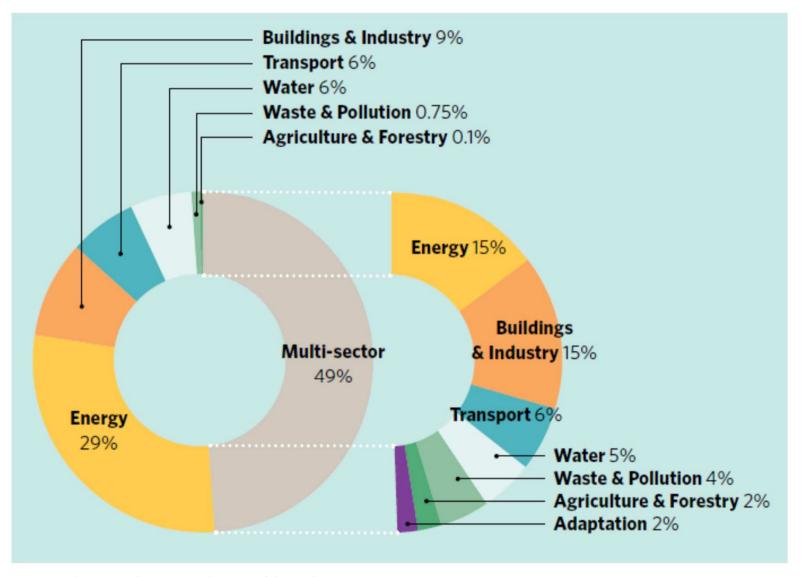
## **Light Green**

## Short-term gains but not a long-term climate solution

Example: Energy efficiency improvements in industry that result in short-term reductions of greenhouse gas emissions but do not shift away from a fossil fuel-based economy



# Where is Green Bond money used?



Source, Climate Bonds Initiative. The State of the Market in 2016

# **Green Bond underwriters – league table**

## Selected Green Bond issues underwritten by SEB





SEB











SEB





SEB







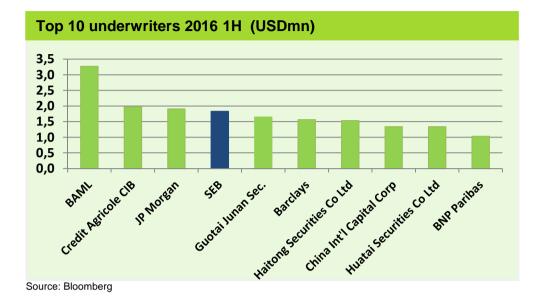


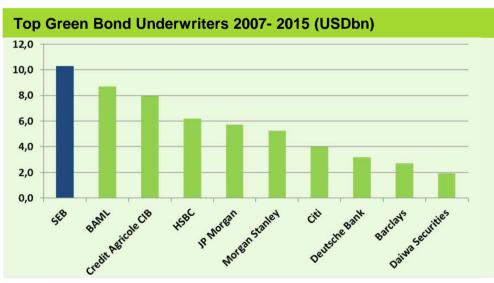


SEB









Source: Bloomberg

# The five pillars of Green Bonds

**Define** – What is Green 2 Select - Who decides **Verify** – Credibility from external, independent environmental experts 3 4 **Monitor** – Keep track of proceed with an earmarked account **Report** – Transparency through annual reporting to investors 5

# The Green Bond Principles – a voluntary guideline

## Overview

In efforts to develop standards for the green bond market, On January 13. 2014 a consortium of major banks developed a set of voluntary guidelines called the Green Bond Principles "GBP".

▶ These were updated in March 2015, in June 2016 and continue to evolve.

#### Use of Proceeds:

Issuer should declare the eligible green project categories upfront, providing clear environmental benefits.

#### **Process of Selection:**

Issuer should outline the process of selection and work to establish impact objectives.

## **Management of Proceeds:**

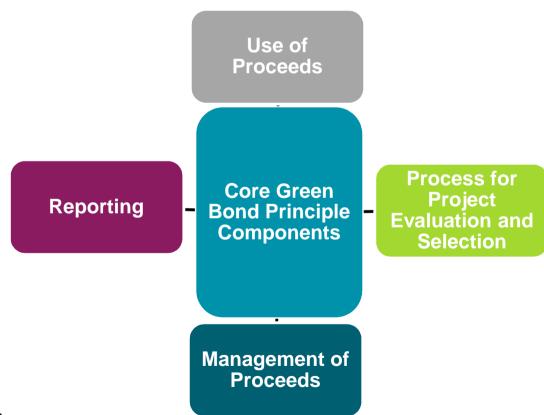
► Funds should be segregated or otherwise tracked. External auditors should verify.

