

Second-Party Opinion

PKO Bank Hipoteczny SA Green Covered Bond

Evaluation Summary

Sustainalytics is of the opinion that the PKO Bank Hipoteczny SA Green Covered Bond Framework is credible and impactful, and aligns with the four core components of the Green Bond Principles 2018. This assessment is based on the following:



USE OF PROCEEDS The eligible category for the use of proceeds is recognized by the Green Bond Principles. Sustainalytics considers that the green buildings category will lead to positive environmental impacts such as mitigating GHG emissions.



PROJECT EVALUATION / SELECTION PKO Bank Hipoteczny SA has established a dedicated Green Covered Bond Committee, comprised of representatives from the treasury, the residential mortgage loans office, risk office, the compliance office, the controlling office and the cover pool register office. The Green Covered Bond Committee will oversee the entire Green Covered Bond process, including the evaluation and selection of eligible loans, and will meet regularly (at least once annually) in order to conduct an additional analysis on the selected mortgages to ensure continuous compliance with the eligibility criteria. The committee reports directly to PKO's Management Board. This process is in line with market practice.



MANAGEMENT OF PROCEEDS PKO Bank Hipoteczny SA will assign the net proceeds from the issuance of green covered bonds to a portfolio of loans that meets the use of proceeds eligibility criteria, and intends to allocate all proceeds within 24 months of issuance. PKO Bank Hipoteczny SA will hold or invest any unallocated green covered bonds net proceeds in its liquidity portfolio in financial market instruments, in alignment with the Polish Act of 29 August 1997 on Covered Bonds and Mortgage Banks. This process is in line with market practice.



REPORTING PKO Bank Hipoteczny SA commits to disclosing allocation and impact reports on a yearly basis on its website. The allocation report will provide the total amount of proceeds allocated to eligible loans, number of eligible loans, balance of unallocated proceeds, while the impact report will give information on relevant quantifiable metrics.

Evaluation date	04 June 2019 ¹
Issuer Location	Gdynia, Poland

Report Sections

Introduction.....	2
Sustainalytics' Opinion	3
Appendices	7

For inquiries, contact the Sustainable Finance Solutions project team:

Joshua Zakkai (Amsterdam)
Project Manager
joshua.zakkai@sustainalytics.com
(+31) 20 205 00 79

Victor Prunar (Timisoara)
Project Support
victor.prunar@sustainalytics.com
(+40) 21 529 2233

Jean-Claude Berthelot (Amsterdam)
Client Relations
Jean-claude.berthelot@sustainalytics.com
(+31) 20 205 00 15

¹ The SPO was updated on 4 June 2019 to clarify which eligibility criteria align with the CBI Residential Building Criteria.

Introduction

PKO Bank Hipoteczny (PKO BH, the “bank” or the “company”) is a specialized mortgage bank based in Poland which offers mortgage loans to retail customers. PKO Bank Polski SA is the sole shareholder of PKO BH, and is part of the PKO Bank Polski Group. PKO BH is operationally integrated with its parent bank, PKO Bank Polski SA, and leverages the broader Group’s distribution network, IT infrastructure and risk assessment standards as well as joint mortgage product offer.

PKO BH has developed the PKO Bank Hipoteczny SA Green Covered Bond Framework (the “Framework”) under which it is planning to issue multiple green covered bonds and use the proceeds to finance and refinance, in whole or in part, existing and future projects that mitigate the environmental impact of climate change through GHG emissions avoidance. The Framework defines one eligibility criteria: Residential Green Buildings.

A list of the specific criteria used by PKO to define Green Buildings is provided in Appendix 1.

PKO BH engaged Sustainalytics to review the PKO Bank Hipoteczny SA Green Covered Bond Framework, dated April 2019, and provide a second-party opinion on the Framework’s environmental credentials and its alignment with the Green Bond Principles 2018 (GBP).² This Framework has been published in a separate document.³

As part of this engagement, Sustainalytics held conversations with various members of the PKO BH management team to understand the sustainability impact of their business processes and planned use of proceeds, as well as management of proceeds and reporting aspects of PKO BH’s green covered bond. Sustainalytics also reviewed relevant public documents and non-public information.

This document contains Sustainalytics’ opinion of the PKO Bank Hipoteczny SA Green Covered Bond Framework and should be read in conjunction with that Framework.

