# BNP PARIBAS INAUGURAL GREEN BOND ISSUANCE

Fixed Income Presentation
November 2016



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This presentation must be read in conjunction with the Base Prospectus dated June 13, 2016 as so supplemented (the "Base Prospectus"). Full information on BNP Paribas and the offer of the Notes is available in the Base Prospectus.

### **Executive Summary**

- An issuance by BNP Paribas:
  - A leading European banking group with a rock-solid financial structure
  - The strength of a diversified and integrated business model resulting in recurrent earnings generation
  - A strong financial profile supported by senior unsecured debt rating of A (stable) / A1 (stable) / A+ (stable) / AA low (stable) by S&P, Moody's, Fitch and DBRS respectively
- Sustainability is at the heart of BNP Paribas' strategy:
  - Risk framework has been integrating ESG factors since 2010 for all financings and investments across the BNP Paribas Group
  - Wide spectrum of products and services to support corporate clients in the energy transition as well as investors in the integration in their investments of the sustainability and climate risks
  - Reinforced commitments towards a low carbon economy encompassing financing, investment and risk management procedures
- BNP Paribas Green Bond rationale:
  - Mobilizing debt capital markets for climate change and energy transition solutions in line with the Green Bond Principles
  - Offering investors further insight into BNP Paribas' sustainability strategy in line with its commitments
  - Playing a part in the growth of the Green Bond market and taking advantage of a diversifying investor base

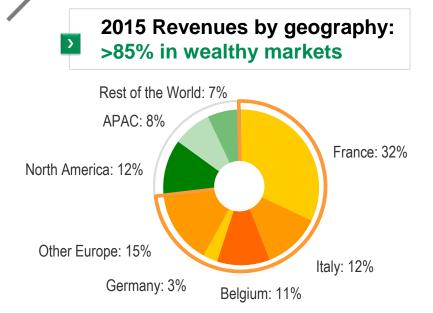
## Strong Profitability and Rock-Solid Financial Structure

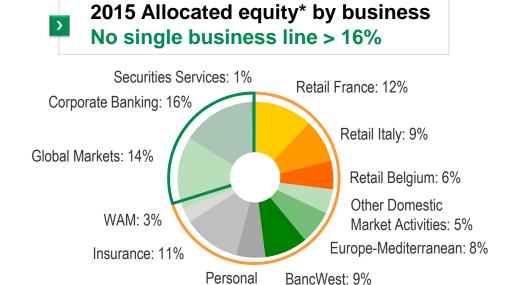
**CSR Policy at the Heart of BNP Paribas** 

**BNP Paribas Green Bond Framework** 

**Inaugural Green Bond Proposed Transaction** 

# An Integrated Business Model with Strong Diversification Resulting in Recurrent Earnings Generation





Finance: 6%

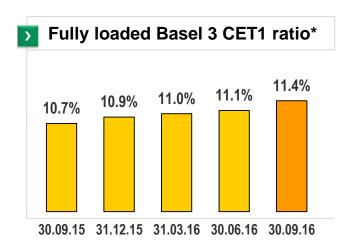
Recurrent earnings generation through the cycle **Net Income Group Share (2008-9M16)** €bn 7.8 6.7 6.6 6.3 6.1 6.1\*\* 5.8 5.6\*\* 3.0 4.8 2008 2009 2010 2011 2012 2013 2014 2015 9M16

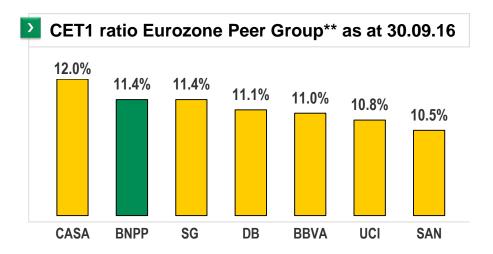
\* Operating divisions; \*\* Adjusted for costs and provisions related to the comprehensive settlement with US authorities



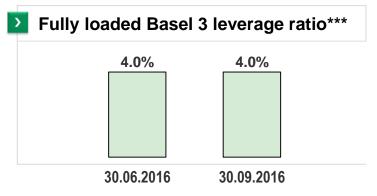
### A Rock-Solid Financial Structure

- Fully loaded Basel 3 CET1 ratio\*: 11.4% as at 30.09.16 (+50 bp vs. 31.12.15)
  - Essentially due to the results after taking into account a 45% dividend pay-out ratio





