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In 2015, in the run-up to the Paris Agreement, the CEOs of six European oil majors wrote to governments and the United Nations. They begged them to introduce carbon pricing and promised to help. “For us to do more, we need governments across the world to provide us with clear, stable, long term, ambitious policy frameworks,” they wrote.

In that sentence, they encapsulated the longing of thousands of leaders in business and finance. For years, they have been running ahead of governments in their willingness to tackle climate change. The private sector has not been blameless — far from it — but in their public pronouncements, businesspeople have been much more ready to confront the reality of global warming and call for strong action to deal with it.

They also realise no company or investor can solve these issues alone. Pollution has been created by the whole of society — all must contribute to remedying it.

Economic actors have therefore been afflicted by a sense of helplessness. They want to get on with fighting climate change, but are paralysed, because the economy is still structured to promote it. Only politicians have the power to change that, and they have not acted.

At last, thanks to the rising tide of hurricanes, droughts and fires, and the forthright voices of young protesters, the public conversation has changed. From being a rare item in the news, climate change is now rarely out of it.

Politicians are finding their tongues. Nearly 1,000 governments have declared a climate emergency, including France, Canada, Argentina and the cities of New York and Los Angeles. Twelve countries have legislated targets to reach net zero carbon emissions — the most ambitious being Finland, aiming for 2035, and Norway, for 2030.

In Europe, the most important force is the European Union. It, too, is set to crank up its action on climate change. When Ursula von der Leyen, the former German defence minister, sought the approval of the European Parliament in July to become president of the European Commission, she set out her policy programme for the next five years in a 20 page document.

Her top priority is a European Green Deal, which she pledged to propose during her first 100 days in office — between November this year and February next. Its centrepiece will be introducing legislation to make Europe “the first climate-neutral continent” by 2050.

The prayers of business and finance over many years — that governments would set the direction for the low carbon transition, so that markets could get on with implementing and financing it — look finally to have been answered.

For the sustainable finance movement, this is not the first intervention by the EU.

Renewing the system
Immediately before it began to live up to its own responsibilities, the Union set about teaching the financial sector how to do the same.

For the last 18 months, investors, banks and companies have been watching the legislative evolution of its Sustainable Finance Action Plan — some 10 initiatives billed as a “comprehensive strategy” to “build a financial system that supports sustainable growth”.

“This development of integrating sustainability into financial markets is picking up speed, and there are various reasons for it,” says Maarten Biermans, head of sustainable markets at Rabobank in Utrecht. “Not least, the increasing acknowledgement that change needs to happen, that it needs to be financed, and that inaction will lead to unacceptable financial risks.”

At the moment, the Action Plan is
The NRW.BANK.Green Bonds refinance projects in North Rhine-Westphalia which contribute to meeting the United Nations SDGs and the 2 °C temperature target for limiting global warming. www.nrwbank.com/greenbond

We promote what’s good in NRW.

The NRW.BANK.Green Bonds refinance projects in North Rhine-Westphalia which contribute to meeting the United Nations SDGs and the 2 °C temperature target for limiting global warming. www.nrwbank.com/greenbond
rather like a colony of large, many-limbed insects, all different, which are going through the phases of their life cycles. Market participants are pleased to see them, but can still only observe them from a distance. It is too early to tell what they will look like when fully grown, still less how they will behave.

After years when financial markets had tried to make themselves more sustainable, by developing the justifications and techniques for taking environmental and social issues into account, the SFAP was designed to accelerate that process, by spreading best practice from the vanguard to the mass of the market and clearing away barriers of ignorance and opacity.

Now, von der Leyen has said she will put forward a new “strategy for green financing”, though no detail is available yet.

Nevertheless, specialists believe it is highly likely that the Action Plan pushed by the last Commission will keep moving ahead.

**Two wins**

The Plan has had some successes already, though all the new primary legislation has been pulled and pummelled into different shapes by conservative and progressive forces.

The first law to reach political agreement, in February, concerns investment benchmarks such as equity and bond indices. To prevent greenwashing, with investors being offered ethical and sustainable indices of limited value, the Benchmarks Regulation creates two official labels index providers can use if they want. Both were improved from vaguer versions in earlier drafts.

“Paris-aligned benchmarks” will list companies whose emissions reductions are on track for only 1.5°C of global warming; and “climate transition benchmarks” will gather firms that are off track, but have committed to getting to Paris compliance.