## Reporting:

Issuers should report at least annually on projects and where feasible, the impact of the specific investment. Issuers are recommended to familiarize themselves with impact reporting standards.

## **External Review:**

▶ The GBP encourage a high level of transparency and recommended that issuers use an external review to confirm the alignment of their Green Bonds with the key features of the GBP



# **Key documents - examples**

## **Green Bond Framework**



#### Kommuninvest - Green Bonds Framework

12 January 2016

#### 1. EARMARKED ACCOUNT

An amount equal to the net proceeds of the issue of the Notes will be credited to a special account that will support Kommuninvest's lending for Eligible Loans. As long as the Notes are outstanding and the special account has a positive balance, at the end of every fiscal quarter, funds will be deducted from the special account and added to Kommuninvest's lending pool in an amount equal to all disbursements from that pool made during such quarter in respect of Eligible Loans. An amount equal to the special account balance will be held in cash, Green Bonds, Swedish covered bonds, Municipality and/or Government risk with a minimum, average credit rating of A- by Standard & Poor's or corresponding credit rating by another rating agency approved by Kommuninvest.

## **Annual investor reporting**



# Green Bond IMPACT REPORT JUNE 2016





## **Second Opinion**

23 November 2015

# 'Second Opinion' on IFC's Green Bond Framework

#### Contents

Summary	.2
1. Introduction and Background	.3
Expressing concerns with 'shades of green'	.3
2. Brief Description of IFC's Green Bond Framework and Rules and Procedures for Climate-Related Activities	.4
3. Assessment of IFC's Green Bond Framework and Environmental Policies	.8

## **The Green Bond Principles**





#### Green Bond Principles, 2016

Voluntary Process Guidelines for Issuing Green Bonds

16 June 2016

#### INTRODUCTION

Green Bonds raise funds for new and existing projects with environmentally sustainable benefits. The Green Bond Principles (GBP) are voluntary process guidelines that recommend transparency and disclosure, and promote integrity in the development of the Green Bond market. They are intended for broad use by the variety of actors participating in the market and are designed to provide the information needed to increase capital allocation to environmentally sustainable purposes without any single arbiter.

# **Greening Capital Markets – What's in it for You?**

# **Investors**

- Achieve intelligence on climate related issues inside existing management structure
  - Risk management
  - Climate stress
  - Regulations
  - Technology transition
- Live your values competitiveness

# **Issuers**

- Strengthen the financial position:
  - Investor diversification
  - Deepened dialogue
- Establish a targeted dialogue between operations (projects), Finance and Management
- Live your values competitiveness

# **Society**

 Activate (mobilize) human capital inside finance for society goals





Management of Proceeds, Earmarked account – Key trade-offs in creating a Green Bond Framework
Green Bonds in Mexico - Workshop I: Definition, Selection & Verification Mexico City, 10 October 2016

## **Mats Olausson**

Senior Advisor Climate & Sustainable Financial Solutions +46 8 50 62 32 62, mats.olausson@seb.se



# **Use of Proceeds - the Green Bond universe**

Examples of the Green Bond universe		
	✓ Renewable Energy	<ul><li>Wind</li><li>Solar</li></ul>
Mitigation &	✓ Energy Efficiency	<ul> <li>Building efficiency incl. environmental certification systems such as LEED, BREEAM or equivalent</li> <li>SmartGrids</li> </ul>
	<ul><li>Sustainable Waste Management</li></ul>	<ul><li>Recycling</li><li>Waste to energy</li></ul>
Environmental preservation	✓ Sustainable Land Use	<ul><li>Sustainable agriculture</li><li>Sustainable forest management</li></ul>
	✓ Biodiversity Conservation	<ul> <li>Protection of fauna</li> <li>Nature reserve management</li> </ul>
	✓ Clean transportation	<ul> <li>Public transportation and related infrastructure</li> <li>Alternative fuel vehicles</li> </ul>
	<ul><li>Sustainable Water Management</li></ul>	<ul> <li>Water and waste water treatment</li> <li>Energy recovery from waste water</li> </ul>
Adaptation	✓ Climate Change Adaptation	<ul><li>Flood protection</li><li>Disaster warning systems</li></ul>

# Selection Process – safe guarding environmental integrity

## Overview

In efforts to develop standards for the green bond market, On January 13. 2014 a consortium of major banks developed a set of voluntary guidelines called the Green Bond Principles "GBP".