Fully loaded Basel 3 leverage\*\*\*: 4.0% as at 30.09.16



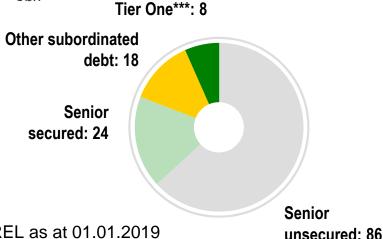
\* CRD4 "2019 fully loaded"; \*\* Eurozone banks with similar business profile; \*\*\* CRD4 "2019 fully loaded", calculated according to the delegated act of the European Commission dated 10.10.2014

### Wholesale Medium/Long-Term Funding

- 2016 MLT funding programme of €25bn
- Additional Tier 1: €1.3bn issued\*
  - Reminder: success of the AT1 issuance in USD on 23 March,
     325 investors across Europe, Americas and Asia,
     \$1.5bn, perpetual Non Call 5, coupon of 7.625%
- Tier 2: €4.5bn issued\*
  - Mid-swap +198 bp on average, average maturity of ~10 years\*\*
- Senior debt: €16.0bn issued\*
  - Average maturity of 6.1 years, mid-swap +54 bp on average
  - Of which €6.0bn of senior unsecured debt eligible to the 2.5% MREL as at 01.01.2019
  - Of which €500m issued in Covered Bond at 7 years, mid-swap -10 bp by BNP Paribas Fortis in October 2016



€bn





## Diversified funding at competitive conditions even in volatile markets

\* As at 17 October 2016; \*\* Including the Tier 2 prefunding of €750m issued in November 2015; \*\*\* Debt qualified prudentially as Tier 1 booked as subordinated debt or as equity

Strong Profitability and Rock-Solid Financial Structure

### **CSR Policy at the Heart of BNP Paribas**

**BNP Paribas Green Bond Framework** 

**Inaugural Green Bond Proposed Transaction** 

### Being a Responsible Bank is at the Heart of our Strategy

## CSR taken at the highest level in the organisation

The CSR function reports directly to Michel Konczaty, Deputy Chief Operating Officer of BNP Paribas, member of the Executive Committee

The missions and responsibilities of the CSR Department are defined by instructions issued by the General Management

## CSR is an integral part of our culture and strategy

Top senior managers have CSR criteria integrated into their deferred variable compensation