While these labels are voluntary and only apply to specifically green benchmarks, all indices with market capitalisations of over $50bn will have to publish some kind of statement in the small print, saying how well aligned they are with Paris.

That may give investors some sticks to poke the providers with — and more importantly, may help the ultimate savers see that most of their money is invested in ways that will lead to climate destruction.

A few weeks later, in March, after an all night session, came agreement on the Sustainability Disclosure Regulation — hailed by one responsible investment campaigner as “a great victory”.

The Commission had originally intended the Disclosure Regulation just to make investors, especially those marketing environmental, social and governance funds, be more explicit to customers about the financial risks to their portfolios from ESG issues.

But the finished law enshrines two more radical principles. Investors should also consider effects in the opposite direction: what the impacts of their investments could be on the environment and society in the outside world. And they have a duty to perform due diligence on their investments, to ensure they get these risk assessments right.

Investors do not have to follow the rule — it is on a comply or explain basis — but it will eventually be mandatory for big firms.

Precisely what disclosures are required will be defined by market regulators in technical standards next year.

That investors should care what effects their investment choices have on others seems at once obvious common sense and dangerously new — a measure of how divorced the culture of the financial markets has become from ordinary morality.

But considering outward-facing impact is inherent in any approach to investing that strives to help meet the Paris Agreement commitments. This cultural change is necessary for sustainability.

**Ruling on sustainability**

The third chunk of legislation introduced in 2018 has not been completed. It is the one many in financial markets — especially green bond enthusiasts — see as most important. This is the Taxonomy of Sustainable Economic Activities.

Its most ardent and idealistic supporters see the Taxonomy as a translation tool, enabling market actors with different views on what is green to understand what each other mean.

To most of the market, it is a catalogue of what is officially deemed sustainable. Though no one will be obliged to follow the Taxonomy, it is already regarded as a document of immense power.

Companies considering issuing green bonds, for example, are fearful that they may not be able to prove they meet all the requirements — such as to “not significantly harm” any of the Taxonomy’s six environmental objectives.

This is partly because another plank of the SFAP, the EU Green Bond Standard, a voluntary badge of quality for issuers, will take its definition of green from the Taxonomy.

The process for creating the Taxonomy has a curious, two-level structure. The Commission has appointed a Technical Expert Group of sustainable finance practitioners, plus a very few environmental experts, to write detailed rules on what is sustainable.

In June it produced its first draft — running to 414 pages — of the first stage, covering climate change mitigation and adaptation. Sections for the other four objectives — water, the circular economy, pollution and ecosystems — will come later.

“We think in general the work of the TEG is robust, it’s largely science-based. However, we have concerns on specific issues like bioenergy,” says Sébastien Godinot, economist in the European policy office of WWF in Brussels. “Very likely, the definition of green will be more restrictive than what is used currently by financial institutions.”

But at the political level, it has still not been decided what kind of Taxonomy there will be. This will
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be thrashed out during the autumn, when the Finnish presidency of the Council wants to reach agreement, first among member states, and then with the Commission and Parliament.

Tangles and wrangles
The Commission originally proposed a one layer Taxonomy. It would include any activity that “contributed substantially” to any of the six environmental objectives, without “causing significant harm” to any of the others.

But that, many argue, is just “a dark green niche Taxonomy”. It clarifies for investors what is really green. But because it does not cover most of the economy, it cannot help those parts transition.

In the Council, France has pushed hard for a broader Taxonomy with five bands: dark green, light green, neutral or not very climate-relevant, potentially harmful and very harmful.

“Unfortunately it seems the French proposal is not getting traction,” says Godinot. “What is getting traction is something much less ambitious, which the TEG has proposed — to have three categories: green as initially planned, and also transition activities and enabling activities.”

Transition activities would be the best technologies in industries like steel and cement, where there is no low carbon option yet, but great improvements can be made. Enabling activities would include making windfarm components.

“But this is only a small part of a big picture,” says Godinot. “It covers only a few sectors — for example, all the unsustainable activities are not covered at all. What is climate-irrelevant is put in the same box with what is unhelpful, which is a missed opportunity.”

Tom Jess, policy adviser in Brussels at E3G, the environmental thinktank, agrees in theory that the more all-encompassing the Taxonomy, the better. But he argues that, taking into account the time available, the second option favoured by the TEG is the best and likeliest outcome.

This is not the only battle to be fought. Much of the SFAP — including the Disclosure Regulation — applies to all investors. Not the Taxonomy. Only financial players marketing products as sustainable are encouraged to use it.