² The Green Bond Principles are administered by the International Capital Market Association and are available at <https://www.icmagroup.org/green-social-and-sustainability-bonds/green-bond-principles-gbp/>

³ The PKO Bank Hipoteczny Green Covered Bond Framework is available at PKO BH’s website at: <https://www.pkobh.pl/en/investor-relations/>

Sustainalytics' Opinion

Section 1: Sustainalytics' Opinion on the PKO Bank Green Covered Bond Framework

Summary

Sustainalytics is of the opinion that the PKO Bank Hipoteczny SA Green Covered Bond Framework is credible and impactful, and aligns with the four core components of the Green Bond Principles 2018. Sustainalytics highlights the following elements of PKO's Green Covered Bond Framework:

- Use of Proceeds:
 - The eligible category (Green Buildings) for the use of proceeds is recognized as impactful by the Green Bond Principles 2018. Sustainalytics views the financing of energy efficient residential buildings and apartments as having a positive environmental impact in Poland (for additional information on impact, please see Section 3).
 - In order to develop its eligibility criteria for energy efficient buildings, PKO BH has relied on an external consultant that developed a methodology for selecting buildings and apartments based on energy performance. As a result of this engagement, multiple eligibility criteria for Eligible Green Buildings, divided between single-family and multi-family houses, have been established. Criteria 1 and 2 establish energy consumption thresholds for selecting buildings that are within the top 15% most carbon efficient in the Polish building stock, while criteria 4 and 5 do the same based on year of construction and compliance with relevant Polish building codes. Criteria 5 defines Eligible Green Buildings as those which have achieved a minimum improvement in carbon emissions or energy consumption of at least 30% (see Appendix 1 for the full criteria). Sustainalytics has reviewed the methodology and considers it to be credible. Furthermore, Sustainalytics notes that criteria 3 and 4 and the element of criteria 5 concerning carbon emissions are aligned with the Climate Bond Initiative's (CBI) Low Carbon Buildings Standard, specifically the Residential Buildings Criteria.⁴ Compliance with the technical criteria of the CBI is viewed as a robust approach that aligns PKO's Use of Proceeds criteria with a 2-degree global warming scenario.
 - PKO BH does not specify a lookback period for loan origination in its framework. However, Sustainalytics notes that two of its 5 criteria for eligible green buildings specify that the building should comply with the 2017 building code. Furthermore, PKO commits to reporting on the share of new financing vs. refinancing in its Eligible Green Loan Portfolio.
- Project Evaluation and Selection:
 - PKO BH has established a dedicated Green Covered Bond Committee, comprised of representatives from the treasury office, the residential mortgage loans office, the risk office, the compliance office, the controlling office and the cover pool register office. The committee reports directly to PKO's Management Board.
 - The Green Bond Committee will oversee the entire Green Covered Bond process, including the evaluation and selection of eligible loans, and will meet regularly (at least once annually) in order to conduct additional analysis on the selected mortgages to ensure continuous compliance with the eligibility criteria. Sustainalytics notes that this process is in line with market practice and highlights the broad representation on the company's Green Bond Committee.
- Management of Proceeds:
 - PKO BH will assign the net proceeds from the issuance of green covered bonds to an Eligible Green Loan Portfolio. The bank intends to designate enough eligible loans in the Eligible Green Loan Portfolio to ensure that the outstanding balance of the Eligible Green Loan Portfolio exceeds the total balance of all green covered bonds at the date of maturity. Sustainalytics notes that PKO intends to allocate all proceeds within 24 months of issuance. Furthermore, PKO will hold or invest any unallocated green covered bond net proceeds in its liquidity portfolio in financial market instruments, in alignment with the Polish Act of 29 August 1997 on Covered Bonds and Mortgage Banks. Sustainalytics considers this process to be aligned with market practice.
- Reporting:

⁴ Climate Bonds Initiative, "Residential Buildings Criteria Overview", at: <https://www.climatebonds.net/standard/buildings/residential>.

PKO Bank Hipoteczny SA Green Covered Bond

- PKO BH commits to providing investors with an allocation report within one year of issuance of green covered bonds and on an annual basis until the covered bonds have been fully repaid. Reporting will be available on the company's website. The allocation report will provide the total amount of outstanding proceeds allocated to eligible loans, number of eligible loans, balance of unallocated proceeds and the amount or percentage of new financing and refinancing. This process is in line with market practice.
- As with allocation reporting, PKO BH also commits to reporting on its impact on a yearly basis through a dedicated report on its website. The impact report will provide information such as: estimated annual energy savings in MWh and estimated annual GHG emissions avoided in CO₂ equivalent. Sustainalytics views this process to be in accordance with market practice.

Alignment with Green Bond Principles 2018

Sustainalytics has determined that the PKO BH green covered bond aligns with the four core components of the Green Bond Principles 2018. For detailed information please refer to Appendix 2: Green Bond/Green Bond Programme External Review Form.