### OUR RESPONSIBILITY

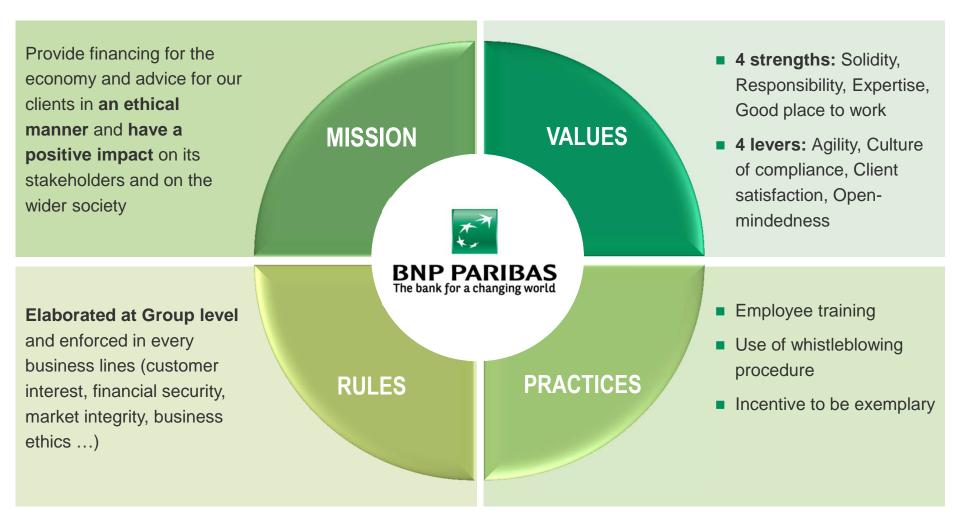
4 PILLARS AND 12 COMMITMENTS TOWARDS

OUR 4 PILLARS				
THE ECONOMY  Financing the economy in an ethical manner	OUR PEOPLE  Developing and engaging our people responsibly	THE COMMUNITY  Being a positive agent for change	THE ENVIRONMENT  Combating climate change	
OUR 12 COMMITMENTS				
1 INVESTMENTS AND FINANCING WITH A POSITIVE IMPACT	PROMOTION OF DIVERSITY AND INCLUSION IN THE WORKPLACE	7 PRODUCTS AND SERVICES THAT ARE WIDELY ACCESSIBLE	10 PARTNERING WITH OUR CLIENTS IN THE TRANSITION TO A LOW-CARBON ECONOMY	
2 ETHICS OF THE HIGHEST STANDARD	5 A GOOD PLACE TO WORK AND RESPONSIBLE EMPLOYMENT MANAGEMENT	8 COMBAT SOCIAL EXCLUSION AND SUPPORT HUMAN RIGHTS	11 REDUCE THE ENVIRONMENTAL IMPACT OF OUR OPERATIONS	
3 SYSTEMATIC INTEGRATION AND MANAGEMENT OF ESG RISKS	6 A LEARNING COMPANY SUPPORTING DYNAMIC CAREER MANAGEMENT	9 CORPORATE PHILANTHROPY POLICY FOCUSED ON THE ARTS, SOLIDARITY AND THE ENVIRONMENT	ADVANCE AWARENESS AND SHARING OF BEST ENVIRONMENTAL PRACTICES	
OUR GOVERNANCE				

Source: https://invest.bnpparibas.com/sites/default/files/documents/ddr2015eng.pdf



### The Set up of a New Code of Conduct



New Code of Conduct set-up in May 2016

Source: https://group.bnpparibas/en/group/governance-compliance/compliance

### BNP Paribas is Involved in the Key Sustainability Initiatives

#### **Key International Initiatives**



United Nations Global Compact (2003)



Equator Principles (2008)



Roundtable on Sustainable Palm Oil (2011)



. PRI

Socially Responsible Investment Principles (2006)

Global Impact Investing Network (2014)



**IIGCC** 

Institutional Investors on Climate Change – IIGCC (2007)

Banking Environment Initiative Soft Commodities **Compact** (2014)



United Nations Women's Empowerment Principles (2011)

#### **BNP Paribas' Specific Commitments**

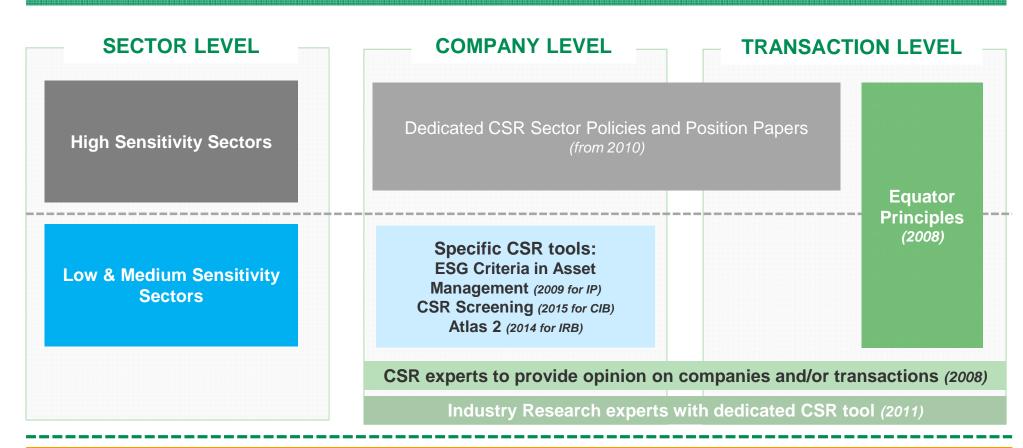
- Specific public commitments endorsed by Chairman and CEO:
  - Commitments to the Environment (originally signed in 2011 and updated in 2016)
  - Statement of BNP Paribas on Human Rights (2012)
- Other specific public commitments:
  - CSR sector policies governing financing and investments
  - Goods and activities on exclusion list (Dec 2011)
  - Charter for responsible representation with respect to the public authorities (Nov 2012)
  - BNP Paribas Suppliers' CSR Charter (May 2012)