“All the mainstream funds have to disclose nothing, because the bulk of money is not in green finance,” says Godinot. He fears the Council might even weaken the Taxonomy’s applicability further, by introducing a long grace period.

Big guns
Some observers believe the real potential of the Taxonomy does not lie with green bonds or securities markets at all.

It could be used as a guide for the EU budget. If “public money is not invested outside the Taxonomy,” Jess argues, “it would send a big signal of what you need to do to get to net zero. You are starting to get to the point where it changes the economy.”

Biermans believes the ‘green supporting factor’ — a lower capital charge for banks holding green assets — is likely to be introduced. The Taxonomy is the obvious criterion.

The price advantages of green bonds and loans are slight, he argues. But “if you are talking about game changers, influencing the cost of capital for green assets will inevitably create larger flows going into it,” he says, adding that it must be done “diligently and with some caution — a solar park is not inherently less risky than a cookie factory”.

Central banks could tilt the playing field in favour of green assets. Christine Lagarde, soon to lead the European Central Bank, said in August: “As soon as [the] Taxonomy is agreed, the ECB will need to assess whether and how it can apply it” to its Asset Purchase Programme.

“The worry about the Taxonomy is that people will use it to stifle progress,” says Biermans. “When I hear Anglo-Saxon lawyers talking about it, they are talking about the exact dots and commas, and not the intention. If you want to have a Taxonomy that is as precise as a biological taxonomy, it will not work. Trying to have an all-encompassing definition of sustainability has never succeeded. It is not the object people should strive for.”

Partly because the Taxonomy is untried, Jess is a big advocate of the Platform on Sustainable Finance that succeeded. It is not the object people should strive for.”

“Establishing the Platform is a really key action that needs to be done immediately,” he says. “It will have two main tasks. One is to update the Taxonomy going forward, based on technology, etc. The second is to monitor progress on the Sustainable Finance agenda, how it is affecting capital flows, and to advise on other policies, to overcome some of the gaps.”

The SFAP is a remarkably thorough and far-reaching set of measures. But it has its idiosyncrasies — notably the Taxonomy. And each piece is
going to end up — depending on the political battle of influence — at a different point on a scale between ‘missed opportunity’ and ‘game changer’.

Form before substance
The Action Plan’s main limitation, however, is that it acts only on the mechanisms of the financial market.

The remit of the EC’s High Level Expert Group, whose report in January 2018 formed the basis of the Action Plan, steered it away from making the most important demands: that governments set rational climate policies and work out how to raise large amounts of money to pay for them.

The Action Plan de-emphasised this further, by not taking up the HLEG’s recommendation to establish a new entity, Sustainable Infrastructure Europe, to remedy the main bottlenecks in sustainable investment: the poor and disjointed efforts of countries to develop national investment plans and green infrastructure projects.

The Commission preferred to use existing organs — the European Fund for Strategic Investments and the European Investment Advisory Hub (now both part of InvestEU).

Overall, the SFAP is like giving the old jalopy of the financial markets a thorough refit and makeover, with gleaming new parts and interior — but not putting any fuel in the tank.

The real Deal?
While the Action Plan is being enacted, von der Leyen has arrived with a new raft of policies — the Green Deal.

This remains just a sketch — a list of good intentions on little more than the back of an envelope. But what intentions.

True greens will say she has not gone far enough: 2050 is too late to reach carbon neutrality. But her Deal goes far further than Europe, or any other major economy, has gone before.

The Green Deal attacks the main issues head on: where should the economy go and how is it going to get there? It would set the 2050 climate-neutral target in law and increase the existing 2030 target of a 40% emissions cut to at least 50%.

“Carbon emissions must have a price,” von der Leyen declares. “Every person and every sector will have to contribute.”

Shipping will join the EU Emissions Trading System, which covers high-emitting industries, and airlines will gradually lose their free allowances.

A Carbon Border Tax will penalise carbon emissions made offshore — a bold move likely to provoke international opposition. A new industrial strategy will make the economy “future-ready”, with Europe “a world leader in circular economy and clean technologies”.

Von der Leyen emphasises the just transition — the idea that cleaning up the economy must not leave behind communities reliant on sunset industries. Existing regional Cohesion Funds and a new Just Transition Fund will support those most affected.

She wants a European Climate Pact — a set of pledges to motivate citizens through the transition.

Only after all that does von der Leyen mention a €tr Sustainable Europe Investment Plan over the next decade. This is where her Strategy for Green Financing comes in, though no detail is given, except that part of the European Investment Bank will become Europe’s climate bank. She wants to at least double the 25% share of EIB financing that is already for climate purposes.