Section 2: Sustainability Performance of PKO BH

Contribution of framework to issuer's sustainability strategy

As part of the PKO Bank SA Group, PKO BH is committed to the same sustainability policies and CSR strategy as defined by the parent company.⁵ PKO Bank Polski Group considers that a combination of social justice and environmental protection is essential for managing change towards a sustainable global economy.⁶ PKO Bank Polski Group also views environmental responsibility and supporting sustainable growth as part of its business activities.⁷

Within its Commitment to environmental responsibility,⁸ PKO Bank Polski Group commits to sustainable development and to minimizing its operational impact on the natural environment, undertaking several actions aimed at limiting its environmental footprint and, also, implementing initiatives conceived to: optimize printouts and reduce the use of paper, conserve electricity and power, recycle amortised computer hardware and mobile devices, collect wastepaper, batteries and toners, and digitalise documentation. PKO Bank Polski Group's Director Report 2018 provides guidelines on how the environment should be considered throughout the bank's business activities, such as investing in energy-saving and pro-ecological projects and technologies, taking into account issues related to the environmental impact of financing projects, and cooperating with local authority units (LAUs), through financing environmentally-friendly projects and pro-environmental modernization of public service facilities.⁹

In terms of sustainable investments, PKO Bank Polski Group finances (i) LAUs, including ecological projects which represent 11.4% of the total amount of financing for businesses and public entities (loans and debt securities included)¹⁰ and (ii) investments in the generation of energy from renewable sources, the discharge and treatment of sewage, the management of waste and reclamation which make up 1.4% of the total amount of financing for business and public entities.¹¹ Moreover, PKO Bank Polski Group's investments in the mining

⁵ PKO Bank, "The PKO Bank Polski SA Group Directors Report 2018", at: https://www.pkobp.pl/media_files/88d99edd-0644-4ea8-b226-b4c4466fe188.pdf.

⁶ PKO Bank, "The PKO Bank Polski SA Group Directors Report 2018", at: https://www.pkobp.pl/media_files/88d99edd-0644-4ea8-b226-b4c4466fe188.pdf.

⁷ PKO Bank, "PKO Environmental responsibility of credit policy", at: <http://www.raportroczny2017.pkobp.pl/en/non-financial-information/environment/environmental-responsibility-credit-policy>.

PKO Bank, "PKO Bank Polski Strategy 2016-2020", at: <http://www.raportroczny2017.pkobp.pl/en/about-us/mission-and-strategy/strategy-2016-2020>.

⁸ PKO Bank, "PKO CSR", at: <https://www.pkobp.pl/pkobpp/en/about-us/corporate-social-responsibility/>.

⁹ PKO Bank, "The PKO Bank Polski SA Group Directors Report 2018", at: https://www.pkobp.pl/media_files/88d99edd-0644-4ea8-b226-b4c4466fe188.pdf.

¹⁰ PKO Bank, "PKO Annual Report 2017", at: <http://www.raportroczny2017.pkobp.pl/en>.

¹¹ PKO Bank, "The PKO Bank Polski SA Group Directors Report 2018", at: https://www.pkobp.pl/media_files/88d99edd-0644-4ea8-b226-b4c4466fe188.pdf.

PKO Bank Hipoteczny SA Green Covered Bond

sector have not changed significantly over the last several years, representing only 2.2% of the loan portfolio for business and public entities (2.3% at the end of 2016).¹² Additionally, both PKO Bank Polski Group and PKO BH have joined the Energy Efficient Mortgages Initiative Pilot Scheme,¹³ a project that aims to encourage borrowers to buy energy-efficient properties or to improve the energy efficiency of existing buildings.

Given PKO Bank Polski Group's sustainability strategy and commitments, as well as sustainability reporting, Sustainalytics believes that PKO BH is well positioned to issue green covered bonds, and that these bonds will further enhance PKO BH's and the broader Group's approach to green finance.

Well positioned to address common environmental and social risks associated with the projects

Sustainalytics recognizes that although the use of proceeds categories have clear environmental benefits, the eligible projects may include potential risks. The main risks associated with the eligible projects involve workers' health and safety and waste while constructing or refurbishing residential green buildings and land use risks for new developments.

Sustainalytics notes that as a mortgage provider, PKO BH has limited involvement in the construction and refurbishment of the properties it provides financing for. However the bank has confirmed to Sustainalytics that it has an internal process in place to verify all loan recipients undertaking construction or refurbishment work have received the necessary permits that ensure regulatory compliance. In this regard, Sustainalytics notes that Poland is classified as a designated country by the equator principles, indicating the presence of sufficient environmental and social regulations to mitigate against severe risks. As such, Sustainalytics considers that the environmental and social risks associated with residential properties in Poland are adequately mitigated.