### BNP Paribas Framework for Managing ESG Risks

#### RISK APPETITE FRAMEWORK

Global Credit Policy (2014) / Specific Credit & Rating Policies



#### **EXCLUSION AT SECTOR / COMPANY / TRANSACTION LEVELS**

## Reinforced Commitments Towards a Low Carbon Economy in November 2015

BNP Paribas'
CEO
Committed to
the Energy
Transition

### Jean-Laurent Bonnafé, CEO BNP Paribas

"We're determined to live up to our role as **a responsible bank** by supporting companies and countries that are committed to the **transition to sustainable energy use**" Double our financing resources on renewable energy to €15bn by 2020

Support innovative start-ups by investing €100m on Clean Tech

November 2015

Carbon Risk
Management
Procedures
Reinforced in
2015 with the
following
objectives

### No longer finance coal mining activities

Mining projects or mining companies specializing in coal extraction, unless an energy diversification strategy is put in place since November 2015

# No further financing coal-fired power plants in "high income" countries\*

Financing in other countries subject to strict conditions

Progressively integrate the use of an internal carbon price in its financing decisions

\* as per World Bank Definition

Source: http://www.bnpparibas.com.sg/en/2015/11/20/bnp-paribas-dedicates-e15bn-in-financing-for-renewable-energy-and-reinforces-its-carbon-risk-management-policies/



### Well-Recognised CSR Performance and Achievements

### **Strong Extra-Financing Ratings**



N°2 Europe Bank with Vigeo-Eiris (2014)



BNP Paribas overall rating 87/100



No. 15 in the banking sector out of 397 companies assessed (77/100) according to Sustainalytics' ranking (2016)



Score A- on carbon management performance and 99/100 for transparency and quality of carbon reporting Carbon Disclosure Project (2015)

No15 out of 250 companies rated by **Oekom** research in the Commercial Banks & Capital Markets sector (2016)

### Leagues tables and ambitions

#### **Renewable Energies**

- Ranked #3 Global Renewables Financial Adviser by Bloomberg New Energy Finance and IJGlobal, 2015
- Ranked #3 Global Renewables MLA Bloomberg New Energy Finance, 2014

#### **Green Bonds**

- Lead-managed multiple innovative and high-profile Green Bonds
  - Elected to the Green Bond Principles Executive Committee in June 2016

### Sustainable awards and rankings

No.2 of the World's Greenest Bank Bloomberg Ranking (2014)





Corporate Anights

BNP Paribas in the **2016 Global 100 Most Sustainable Corporations** (no.35)

Strong Profitability and Rock-Solid Financial Structure

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Selection

#### 1<sup>st</sup> level of filter: Overarching BNP Paribas internal policies

KYC, Global and Specific Credit Risk policies, Framework for managing ESG Risk

#### 2<sup>nd</sup> level of filter: Eligible Sectors

Renewable Energies, Energy Efficiency, Mass and Public Transportation, Water Management and Water Treatment, Recycling

#### 3rd level of filter: Features of the Loans

Non-committed transactions, non-performing loans or loans on watch list and assets pledged to other financing programmes are excluded

High Sensitivity Sectors

have been excluded:
Defence, Palm oil, Wood
pulp, Nuclear Energy,
Coal-fired power
generation, Oil sands,
Mining industry and
Tobacco

		NEW ASSETS TO BE ADDED IN THE SINGLE COMMON POOL OF ELIGIBLE GREEN ASSETS				
eview			New Green Bond issuance	During the life of the Green Bond		
nal r	ELIGIBLE	Already reviewed*	Independent review by a second party opinion provider and verification by external independent	Verification by external independent auditors in the annual reporting		
Exter	SECTORS	To be reviewed	auditors	Independent review by a second party opinion provider and verification by external independent auditors		

\* As of today: Wind (onshore and offshore), PV Solar and CSP projects



#### **A Robust and Transparent Selection Process**

# Focus on Eligible Sectors in line with the Green Bond Principles

**Water Management** Renewable **Energy Mass and Public** and Water Recycling **Energies Efficiency Transportation Treatment** Offshore and Green Development, Development, Energy Onshore buildings with efficient public operation and operation and Single common pool of Eligible Green Assets as of today Wind environmental transport upgrade of upgrade of certifications of the single common pool of Eligible Green Assets recycling and water Concentrated Development, treatment waste-to-**Solar Power** Retrofit for operation and plant energy power Solar upgrade of rail commercial plants **Photovoltaic** and public transports Water use Recycling buildings both for minimization Hydropower activities for passengers projects upon Improved Leakage and goods metals, plastic conditions infrastructure prevention and paper Bioenergy and Transportation Other water Smart grid geothermal infrastructure related investments projects Non-diesel projects Equipment rolling stock including manufacturer irrigation and for Renewable wastewater Energies