Other aspects of the environment are not ignored. New strategies are planned on biodiversity, sustainable food, cutting pollution and single use plastics.

Godinot argues biodiversity is just as important as climate. “They have to work together if we want to achieve net zero,” he says. “One of the key parts is thriving ecosystems, stopping deforestation. We are lagging behind on climate change and much worse on biodiversity.”

All this on the environment is just the first of six chapters of von der Leyen’s plan — others include ‘An economy that works for people’ and ‘A Europe fit for the digital age’.

Of course there is a risk that so much cannot be achieved in practice. Von der Leyen is being radical on so many fronts, from an EU unemployment benefit reinsurance scheme to minimum wage requirements, that she is bound to encounter opposition. As cutting carbon emissions begins to really bite, sticking to ambitious climate targets will involve much more painful decisions.

But for the first time ever, European capital markets have something like a realistic attitude to climate change from the public sector to work with. There will be a long term target and a commitment from government to bring it about.

If citizens get behind it, and with a huge dose of luck, it might work. The sustainable economy would then no longer be a theoretical notion, but another word for the future economy. Carbon, properly priced, is just a cost.

Might the special discipline of sustainable finance, and its new regulatory paraphernalia of disclosure and Taxonomy, soon be obsolete? It’s something to hope for.
ONE OF the obstacles to tackling global environmental problems like climate change is the disconnect between localities: it is a global problem, but tackling it involves lots of changes at the local level, which individually have little demonstrable effect.

Nowhere is this challenge better encapsulated than through the swathes of the earth covered in water: how can drops in the ocean make a difference?

The United Nations’ sustainable development goals focus on the oceans through Goal 14, which concentrates on pollution, acidification and fishing.

“There are different ways to think about how companies can help with SDG 14,” says Jessica Alsford, head of the global sustainability research team at Morgan Stanley based in London.

“Some companies can adapt to reduce the potentially negative impact of their products on the oceans — that’s what we’ve seen a lot with the consumer goods companies for example with plastic packaging.”

She adds: “Then there are companies providing solutions for oceans, but we found this to be quite complex.”

In terms of what role investors can play, Alsford distinguishes between allocating capital towards firms offering a solution, and engaging with firms to shift their business models away from destructive practices. Of course, investors could also simply stop offering capital to the latter.

With the help of UK television presenter David Attenborough, who tackled it in his Blue Planet programmes, the issue of plastic waste has rocketed to the forefront of the world’s attention.

This has not escaped capital markets participants. Alsford says plastics was the topic she was most frequently asked about last year. According to MSCI, the number of earnings calls mentioning "plastic waste" last year increased by 340%, versus 2017. It is not just about tugging on heartstrings: caring about plastics has a commercial logic.

“It’s almost a virtuous circle: the theme was capturing the media and people’s imaginations, and from an investor point of view you could see how consumer behaviour and regulation might change and therefore this could have material consequences for companies,” says Alsford.

Governments are certainly taking a keener interest. The EU wants 90% of plastic bottles to be recycled by 2029.

“Investors are seeing the general trend of governments ensuring that the full cost of plastics sits on the balance sheet of business, not the taxpayer,” says Felix Gummer, a director at Sanctorum in London and a member of the UN Principles for Responsible Investment’s plastic investor working group.

The topic might also be a proxy for management quality. “Investors are increasingly using plastics as a barometer for a company’s ESG [environmental, social and governance] performance,” says Gummer. “If a company doesn’t have a ready answer on a subject that has been on the front pages for the last two years, investors will rightly look very closely at its governance.”

While consumer goods companies might lose market share if their customers and the state get annoyed with their plastic waste, other firms may benefit from investing in recycling infrastructure. If others follow China in banning imports of waste plastic, countries will face more pressure to process their own rubbish.

But the recycling sector may need government support via regulation to ensure demand is steady enough, as its economics depend on bulk and the cost of oil. A decade ago, UK investors were burnt by the oil price crash, which made virgin resin much cheaper than recycled material.

“Enough investors caught a cold to
create real reticence to re-enter this space,” says Gummer.

One plastics company keen to show action on waste is LyondellBasell, the listed Dutch firm familiar to bond investors. It has a project with Finnish firm Nestlé to produce plastics from renewable sources and a recycling venture with Suez.