Section 3: Impact of Use of Proceeds

The use of proceeds category is recognized as impactful by Green Bond Principles. Sustainalytics has focused below on where the impact is specifically relevant in local context.

Contribution of Green Buildings to Poland's GHG mitigation goals

In 2016, Poland, the second largest consumer of coal in the EU and the 10th largest globally,¹⁴ was the fifth most polluting country in the EU, generating around 9% of total EU GHG emissions¹⁵ (1% of global emissions).¹⁶ As a member of the EU, Poland commits to EU climate change mitigation goals, such as reducing its GHG emissions by 7% by 2030 and becoming carbon neutral by 2050.¹⁷ In order to mitigate GHG emissions and climate change, Poland set up three strategic policies outlining its energy policies and programmes: the Energy Policy of Poland until 2030 (EPP 2030), the Strategy for Energy Security and Environment (2014),¹⁸ and the Energy Policy of Poland until 2050 (EPP 2050),¹⁹ which commits the country to significantly reducing its share of coal and improving the country's energy efficiency.

¹² PKO Bank, "The PKO Bank Polski SA Group Directors Report 2018", at: https://www.pkobp.pl/media_files/88d99edd-0644-4ea8-b226-b4c4466fe188.pdf.

¹³ Energy Efficient Mortgages Action Plan, "The Energy Efficient Mortgages Initiative embraces the Polish market: PKO Bank Polski and PKO Bank Hipoteczny join the Pilot Scheme", (2019), at: <https://eemap.energyefficientmortgages.eu/the-energy-mortgages-initiative-embraces-the-polish-market-pko-bank-polski-and-pko-bank-hipoteczny-join-the-pilot-scheme/>.

¹⁴ World Energy, "Poland", at: <https://www.worldenergy.org/data/resources/country/poland/coal/>.

¹⁵ European Commission Eurostat, "Greenhouse gas emission statistics - emission inventories", at: <https://ec.europa.eu/eurostat/statistics-explained/pdfscache/1180.pdf>.

¹⁶ World Bank, "Poland's Greenhouse Gas Emissions", at: <http://siteresources.worldbank.org/ECAEXT/Resources/258598-1256842123621/6525333-1298409457335/chapterA.pdf>.

¹⁷ Environmental and Energy Study Institute, "Poland's Transition to a Cleaner Economy", at: <https://www.eesi.org/articles/view/polands-transition-to-a-cleaner-economy>.

¹⁸ International Energy Agency, "Energy Policies of IEA Countries. Poland", at: https://www.iea.org/publications/freepublications/publication/Energy_Policies_of_IEA_Countries_Poland_2016_Review.pdf.

¹⁹ Sandbag, "Poland Energy Roadmap 2050", at: https://sandbag.org.uk/wp-content/uploads/2016/10/Energy_Policy_of_Poland_until_2050_-_Consultation_Response.pdf.

PKO Bank Hipoteczny SA Green Covered Bond

Furthermore, while the residential and commercial buildings sector accounts for more than 40% of the final energy consumption in the EU,²⁰ producing 36% of CO₂ emissions,²¹ on a global scale, the building sector takes up 30% of global energy consumption and emits 28% of the total GHG emissions.²² In 2015, the Polish commercial and residential building sectors generated around 14% of its total GHG emissions.²³ Additionally, Poland experienced a period of rapid growth in green buildings between 2016-2017, when over 10 million square meters of the usable area of all types of buildings was certified to an external green building standard.²⁴

In this context, Sustainalytics positively views PKO BH's financing of green building projects, as it will reduce the national GHG emissions and support Poland in reaching its climate change targets.

Alignment with/contribution to SDGs

The Sustainable Development Goals (SDGs) were set in September 2015 and form an agenda for achieving sustainable development by the year 2030. This green covered bond advances the following SDG goals and targets:

Use of Proceeds Category	SDG	SDG target
Residential Green Buildings	7. Affordable and Clean Energy	7.3 By 2030, double the global rate of improvement in energy efficiency

Conclusion

PKO BH has developed the PKO Bank Hipoteczny SA Green Covered Bond Framework, under which it intends to issue green covered bonds and use the proceeds to fund green buildings in Poland, which will mitigate the environmental impact of climate change through GHG emissions reduction. Sustainalytics is further of the opinion that the initiatives described in the Framework will advance the UN Sustainable Development Goals, in particular Goal 7: Affordable and Clean Energy.

Sustainalytics anticipates that the financing of loans to eligible projects specified in the Framework will provide environmental benefits and support PKO BH in promoting its sustainability strategy, sustainable development and environmental responsibility. In addition, PKO BH's processes for project evaluation and selection as well as management of proceeds and reporting are aligned with market practice.