A single common pool of assets stemming from the various Eligible Sectors

### Green Bond Governance

#### Dedicated Green Bond Committee

Role

- Review and validate the pool of Eligible Green Assets
- Validate the annual reporting and related documents; review the appropriate external independent auditors' report and address any issues arising; and
- Monitor on-going evolution of the Green Bond market practices

**Members** 

- Committee chaired by the Head of Corporate Social Responsibility for BNP Paribas
- Current members: Corporate Social Responsibility, Asset and Liability Management Treasury, Energy and Infrastructure Financing Solutions, Sustainable Capital Markets, and any other team deemed necessary to participate

**Frequency** 

Semi-annually as long as the Green Bonds are outstanding

**Decision rules** 

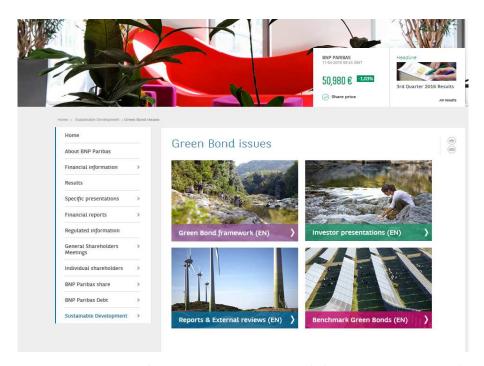
In its role of Chairman of the Green Bond Committee, the Head of Corporate Social Responsibility for BNP Paribas will have the final decision on the selection of the Eligible Green Assets

#### Management of Proceeds

- Single common pool of Eligible Green Assets for all Green Bond issues of BNP Paribas
- Monitoring the net proceeds' use via BNP Paribas' internal information systems
- Best effort to substitute any redeemed loans once an appropriate substitution option will have been identified
- Balance of net proceeds not yet allocated will be invested in cash and/or cash equivalent and/or other liquid marketable instruments

### Reporting

- Annual reporting on a single common pool of the Eligible Green Assets for all Green Bond issuances available on BNP Paribas' website: https://invest.bnpparibas.com/en/green-bond-issues
- Annual reporting will encompass:
  - Eligible Green Assets and their relevant environmental impact indicators;
  - Allocation of the Notes' net proceeds to Eligible Green Assets detailing the aggregate amount dedicated to each of the Eligible Sectors; and
  - Balance of unallocated cash and/or cash equivalent and/or other liquid marketable instruments
- Reporting in line with the guidelines of the Green Bond Principles and "Working Towards a Harmonized Framework for Green Bond Impact Reporting" paper dated December 2015\*
- First annual reporting will be published on the anniversary date of the first issuance
- Reporting will be verified by auditors



\* http://treasury.worldbank.org/cmd/pdf/InformationonImpactReporting.pdf

Strong Profitability and Rock-Solid Financial Structure

**CSR Policy at the Heart of BNP Paribas** 

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### Key Features of BNP Paribas Inaugural Green Bond

#### 1. Use of Proceeds

- Proceeds of the inaugural transaction to refinance existing loans or other form of financing within renewable energy sector (the "Eligible Green Assets"): Wind (onshore and off-shore), Photovoltaic Solar and Concentrated Solar projects
- All Eligible Green Assets are located in Europe
- Ultimately Eligible Green Assets may be diversified to stem from the various Eligible Sectors that will be added to BNP Paribas' single common pool of Eligible Green Assets

#### 2. Selection of Assets

- Selection by BNP Paribas Green Bond Committee on existing assets and using internal filters
- Controversy screening and review of the eligibility performed by an independent third party (oekom research)
- Review and assessment of the Eligible Green Assets performed by oekom research (oekom Green Bond Verification Framework)
- Pre-issuance verification of the Eligible Green Assets performed by auditors (EY)

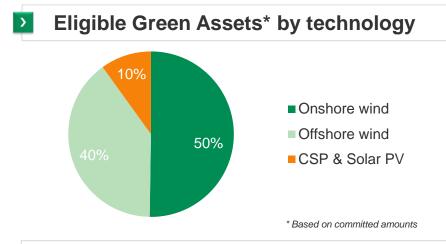
#### 3. Management of Proceeds

- BNP Paribas Green Bond Committee to review the pool of Eligible Green Assets semi-annually
- BNP Paribas internal information system to monitor the use of proceeds
- Proceeds not directly allocated will be invested in cash and/or cash equivalent and/or other liquid marketable instruments