**Shipping: the fuel challenge**

Meanwhile, the shipping industry is grappling with a push to make its emissions cleaner: both for the planet and for the local environment.

“We know a lot of coastal areas are looking very closely at ships’ diesel emissions and the impacts on their air quality,” says Gummer.

From the perspective of reducing carbon emissions, shipping may face more scrutiny as other sectors clamp down.

“It is going to come into much sharper focus,” says Gummer. “As we remove petrol and disease road vehicles, the much dirtier marine engines and their effect on coastal air quality are going to find themselves in the crosshairs.”

From 2020, ships will face a stricter limit on sulphur in fuel oil under the International Maritime Organization’s regulations. Firms will either have to retrofit scrubbing technology on to vessels, or buy low sulphur fuel.

Two companies, Wärtsilä and Alfa Laval, offer the scrubbing technology. Both are listed, and Alfa Laval is a bond issuer. For pure green investors, though, neither is perfect, with Alfa Laval making fossil-fuel-burning products like heaters and boilers, and Wärtsilä providing technology and services in natural gas distribution.

The Sustainable Shipping Initiative (SSI), which focuses on reshaping shipping, produced a report last year on low emission vessels. It said biofuels can be used through internal combustion, mirroring current technology and reducing implementation costs compared with other alternative power options. But, it warns that due to its large demands, the industry will need biofuels that are not derived from food, to avoid weighing on global food production. Hydrogen fuel cells are another option, but could hit profits.

The SSI said: “The technological maturity” of these options was a concern, and that achieving the required development by 2030 requires “the most ambitious members of the industry to challenge the status quo”.

Alsford says investors are also interested in whether firms can ensure ships are decommissioned responsibly, even if they have only been leasing them: rather like how other firms might be asked to have responsibility for their whole supply chain.

**Fishing: profit with purpose**

When it comes to fishing, more sustainability would have a particular benefit: it would provide an environmentally-friendly alternative to land-based meat. “There’s a move away from beef and a move towards healthier, more sustainable protein from a health and wellness perspective but also from a sustainability, climate, water use perspective,” says Jason Scott, co-managing partner at Encourage Capital in New York.

Encourage Capital is an investor looking to tackle environmental and social problems. It has invested in sustainable fishing and aquaculture, alongside other organisations like Rare, Althelia and Aqua-Spark.

A problem for any investor looking to boost sustainable fishing on a large scale is the fragmentation of the market, particularly along the supply chain: fish take a circuitous route from the sea to the plate. Encourage Capital has invested in two seafood companies that are vertically integrated, giving them more control over the sustainability of the supply chain.

Scott says many investors in the seafood industry are not interested in providing capital to get firms to be sustainable. But he believes the picture is changing, as capital matches consumer demand and sustainability goals.

Sustainable investment does not have to go into vertically integrated firms. SafetyNet Technologies creates devices to make catching fish more efficient and sustainable, particularly through reducing unwanted catch. It responds to tougher regulations on those fishing.

The firm has found investors interested in an ocean-focused fund, a conservation organisation and a social impact venture capital firm. “It feels like investors are more willing to talk with companies like ours about supporting our growth,” says Dan Watson, founder and CEO in London. “This idea of profit with purpose is becoming more palatable.”

Watson’s business, designed to be profitable in its own right, not reliant on grants, is a good example of the influence of investor interest in sustainability and the regulatory push, both of which are propelled by public concern.

SafetyNet is a small fish in the ocean economy. But while Alsford of Morgan Stanley is right to point to the complexity of finding firms providing oceans solutions, Watson’s company is a sign that it can be done. ▲

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**A different colour of bond**

**ACCOMPANYING THE surge in interest in green bonds, some borrowers have turned to themed “blue bonds”, focusing on financing sustainable activities related to water.** The Seychelles issued a $15m deal last year to improve the sustainability of fishing and marine tourism, for example, that was called a blue bond.

Nordic Investment Bank followed earlier this year with a Skr2bn (€221m) blue bond of its own. It has a broad environmental bond framework where water management and protection is one of six categories, and for the first and only time it decided to issue a more specific themed bond under that framework.

“We have the green bond programme but there were some investors who wanted to target something related explicitly to water,” says Jens Høllerup, head of funding and investor relations in Helsinki.

“Many of the investors were Swedish. They are facing out to the Baltic Sea and see what is happening there. The Baltic Sea is still a little bit polluted so there is a lot to be done.”

Eligible projects included wastewater treatment, prevention of water pollution and water-related climate change adaptation. One adaptation project is the redevelopment of the Slesser water locks in Stockholm, increasing drainage capacity and allowing higher floodgates.