▶ These were updated in March 2015, in June 2016 and continue to evolve.

## **Use of Proceeds:**

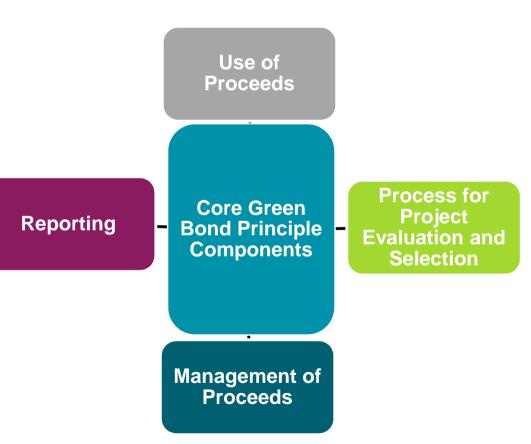
## **Process of Selection:**

- ▶ The issuer of a Green Bond should outline:
  - ➤ a process to determine how the projects fit within the eligible Green Projects categories identified above;
  - the related eligibility criteria; and
  - the environmental sustainability objectives.

# **Management of Proceeds:**

## Reporting:

## **External Review:**



# **Management of Proceeds**

## Overview

In efforts to develop standards for the green bond market, On January 13. 2014 a consortium of major banks developed a set of voluntary guidelines called the Green Bond Principles "GBP".

▶ These were updated in March 2015, in June 2016 and continue to evolve.

**Use of Proceeds:** 

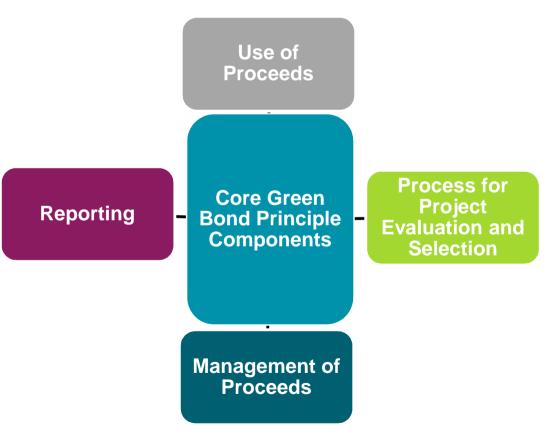
**Process of Selection:** 

## **Management of Proceeds:**

- The net proceeds of Green Bonds should be credited to a **sub-account**, moved to a sub-portfolio or otherwise tracked by the issuer in an appropriate manner and attested to by a formal internal process linked to the issuer's lending and investment operations for Green Projects. So long as the Green Bonds are outstanding, the balance of the tracked proceeds should be **periodically adjusted** to match allocations to eligible Green Projects made during that period. The issuer should make known to investors the intended types of **temporary placement** for the balance of unallocated proceeds.
- The GBP encourage a high level of transparency and recommend that an issuer's management of proceeds be supplemented by the use of an auditor, or other third party, to verify the internal tracking method and the allocation of funds from the Green Bond proceeds (see External Review section).