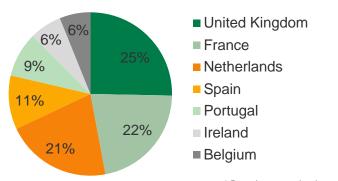
#### 4. Reporting

- BNP Paribas will report on a single common pool of assets for all Green Bond issuances
- Annual reporting on Eligible Green Assets and their environmental impact, on the allocation of the use of proceeds, and on the balance of unallocated proceeds
- Assurance report provided by auditors ex-ante and on an annual basis

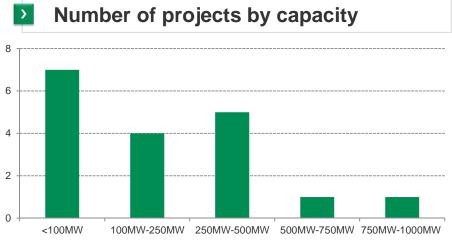
### Overview of Eligible Green Assets Pool at Issuance







\* Based on committed amounts



- Eligible Green Assets amounting c. €627mn (total drawn) as of end of October 2016 with an average residual maturity of 6.5 years
- At issuance, 100% of the proceeds will be used for the refinancing of existing renewable energies projects
- Well-known and established technologies in renewable energies for a total of 18 projects located in Europe



Ultimately Eligible Green Assets may be diversified to stem from the various Eligible Sectors that will be added to BNP Paribas' single common pool of Eligible Green Assets

### Examples of the Eligible Green Assets



#### **GALLOPER - 2015**

#### 343 MW Greenfield Offshore Wind Farm Project in United Kingdom

Total Project costs: GBP 1.5 billion

Sponsors: RWE, Siemens, Green Investment Bank, Macquarie

Start of Operations: 2018

BNP Paribas acted as Financial Advisor and MLA





#### **GEMINI - 2014**

#### 600 MW Greenfield Offshore Wind Farm Project in the Netherlands

- Largest renewable energy project financing to date.
- Total Project costs: EUR 2.8 billion
- Sponsors: Siemens, Northland Power, Van Oord, HVC
- Start of Operations: 2017
- BNP Paribas acted as MLA





European Wind Deal of the Year



#### **ENEL GREEN POWER FRANCE - 2014**

#### Acquisition of a 196 MW Onshore Wind Portfolio in France

- Acquisition price: EUR 280 million
- Sponsor: Boralex
- BNP Paribas acted as Financial Advisor and Sole Debt Underwriter



### **Environmental Impact Reporting**

- For Renewable Energies sector, BNP Paribas will report each year on:
  - Production achieved (information reported on a best effort basis)
  - Tons of CO2 equivalent avoided based on EIB Project Carbon Footprint Methodologies

Sector	Technology	Countries	Number of projects	Capacity in MW	Estimated production in GWh	Estimated t CO2 eq. avoided	BNP Paribas amount in € mn (31/10/2016)
Renewable Energies	CSP & Solar PV	ES, FR	3	136	270	119 629	66.63
	Onshore Wind	FR, ES, UK, EI, BE, PT	10	2 466	5 150	2 962 633	336.50
	Offshore Wind	NL, BE, UK	5	1 551	5 825	2 945 921	224.56
TOTAL			18	4 153	11 246	6 028 182	627.69

- Estimated total production\* of all the projects is based on conservative scenario
- Estimated ex-ante t CO2 eq. avoided per €100mn: 92.2k tons\*\*

### Robust and Positive External Reviews



- "The Green Bond's formal concept, defined processes and (announced) disclosures are aligned with the Green Bond Principles"
- "The overall sustainability quality of the Eligible Green Assets in terms of sustainability benefits and risk avoidance and minimisation is good"
- "All projects selected for the Green Bond are located in highly regulated and developed countries.
   Legislative frameworks in those countries set minimum standards, which reduce environmental and social risks."
  - "The issuer's sustainability performance has been classified as 'Prime' by oekom research and the assessed controversy level has been classified as 'low"





#### Reasonable assurance report from EY

- "Independent report on the compliance of selected assets for the Green Bond issued in 2016 with BNP Paribas selection and monitoring criteria and on impact reporting"
- "In our opinion, the assets selected to be funded by the 2016 BNP Paribas Green Bond and the impact indicators comply, in all material aspects, with the selection and monitoring criteria"