Høllerup says that NIB does not yet have the assets to issue another blue bond, but it could issue one again at some point in the future.

“There is big competition to finance blue assets among our peers, banks or even by the capital market itself,” he says. ▲
The new normal

It has been a long time since a brand new product appeared in the loan market – apart from new ways for private equity firms to erode covenants. But in April 2017, two deals arrived in a single week that have changed the loan market. Sustainability-linked loans offer a structured way to tie pricing to ESG performance, on a whole company basis. One day, they might change the bond market too. 

Jon Hay reports

THE SYNDICATED loan market is not going through a happy period. Global volume is down 26% this year; EMEA lending has shrunk 30%. The one bright spot keeping loans bankers from gloom is green loans — or to be more precise, sustainability-linked loans.

This product, launched only in April 2017 when deals for Unibail-Rodamco and Philips came in the same week, has grown with the speed of an invasive weed.

“Sustainability-linked loans are going to be the new normal,” says Maarten Biermans, head of sustainable markets at Rabobank in Utrecht. “They will be part and parcel of every offering of any bank to any company. How quickly borrowers pick up on it will depend a bit on the sector and type of company. But I see tremendous growth there in the short run.”

Compared with use of proceeds-based green loans, sustainability-linked loans are usually easier administratively. The simplest format is to use the company’s rating from one of the environmental, social and governance (ESG) rating agencies, such as Vigeo Eiris or Sustainalytics. A base margin is agreed, based on ordinary credit considerations. This can be lowered if the borrower’s ESG rating improves to a certain level. In most deals, there is an equal and opposite interest penalty if the rating deteriorates.

Other borrowers devise their own targets, based on key performance indicators (KPIs) in their operations. In 2018, Renewi, the UK waste management group, obtained a €550m loan whose margin can fall if it raises recycling and recovery rates, avoids more carbon emissions, increases fleet efficiency, changes to low-polluting vehicles and cuts the rate of workplace accidents.

Barbara Calvi of the sustainable finance team at Morgan Stanley in London believes both green loans and sustainability-linked ones “have great potential to continue growing fast in the near future”, having surpassed $100bn of annual issuance. “We might also start seeing some incentives for green borrowing as a result of regulation under development,” she adds.

Each of the products has attractions for different borrowers. It is not the chance to save a few basis points, though — or even, as with bonds, a hunt for new investors.

“It’s the communication that is of great value,” says Biermans. “It enables companies to show their sustainability strategy, their commitments. It offers them a platform to show everybody and to further embed sustainability in their operations, by saying, although it’s not much, ‘it’s now not just words, there’s money involved’.”

Credibility is crucial

Bankers are conscious, however, that the market is vulnerable. The structure of the product, its self-regulated nature and the often merely token size of the financial incentives leave it open to the risk of being used as a figleaf: good publicity without much true environmental or social benefit.

In any commercial negotiation, there is a tension: the two sides have opposite interests and agree to meet in the middle. But in an ESG-linked loan, the banks have no direct incentive to make the performance target difficult for the borrower. They will not benefit from any improvement — the environment or society will.

The margin cut the banks suffer if the reward rate is earned is often, on investment grade loans, only 2bp. Since many loans are undrawn the banks are only getting paid perhaps a third of the margin as a commitment fee. So the lenders are not particularly afraid of this being triggered — keeping the client sweet is worth much more to them.

“This is of course where the issue of greenwashing stares you right in the face, and it’s nowhere more present than with sustainability-linked loans where you are working with KPIs,” says Biermans. He says Rabobank always tells clients there are two guiding principles when selecting KPIs: they must be achievable and meaningful. It “cannot be a very minor achievement, there has to be some work in it.”

At the moment, the banks’ own desire to husband the market is urging them to keep it honest.

“You do not want people to say ‘this is meaningless,’” says Biermans. “The accusation of greenwashing is not only bad for the client, it’s bad for us. I notice now that banks also keep each other sharp. Sometimes the fiercest discussions are among the banks. This is definitely something that needs to be worked on diligently because the threat of introducing meaningless KPIs is very much present.”

Bonds next?

Up to now, there has been nothing like sustainability-linked loans in the bond market. But a deal in June by Dürr, a German mechanical engineering company, brings that prospect much closer. The €200m deal, tied to its EcoVadis rating, was a Schuldschein — a halfway house between loans and bonds.