Based on the above, Sustainalytics considers the PKO BH Green Covered Bond Framework to be credible and transparent, and in alignment with the four core components of the Green Bond Principles 2018.

²⁰ Export.gov, "Poland – Green Buildings Products", at: <https://www.export.gov/article?id=Poland-Green-Building-Products>.

²¹ European Commission, "Buildings", at: <https://ec.europa.eu/energy/en/topics/energy-efficiency/buildings>.

²² European Commission, "Global Status Report 2017", at: https://ec.europa.eu/energy/sites/ener/files/documents/020_fatih_birol_seif_paris_11-12-17.pdf.

²³ Institute of Environmental Protection – Nation Research Institute, "Poland's National Inventory Report 2017", at: http://www.kobize.pl/uploads/materialy/materialy_do_pobrania/krajowa_inwentaryzacja_emisji/NIR_2017_POL_May.pdf.

²⁴ Polish Green Building Council, "Polish Certified Green Buildings in Numbers. 2017 Analysis", at: <https://plgbc.org.pl/wp-content/uploads/2017/05/Polish-Certified-Green-Buildings-2017.pdf>.

Appendices

Appendix 1: PKO's Eligibility Criteria for Green Residential Buildings

New or existing residential buildings representing the TOP 15% low carbon buildings in Poland:²⁵

- 1) Single-Family House with an annual energy consumption less than or equal to 95 kWh per square meter per year. Multi-Family House with an annual energy consumption less than or equal to 85 kWh per square meter and year.
- 2) Single-Family House or Multi-Family House with an Energy Performance Certificate (EPC) available, stating the annual energy demand less than or equal to 95 kWh per square meter per year for single-family house and less or equal 85 kWh per square meter per year for multi-family house.
- 3) Single-Family House or Multi-Family House with an Energy Performance Certificate (EPC) available, stating the polish technical condition TC 2017 or newer (e.g TC 2017, TC 2021 or Nearly-Zero Energy Building).
- 4) Single-Family House or Multi-Family House which are built after the year 2017²⁶, based on the year of construction.

Existing residential buildings in Poland, which have undergone a property upgrade (major renovations, refurbishment, thermo-modernization or efficiency upgrade):

- 5) Single-Family House or Multi-Family House which fulfil a reduction in building's carbon emissions or energy consumption of at least 30% or more through the property upgrade. The level of percentual reduction is based on the green bond duration. Bond duration up to 5 years = 30% reduction. For longer bonds, the level of reduction linear increases up to 50% for a bond term of 30 years.²⁷

As part of its engagement process with Sustainalytics, PKO BH provided a third-party report produced by Drees & Sommer, a Stuttgart, Germany, based consulting company. Drees & Sommer has developed a methodology to identify selection criteria to be used for PKO BH's green covered bond issuance that specificity residential properties within the top 15% for energy performance in the country and an approach for identifying buildings that have achieved a carbon emissions or energy consumption reduction of at least 30% and possibly more depending on the duration of the bond. Based on Drees & Sommer's analysis, the above-mentioned eligibility criteria related to the absolute performance threshold constitute the top 12% of residential buildings in terms of energy performance in the Polish market. Sustainalytics highlights that this is within the range of the top15% require by the Climate Bond Standard.

²⁵ Threshold is subject to change, based on year of bond issuance, bond duration and is mandatory to comply with the developed low carbon trajectories for single-family or multi-family house as part of PKO-BH's Green Bond Methodology. The threshold would be adjusted downwards and in compliance with the CBI criteria for low carbon buildings in addition to PKO's own methodology.

²⁶ Linear decreasing bond term applies, based on low carbon trajectories for single-family or multi-family house.

²⁷ The level of percentual reduction is based on the green bond duration. Bond duration up to 5 years = 30% reduction. For longer bonds, the level of reduction linear increases up to 50% for a bond term of 30 years.

Appendix 2: Green Covered Bond / Green Covered Bond Programme - External Review Form

Section 1. Basic Information

Issuer name:	PKO Bank Hipoteczny SA
Sustainability Bond ISIN or Issuer Sustainability Bond Framework Name, if applicable: <i>[specify as appropriate]</i>	PKO Bank Hipoteczny SA Green Covered Bond Framework
Review provider's name:	Sustainalytics
Completion date of this form:	4 June 2019
Publication date of review publication: <i>[where appropriate, specify if it is an update and add reference to earlier relevant review]</i>	Updated from version published 15 May 2019

Section 2. Review overview

SCOPE OF REVIEW

The following may be used or adapted, where appropriate, to summarise the scope of the review.