### BNP Paribas Green Bond – Summary of T&Cs

Issuer	BNP Paribas SA	
Issue Rating	A1(stable), A (stable), A+ (Stable), AA Low (Stable) by Moody's, S&P, Fitch and DBRS	
Ranking	The Notes are direct, unconditional, unsecured and unsubordinated obligations of the Issuer and rank and will rank pari passu among themselves and at least pari passu with all other direct, unconditional, unsecured and unsubordinated indebtedness of the Issuer (save for statutorily preferred exceptions).	
Use of Proceeds	and at least pari passu with all other direct, unconditional, unsecured and unsubordinated indebtedness of the Issuer (save for statutorily pre exceptions).  The net proceeds of the issue of the Notes will be allocated or reallocated from time to the financing and/or refinancing, in whole or in of Eligible Green Assets as defined below and further described in BNP Paribas Green Bond Framework'.  Pending the allocation or reallocation, as the case may be, of the net proceeds of the Notes to Eligible Green Assets, the Issuer will invest the balance of the net proceeds, at its own discretion, in cash and/or cash equivalent and/or other liquid marketable instruments. The Issuer will best effort to substitute any redeemed loans or any other form of financing that are no longer financed or refinanced by the net proceeds an any such loans or any other form of financing case to be an Eligible Green Asset, as soon as practicable once an appropriate substitution of will have been identified. The Issuer will monitor the use of the net proceeds of the Notes will be made from general funds of the Issuer and will refresh or indirectly or indirectly linked to the performance of Eligible Green Assets.  Eligible Green Assets means any existing, on-going and/or future loans or any other form of financing from Eligible Sectors selected by the I which will meet Eligibility Criteria, all in accordance with BNP Paribas Green Bond Framework.  Eligible Green Assets means and Water Treatment  Recycling  Eligible Green Asset, as such criteria which any loan or any other form of financing should comply with, at any time, in order to be considered Eligible Green Asset, as such criteria which any loan or any other form of financing should comply with, at any time, in order to be considered Eligible Green Asset asset on the criteria which any loan or any other form of financing should comply with, at any time, in order to be considered Eligible Green Asset asset or any other form of financing should comply with, at any time, in order to be	
Currency / Size	EUR[500]mn	
Maturity	[Long 5]-year	
Listing / Docs	Euronext Paris / EMTN Programme	

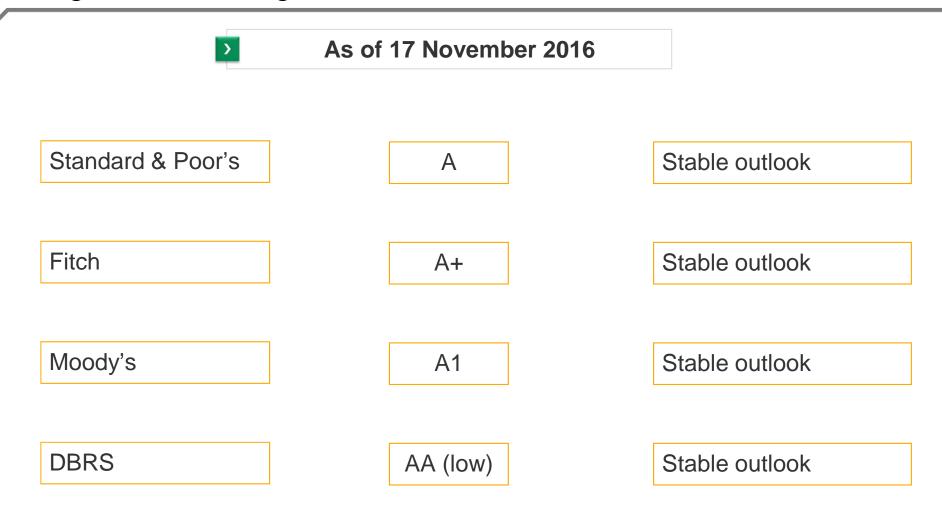


### Conclusion

**Inaugural Green Bond that Follows Best Practices Robust and Transparent Selection of Assets Extensive and Positive External Reviews** In line with BNP Paribas' Ambitions in Sustainability

### **Appendix**

### Long-Term Ratings



#### Any rating action may occur at any time

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