Like bonds, Schuldcscheine are sold to diverse investors that have no relationship with the borrower — so there was no ulterior motive for them to accept the margin ratchet. This hints strongly that bond investors might go for the same thing, if offered it.

Calvi says the idea of transferring it to the bond market has been discussed for a while. “Increasingly there seem to be good premises to consider such a move,” she says. “The green and sustainable bond market has evolved quite a lot over the past couple of years, and we see some degree of openness from investors to start considering more innovative types of issuance — provided we keep the focus on transparent processes and demonstrable impact.”

Dürr’s Schuldschein has opened up a new market

...
Transparency drive pushes SRI bond market to new frontiers

The fast-developing green, social and sustainable bond markets have moved on from obsessing about the volume of issuance and the basics of how to issue the bonds, to new challenges.

Above all, the SRI bond market is about communication — between issuers and investors, assisted by investment banks; between issuers and society at large; and, increasingly, regulators are joining the conversation.

In late June, leading issuers, investors and bankers in the market gathered in London to discuss the latest developments at a roundtable convened by GlobalCapital.

The meeting coincided with the publication by the European Commission and its Technical Expert Group of the first draft texts of the planned Taxonomy of Sustainable Economic Activities and Green Bond Standard.

Participants welcomed them both, seeing them as important steps to clarify and define what is environmentally sustainable and in line with the Paris Agreement.

However, there were also warnings about the Taxonomy, in particular that it should be flexible and inclusive enough to encourage a broad range of projects. And there were calls for the Standard to remain voluntary rather than enforced. Green finance specialists want the market to remain self-regulating.

Participants also discussed the evolution of impact reporting, in particular the desire for a common standard that is being held back by the lack of data available in the same format.

The green pricing premium was debated — with demand for sustainable debt far outweighing the supply, most believed it would continue to grow. However, participants pointed to the risk that if the premium grows too much, then this will result in issuers who should not be in the market, having been attracted for purely financial reasons.

Participants in the roundtable were:

Maarten Biermans, head of sustainable markets, Rabobank
Andrea Dore, head of funding, World Bank
Kristofer Dreiman, head of responsible investments, Länsförsäkringar Asset Management
Lars Eibeholm, vice-president, head of treasury, Nordic Investment Bank
Miguel García de Eulate, head of treasury and capital markets, Caja Rural de Navarra
Kirsten Häger, head of sustainable finance, Ministry of Finance, State of North Rhine-Westphalia
Cristina Lacaci, executive director, Morgan Stanley
Eric Ligthart, project lead green bonds, Dutch State Treasury Agency
Aldo Romani, head of sustainability funding, European Investment Bank
Christopher Wigley, formerly senior fixed income portfolio manager, Mirova
Bodo Winkler, head of funding and investor relations, Berlin Hyp
Jon Wright, sustainable finance reporting manager, HSBC
Toby Fildes, managing editor, GlobalCapital
IMPACT REPORTING

GlobalCapital: Let’s start with the question of impact reporting. How much consensus is there about the best way to go about it or is there still a lot of variety? Is this a way for issuers to differentiate themselves and are some investors unreasonable in what they demand?

Kirsten Häger, State of North Rhine-Westphalia: We would be very happy to have a common standard for impact reporting, but unfortunately that’s not possible because issuers don’t have the data available in the same format. And if we were required to report it in a certain way, then we would probably have to report about a smaller share of our assets. However, we observe what others do, and try to be as transparent as possible when it comes to our own impact reporting. And we always try to be close to the best practices in the market.

Andrea Dore, World Bank: Impact reporting is still evolving. There is a lot of variety out there — and will continue to be for some time. Some of this stems from what issuers are trying to measure and report — the types of projects they finance and what systems they have in place to track and measure results. We started the impact reporting harmonization work and continue to work on it through a Working Group led by EBRD as part of the Green Bond Principles to propose harmonized metrics. These templates are a good resource for issuers. Similar work is in the early stages on social bonds. We use the templates in our report and aim for a high level of disclosure while being as transparent as possible. Aggregation remains a challenge, both within an issuer’s portfolio and across issuers due to different methodologies and baselines. In our report we include additional indicators to include social elements of green projects we finance. We also engage regularly with investors on our green bond impact report and we find this dialogue useful to understand how investors use the report and what we might improve or change in the next report. It is important for issuers to start somewhere — report what they can — and make an effort to improve reporting towards best practice over time.