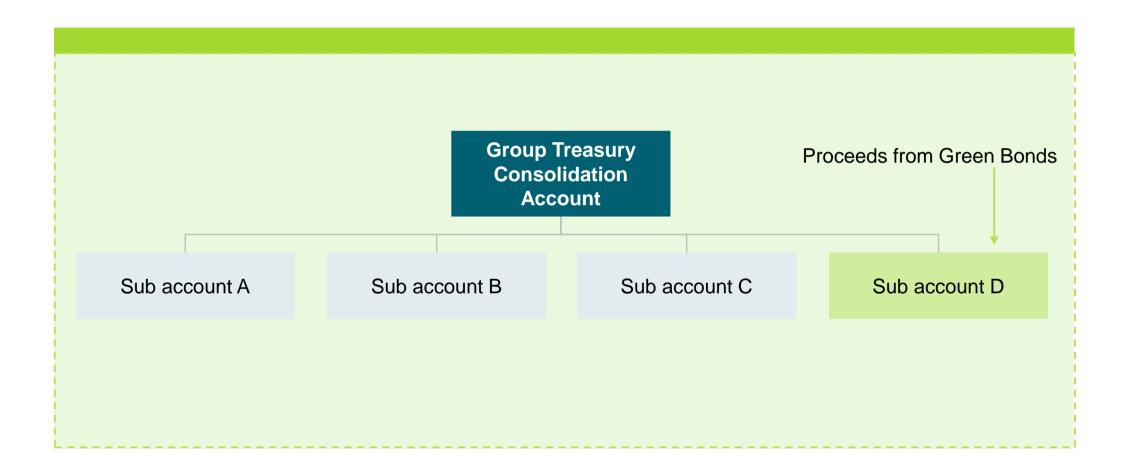
Reporting:

**External Review:** 



# **Traceability – Earmarked account**

Seamless integration of Green Bond proceeds into existing liquidity structure





# Case Study 1: Definitions, Selection and Verification

in a typical Green Bond Process
Green Bonds in Mexico - Workshop I: Definition, Selection & Verification Mexico City, 10 October 2016

## **Mats Olausson**

Senior Advisor Climate & Sustainable Financial Solutions +46 8 50 62 32 62, mats.olausson@seb.se



- 1. Internal decision to finance Green Projects with Green Money
  - Internal driver: treasury sustainability management

- **1. Internal decision** to finance Green Projects with Green Money
  - ➤ Internal driver: treasury sustainability management
- 2. Prepare a **Green Bond Framework** in order to define what is green
  - > Financial and environmental divisions must join forces
  - > Trade off: volume vs. quality

- **1. Internal decision** to finance Green Projects with Green Money
  - ➤ Internal driver: treasury sustainability management
- 2. Prepare a **Green Bond Framework** in order to define what is green
  - Financial and environmental divisions must join forces
  - > Trade off: volume vs. quality
- 3. Establish a **process for selecting** eligible projects
  - > Integrate environmental competence in the decision process
  - ➤ If needed, in-source adequate environmental competence

- **1. Internal decision** to finance Green Projects with Green Money
  - ➤ Internal driver: treasury sustainability management
- 2. Prepare a **Green Bond Framework** in order to define what is green
  - > Financial and environmental divisions must join forces
  - > Trade off: volume vs. quality
- 3. Establish a **process for selecting** eligible projects
  - > Integrate environmental competence in the decision process
  - ➤ If needed, in-source adequate environmental competence
- 4. Get a **Second Opinion** 
  - Choice of Second Opinion provider most demanding/quickest/cheapest?
  - > Chance to adjust Framework based on critical feedback from external, environmental experts

- **1. Internal decision** to finance Green Projects with Green Money
  - ➤ Internal driver: treasury sustainability management
- 2. Prepare a **Green Bond Framework** in order to define what is green
  - > Financial and environmental divisions must join forces
  - > Trade off: volume vs. quality
- 3. Establish a **process for selecting** eligible projects
  - > Integrate environmental competence in the decision process
  - ➤ If needed, in-source adequate environmental competence
- 4. Get a **Second Opinion** 
  - Choice of Second Opinion provider most demanding/quickest/cheapest?
  - Chance to adjust Framework based on critical feedback from external, environmental experts
- 5. Establish an **earmarked account** for proceeds from Green Bond issues
  - Practical but prudent

- **1. Internal decision** to finance Green Projects with Green Money
  - > Internal driver: treasury sustainability management
- 2. Prepare a **Green Bond Framework** in order to define what is green
  - > Financial and environmental divisions must join forces
  - > Trade off: volume vs. quality
- 3. Establish a **process for selecting** eligible projects
  - > Integrate environmental competence in the decision process
  - ➤ If needed, in-source adequate environmental competence
- 4. Get a **Second Opinion** 
  - Choice of Second Opinion provider most demanding/quickest/cheapest?
  - Chance to adjust Framework based on critical feedback from external, environmental experts
- 5. Establish an **earmarked account** for proceeds from Green Bond issues
  - Practical but prudent
- 6. Commit to **transparency** with regards to use of proceeds
  - How much impact reporting can the issuer comit to?
  - Additional work or synergies with other reporting and communication?