The review assessed the following elements and confirmed their alignment with the GBPs:

- | | |
|--|--|
| <input checked="" type="checkbox"/> Use of Proceeds | <input checked="" type="checkbox"/> Process for Project Evaluation and Selection |
| <input checked="" type="checkbox"/> Management of Proceeds | <input checked="" type="checkbox"/> Reporting |

ROLE(S) OF REVIEW PROVIDER

- | | |
|---|--|
| <input checked="" type="checkbox"/> Consultancy (incl. 2 nd opinion) | <input type="checkbox"/> Certification |
| <input type="checkbox"/> Verification | <input type="checkbox"/> Rating |
| <input type="checkbox"/> Other <i>(please specify)</i> : | |

Note: In case of multiple reviews / different providers, please provide separate forms for each review.

EXECUTIVE SUMMARY OF REVIEW and/or LINK TO FULL REVIEW *(if applicable)*

Please refer to Evaluation Summary above.

Section 3. Detailed review

Reviewers are encouraged to provide the information below to the extent possible and use the comment section to explain the scope of their review.

1. USE OF PROCEEDS

Overall comment on section (*if applicable*):

The eligible category for the use of proceeds is recognized by the Green Bond Principles. Sustainalytics considers that the green buildings category will lead to positive environmental impacts such as mitigating GHG emissions.

Use of proceeds categories as per GBP:

- | | |
|--|--|
| <input type="checkbox"/> Renewable energy | <input type="checkbox"/> Energy efficiency |
| <input type="checkbox"/> Pollution prevention and control | <input type="checkbox"/> Environmentally sustainable management of living natural resources and land use |
| <input type="checkbox"/> Terrestrial and aquatic biodiversity conservation | <input type="checkbox"/> Clean transportation |
| <input type="checkbox"/> Sustainable water and wastewater management | <input type="checkbox"/> Climate change adaptation |
| <input type="checkbox"/> Eco-efficient and/or circular economy adapted products, production technologies and processes | <input checked="" type="checkbox"/> Green buildings |
| <input type="checkbox"/> Unknown at issuance but currently expected to conform with GBP categories, or other eligible areas not yet stated in GBPs | <input type="checkbox"/> Other (<i>please specify</i>): |

If applicable please specify the environmental taxonomy, if other than GBPs:

2. PROCESS FOR PROJECT EVALUATION AND SELECTION

Overall comment on section (if applicable):

PKO Bank Hipoteczny SA has established a dedicated Green Covered Bond Committee, comprised of representatives from the treasury, the residential mortgage loans office, risk office, the compliance office, the controlling office and the cover pool register office. The Green Covered Bond Committee will oversee the entire Green Covered Bond process, including the evaluation and selection of eligible loans, and will meet regularly (at least once annually) in order to conduct an additional analysis on the selected

PKO Bank Hipoteczny SA Green Covered Bond

mortgages to ensure continuous compliance with the eligibility criteria. The committee reports directly to PKOs Management Board. This process is in line with market practice.

Evaluation and selection

- | | | | |
|-------------------------------------|--|-------------------------------------|---|
| <input checked="" type="checkbox"/> | Credentials on the issuer's environmental sustainability objectives | <input checked="" type="checkbox"/> | Documented process to determine that projects fit within defined categories |
| <input checked="" type="checkbox"/> | Defined and transparent criteria for projects eligible for Green Covered Bond proceeds | <input checked="" type="checkbox"/> | Documented process to identify and manage potential ESG risks associated with the project |
| <input checked="" type="checkbox"/> | Summary criteria for project evaluation and selection publicly available | <input type="checkbox"/> | Other <i>(please specify)</i> : |

Information on Responsibilities and Accountability

- | | | | |
|-------------------------------------|--|--------------------------|---------------------|
| <input checked="" type="checkbox"/> | Evaluation / Selection criteria subject to external advice or verification | <input type="checkbox"/> | In-house assessment |
| <input type="checkbox"/> | Other <i>(please specify)</i> : | | |

3. MANAGEMENT OF PROCEEDS

Overall comment on section *(if applicable)*:

PKO Bank Hipoteczny SA will assign the net proceeds from the issuance of green covered bonds to a portfolio of loans that meets the use of proceeds eligibility criteria, and intends to allocate all proceeds within 24 months of issuance. PKO Bank Hipoteczny SA will hold or invest any unallocated green covered bonds net proceeds in its liquidity portfolio in financial market instruments, in alignment with the Polish Act of 29 August 1997 on Covered Bonds and Mortgage Banks. This process is in line with market practice.