- **1. Internal decision** to finance Green Projects with Green Money
  - Internal driver: treasury sustainability management
- 2. Prepare a **Green Bond Framework** in order to define what is green
  - > Financial and environmental divisions must join forces
  - > Trade off: volume vs. quality
- 3. Establish a **process for selecting** eligible projects
  - > Integrate environmental competence in the decision process
  - ➤ If needed, in-source adequate environmental competence
- 4. Get a **Second Opinion** 
  - Choice of Second Opinion provider most demanding/quickest/cheapest?
  - Chance to adjust Framework based on critical feedback from external, environmental experts
- 5. Establish an **earmarked account** for proceeds from Green Bond issues
  - Practical but prudent
- 6. Commit to **transparency** with regards to use of proceeds
  - ► How much impact reporting can the issuer comit to?
  - Additional work or synergies with other reporting and communication?
- 7. Coordinate **communication**, internal as well as external
  - > Press release, web page and intra net, add in business paper, conferences and events

- **1. Internal decision** to finance Green Projects with Green Money
  - > Internal driver: treasury sustainability management
- 2. Prepare a **Green Bond Framework** in order to define what is green
  - > Financial and environmental divisions must join forces
  - > Trade off: volume vs. quality
- 3. Establish a **process for selecting** eligible projects
  - > Integrate environmental competence in the decision process
  - ➤ If needed, in-source adequate environmental competence
- 4. Get a **Second Opinion** 
  - Choice of Second Opinion provider most demanding/quickest/cheapest?
  - Chance to adjust Framework based on critical feedback from external, environmental experts
- 5. Establish an **earmarked account** for proceeds from Green Bond issues
  - Practical but prudent
- 6. Commit to **transparency** with regards to use of proceeds
  - ➤ How much impact reporting can the issuer comit to?
  - Additional work or synergies with other reporting and communication?
- 7. Coordinate **communication**, internal as well as external
  - Press release, web page and intra net, add in business paper, conferences and events
- 8. Prepare the **transaction** to maximize beneficial impact
  - Maximize investor diversification, road show, maturity etc.

Strong media attention for Green Bond issuers and investors

# Climate Change News & Analysi

**Environmental** Finance

The **Economist** 

The Economist March 22nd 2016

Green bonds

Spring in the air

Eco-investments with impact

March 2014: Green bonds are set to play a vital role in funding

environmentally friendly

Flensborg, head of

projects in the fight against climate change. Christopher

sustainable products at SEB. the Swedish bank, discusses

their future with Chris Flood of

# Swedish bank SEB tops green bond league table

A Swedish bank is beating major global players as top underwriter to the green bond market

SEB remains biggest green bond underwriter in first quarter of 2014



Cicero, SEB to broaden exclusive relationship

Bond 'Infrastructure' to

Aid Clean Energy: SEB

Cicero, the Oxfo-based climate research institute, is to end its exclusive relationship with SEB in the green band market. Talks are under way that would enable other banks -probably starting with one or a few - to start using Clorro's services as an advisor. SEB tiopes this will involve creating a wider certification platform for green bonds.

Skanska sells first green bond to strong demand





Bonds Tied to Green Investments are Booming March 22, 2014

Source: The Economist



BY ANGUS MCCRONE.





Green bonds

Green grow the markets, O

BLOOMBERG NEW ENERGY FINANCE

The market for green bonds is booming. But what makes a bond green?

Green bonds grow with SCA deal, Skanska expected tomorrow





# **Disclaimer**

This presentation has been prepared solely for informational purposes and is not to be construed as an offer to buy or sell, or a solicitation of an offer to buy or sell, any securities or related financial instruments, or to engage in a particular trading or investment strategy. The company should not construe the contents of this presentation as legal, tax, accounting or investment advice or a recommendation in respect of asset allocation or a particular investment. This presentation does not purport to be all-inclusive or to contain all of the material information that the company may require when making an investment decision. The instruments presented herein may not be appropriate for all investors. Prior to making any investment decision, the company should conduct an independent investigation of the instruments described herein and should consult its own counsel, tax and financial advisors as to legal and related matters concerning any potential investment decision. No investment, divestment or other financial decisions or actions should be based solely on the information in this presentation.