Tracking of proceeds:

- | | |
|-------------------------------------|---|
| <input checked="" type="checkbox"/> | Green Covered Bond proceeds segregated or tracked by the issuer in an appropriate manner |
| <input checked="" type="checkbox"/> | Disclosure of intended types of temporary investment instruments for unallocated proceeds |
| <input type="checkbox"/> | Other <i>(please specify)</i> : |

Additional disclosure:

- | | |
|---|---|
| <input type="checkbox"/> Allocations to future investments only | <input checked="" type="checkbox"/> Allocations to both existing and future investments |
| <input type="checkbox"/> Allocation to individual disbursements | <input checked="" type="checkbox"/> Allocation to a portfolio of disbursements |
| <input checked="" type="checkbox"/> Disclosure of portfolio balance of unallocated proceeds | <input type="checkbox"/> Other (<i>please specify</i>): |

4. REPORTING

Overall comment on section (if applicable):

PKO Bank Hipoteczny SA commits to disclosing allocation and impact reports on a yearly basis on its website. The allocation report will provide the total amount of proceeds allocated to eligible loans, number of eligible loans, balance of unallocated proceeds, while the impact report will give information on relevant quantifiable metrics.

Use of proceeds reporting:

- | | |
|--|--|
| <input type="checkbox"/> Project-by-project | <input checked="" type="checkbox"/> On a project portfolio basis |
| <input type="checkbox"/> Linkage to individual bond(s) | <input type="checkbox"/> Other (<i>please specify</i>): |

Information reported:

- | | |
|---|--|
| <input checked="" type="checkbox"/> Allocated amounts | <input type="checkbox"/> Green Bond financed share of total investment |
| <input type="checkbox"/> Other (<i>please specify</i>): | |

Frequency:

- | | |
|--|--------------------------------------|
| <input checked="" type="checkbox"/> Annual | <input type="checkbox"/> Semi-annual |
| <input type="checkbox"/> Other (please specify): | |

Impact reporting:

- | | |
|--|--|
| <input type="checkbox"/> Project-by-project | <input checked="" type="checkbox"/> On a project portfolio basis |
| <input type="checkbox"/> Linkage to individual bond(s) | <input type="checkbox"/> Other (please specify): |

Frequency:

- | | |
|--|--------------------------------------|
| <input checked="" type="checkbox"/> Annual | <input type="checkbox"/> Semi-annual |
| <input type="checkbox"/> Other (please specify): | |

Information reported (expected or ex-post):

- | | | | |
|-------------------------------------|-------------------------|-------------------------------------|--|
| <input checked="" type="checkbox"/> | GHG Emissions / Savings | <input checked="" type="checkbox"/> | Energy Savings |
| <input type="checkbox"/> | Decrease in water use | <input type="checkbox"/> | Other ESG indicators (please specify): |

Means of Disclosure

- | | | | |
|-------------------------------------|--|--------------------------|--|
| <input type="checkbox"/> | Information published in financial report | <input type="checkbox"/> | Information published in sustainability report |
| <input checked="" type="checkbox"/> | Information published in ad hoc documents | <input type="checkbox"/> | Other (please specify): |
| <input type="checkbox"/> | Reporting reviewed (if yes, please specify which parts of the reporting are subject to external review): | | |

Where appropriate, please specify name and date of publication in the useful links section.

USEFUL LINKS (e.g. to review provider methodology or credentials, to issuer's documentation, etc.)

<https://www.pkobh.pl/en/investor-relations/>
https://www.pkobp.pl/media_files/88d99edd-0644-4ea8-b226-b4c4466fe188.pdf
<http://www.raportroczny2017.pkobp.pl/en/non-financial-information/environment/environmental-responsibility-credit-policy>
<https://www.pkobp.pl/pkobppl-en/about-us/corporate-social-responsibility/>
<http://www.raportroczny2017.pkobp.pl/en>

SPECIFY OTHER EXTERNAL REVIEWS AVAILABLE, IF APPROPRIATE

Type(s) of Review provided:

- | | | | |
|--------------------------|---|--------------------------|---------------|
| <input type="checkbox"/> | Consultancy (incl. 2 nd opinion) | <input type="checkbox"/> | Certification |
| <input type="checkbox"/> | Verification / Audit | <input type="checkbox"/> | Rating |
| <input type="checkbox"/> | Other (please specify): | | |

Review provider(s):

Date of publication:

ABOUT ROLE(S) OF INDEPENDENT REVIEW PROVIDERS AS DEFINED BY THE GBP

- i. Second Party Opinion: An institution with environmental expertise, that is independent from the issuer may issue a Second Party Opinion. The institution should be independent from the issuer's adviser for its Green Bond framework, or appropriate procedures, such as information barriers, will have been implemented within the institution to ensure the independence of the Second Party Opinion. It normally entails an assessment of the alignment with the Green Bond Principles. In particular, it can include an assessment of the issuer's overarching objectives, strategy, policy and/or processes relating to environmental sustainability, and an evaluation of the environmental features of the type of projects intended for the Use of Proceeds.