#### This statement affects your rights

This research report has been compiled by SEB Merchant Banking, a division within Skandinaviska Enskilda Banken AB (publ) ("SEB") to provide background information only. It is confidential to the recipient, any dissemination, distribution, copying, or other use of this communication is strictly prohibited. Good faith & limitations Opinions, projections and estimates contained in this report represent the author's present opinion and are subject to change without notice. Although information contained in this report has been compiled in good faith from sources believed tobe reliable, no representation or warranty, expressed or implied, is made with respect to its correctness, completeness or accuracy of the contents, and the information is not to be relied upon as authoritative. To the extent permitted by law, SEB accepts no liability whatsoever for any direct or consequential loss arising from use of this document or its contents.

#### **Disclosures**

The analysis and valuations, projections and forecasts contained in this report are based on a number of assumptions and estimates and are subject to contingencies and uncertainties; different assumptions could result in materially different results. The inclusion of any such valuations, projections and forecasts in this report should not be regarded as a representation or warranty by or on behalf of the SEB Group or any person or entity within the SEB Group that such valuations, projections and forecasts or their underlying assumptions and estimates will be met or realized. Past performance is not a reliable indicator of future performance. Foreign currency rates of exchange may adversely affect the value, price or income of any security or related investment mentioned in this report. Anyone considering taking actions based upon the content of this document is urged to base investment decisions upon such investigations as they deem necessary. This documentdoes not constitute an offer or an invitation to make an offer, or solicitation of, any offer to subscribe for any securities or other financial instruments.

#### **Conflicts of Interest**

SEB has in place a Conflicts of Interest Policy designed, amongst other things, to promote the independence and objectivity of reports produced by SEB Merchant Banking's Research department, which is separated from the rest of SEB business areas by information barriers; as such, research reports are independent and based solely on publicly available information. Your attention is drawn to the fact that a member of, or an entity associated with, SEB or its affiliates, officers, directors, employees or shareholders of such members (a) may be represented on the board of directors or similar supervisory entity of the companies mentioned herein (b) may, to the extent permitted by law, have a position in the securities of (or options, warrants or rights with respect to, or interest in the securities of the companies mentioned herein or may make a market or act as principal in any transactions in such securities (c) may, acting as principal or as agent, deal in investments in or with companies mentioned herein, and (d) may from time to time provide investment banking, underwriting or other services to, or solicit investment banking, underwriting or other business from the companies mentioned herein.

#### Recipients

In the UK, this report is directed at and is for distribution only to (I) persons who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (The "Order") or (II) high net worth entities falling within Article 49(2)(a) to (d) of the Order (all such persons together being referred to as "relevant persons". This report must not be acted on or relied upon by persons in the UK who are not relevant persons. In the US, this report is distributed solely to persons who qualify as "major U.S. institutional investors" as defined in Rule 15a-6 under the Securities Exchange Act. U.S. persons wishing to effect transactions in any security discussed herein should do so by contacting SEBEI. The distribution of this document may be restricted in certain jurisdictions by law, and persons into whose possession this documents comes should inform themselves about, and observe, any such restrictions.

#### The SEB Group: members, memberships and regulators

Skandinaviska Enskilda Banken AB (publ) is incorporated in Sweden, as a Limited Liability Company. It is regulated by Finansinspektionen, and by the local financial regulators in each of the jurisdictions in which it has branches or subsidiaries, including in the UK, by the Financial Services Authority; Denmark by Finanstilsynet; Finland by Finanssivalvonta; and Germany by Bundesanstalt für Finanzdienstleistungsaufsicht. In Norway, SEB Enskilda AS ('ESO') is regulated by Finanstilsynet. Inthe US, SEB Enskilda Inc ('SEBEI') is a U.S. broker-dealer, registered with the Financial Industry Regulatory Authority (FINRA). SEBEI and ESO are direct subsidiaries of SEB. SEB is active on major Nordic and other European Regulated Marketsand Multilateral Trading Facilities, in as well as other non-European equivalent markets, for trading in financial instruments. For a list of execution venues of which SEB is a member or participant, visit http://www.seb.se.



Thank you!

# **Mats Olausson**

Senior Advisor
Climate & Sustainable Financial Solutions
+46 8 50 62 32 62. mats.olausson@seb.se