PKO Bank Hipoteczny SA Green Covered Bond

- ii. **Verification:** An issuer can obtain independent verification against a designated set of criteria, typically pertaining to business processes and/or environmental criteria. Verification may focus on alignment with internal or external standards or claims made by the issuer. Also, evaluation of the environmentally sustainable features of underlying assets may be termed verification and may reference external criteria. Assurance or attestation regarding an issuer's internal tracking method for use of proceeds, allocation of funds from Green Bond proceeds, statement of environmental impact or alignment of reporting with the GBP, may also be termed verification.
- iii. **Certification:** An issuer can have its Green Bond or associated Green Bond framework or Use of Proceeds certified against a recognised external green standard or label. A standard or label defines specific criteria, and alignment with such criteria is normally tested by qualified, accredited third parties, which may verify consistency with the certification criteria.
- iv. **Green Bond Scoring/Rating:** An issuer can have its Green Bond, associated Green Bond framework or a key feature such as Use of Proceeds evaluated or assessed by qualified third parties, such as specialised research providers or rating agencies, according to an established scoring/rating methodology. The output may include a focus on environmental performance data, the process relative to the GBP, or another benchmark, such as a 2-degree climate change scenario. Such scoring/rating is distinct from credit ratings, which may nonetheless reflect material environmental risks.

Disclaimer

© Sustainalytics 2019. All rights reserved.

The intellectual property rights to this Second-Party Opinion (the “Opinion”) are vested exclusively in Sustainalytics. Unless otherwise expressly agreed in writing by Sustainalytics, no part of this Opinion may be reproduced, disseminated, comingled, used to create derivative works, furnished in any manner, made available to third parties or published, parts hereof or the information contained herein in any form or in any manner, be it electronically, mechanically, through photocopies or recordings, nor publicly released without the “Green Bond Framework” in conjunction with which this Opinion has been developed.

The Opinion was drawn up with the aim to provide objective information on why the analyzed bond is considered sustainable and responsible, and is intended for investors in general, and not for a specific investor in particular. Consequently, this Opinion is for information purposes only and Sustainalytics will not accept any form of liability for the substance of the opinion and/or any liability for damage arising from the use of this Opinion and/or the information provided in it.

As the Opinion is based on information made available by the client, the information is provided “as is” and, therefore Sustainalytics does not warrant that the information presented in this Opinion is complete, accurate or up to date, nor assumes any responsibility for errors or omissions. Any reference to third party names is for appropriate acknowledgement of their ownership and does not constitute a sponsorship or endorsement by such owner.

Nothing contained in this Opinion shall be construed as to make a representation or warranty, express or implied, regarding the advisability to invest in or include companies in investable universes and/or portfolios. Furthermore, nothing contained in this Opinion shall be construed as an investment advice (as defined in the applicable jurisdiction), nor be interpreted and construed as an assessment of the economic performance and credit worthiness of the bond, nor to have focused on the effective allocation of the funds’ use of proceeds.

The client is fully responsible for certifying and ensuring its commitments’ compliance, implementation and monitoring.

In case of discrepancies between the English language and translated versions, the English language version shall prevail.

Sustainalytics

Sustainalytics is a leading independent ESG and corporate governance research, ratings and analytics firm that support investors around the world with the development and implementation of responsible investment strategies. With 13 offices globally, the firm partners with institutional investors who integrate ESG information and assessments into their investment processes. Spanning 30 countries, the world's leading issuers, from multinational corporations to financial institutions to governments, turn to Sustainalytics for second-party opinions on green and sustainable bond frameworks. Sustainalytics has been certified by the Climate Bonds Standard Board as a verifier organization, and supports various stakeholders in the development and verification of their frameworks. In 2015, Global Capital awarded Sustainalytics "Best SRI or Green Bond Research or Ratings Firm" and in 2018 and 2019, named Sustainalytics the "Most Impressive Second Party Opinion Provider". The firm was recognized as the "Largest External Reviewer" by the Climate Bonds Initiative as well as Environmental Finance in 2018, and in 2019 was named the "Largest Approved Verifier for Certified Climate Bonds" by the Climate Bonds Initiative. In addition, Sustainalytics received a Special Mention Sustainable Finance Award in 2018 from The Research Institute for Environmental Finance Japan for its contribution to the growth of the Japanese Green Bond Market.

For more information, visit www.sustainalytics.com

Or contact us info@sustainalytics.com