Jon Wright, HSBC: We use ICMA as a standard to look at our impact reporting, but being a big multinational bank, we can only report a limited amount of data. We have confidentiality commitments with our clients, so we can’t give out complete information, as people might work out what a precise transaction relates to.

But we also need to use information that’s in the public domain which can be validated, so when it is assured and checked, the impact information we put out there is accurate.

We quite clearly state that the value of each asset and its impact relates to the whole project, which is then publicly available. So if it was a wind farm that’s going to produce 100kW of energy to the grid, we’ll say that the 100kW is the impact, regardless of whether it’s multiple banks or investors financing it, because right now there’s no standard way of apportioning any of that impact. So it does tend to be whole project impact that we report on.

Bodo Winkler, Berlin Hyp: There are some rules about impact reporting and how it’s best done that everybody would agree on. A good impact report firstly is accurate and is easy to understand. But in the end, projects vary a lot. And access to data varies a lot among issuers.

We now have a trend of harmonisation, with, for instance, the recommendations of the Green Bond Principles Working Group, the Nordic Position Paper of the public sector issuers and the harmonised framework of the MDBs.

Although all that is in place, there are still a lot of differences to be observed. And it can happen that two issuers financing basically the same asset come up with different impacts. This is an issue that needs to be solved somehow.

GlobalCapital: Can it be solved? It sounds like an impossible conundrum.

Winkler, Berlin Hyp: It can be solved, but it means really communicating with each other and having everybody round the table with the same interest of having something that is easy to understand. And not thinking ‘I will do it my way because I always did it this way, and it’s the easiest way for me, or my advisors advise me to do it like this’.

Maarten Biermans, Rabobank: There are certain investors who have been doing this for a long time, and they have a different idea of what is easy to understand, vis-à-vis all the new investors coming in that are starting literally from scratch.

Winkler, Berlin Hyp: Even with the advanced ones, you have different opinions of whether you should, for example, provide aggregated data or line-by-line data. The thing you can do as an issuer at the moment is be as transparent as possible. This means showing all your sources and all the steps it takes you to get from the project itself to the basic impact you calculate.

Biermans, Rabobank: Plenty of investors are interested in impact reporting and are telling issuers to do it. But when you go back to the investor a year after the issuer has published the impact reporting and ask them what have they done with it, some will admit that they haven’t actually done very much. My hypothesis is that many are not doing anything with the information available.

Eric Ligthart, Dutch State Treasury: I don’t agree with that. We spoke with investors when we were preparing our green bond and the feedback we got was that they did not want anything over-complicated. It has to be easy to use, because otherwise the investor is not going to keep it just because it is a green bond. The
investor wants to aggregate different bonds together. The more complicated it gets to understand, the more difficult it becomes for the investor to aggregate these figures to make something worthwhile for the end customer he is reporting to.

So the challenge is trying to find something meaningful but also that’s quite easy to understand and aggregate. It’s still trial and error.

**Question:** But does it sound like it’s a compromise?

**Kristofer Dreiman, Länsförsäkringar Asset Management:** In our green bond portfolio, and they all report in different ways. Our stakeholders have historically been interested in the financial volumes we have invested, but now they want to get on to the next phase, which is specific environmental impact studies such as CO₂ emissions saved or renewable energy produced. That might just be one or two of these KPIs and that’s enough to start with.

**Aldo Romani, European Investment Bank:** I fully agree. If it wasn’t for the intrinsic motivation of the issuers, impact reporting wouldn’t be nearly so advanced as it is. Yes, it’s the market leaders that are really the right projects.

**Biermans, Rabobank:** I agree, but it does sound like it’s a compromise.

**Kristofer Dreiman, Länsförsäkringar Asset Management:** If it wasn’t for the intrinsic motivation of the issuers, impact reporting would not be nearly so advanced as it is. But do you think impact reporting is more of a marketing gimmick, that’s another very difficult area to do impact reporting.

**Lars Eibeholm, Nordic Investment Bank:** Yes, impact reporting is a communication tool. Asset managers are interested in that. When they have a monthly fact sheet on their funds, they do like to include impact data on there and clients want to see that.

**GlobalCapital: But it does sound like it’s a compromise?**

**Kristofer Dreiman, Länsförsäkringar Asset Management:** It is then the desire for excellence by each issuer that pushes each of them forward to anticipate others. Peer pressure is generated, and then best practice spreads around the market.

For market leaders, the frontier thus becomes external verification of impact reporting.

**Moving Frontiers**

**Biermans, Rabobank:** Aldo, if issuers are only reporting on the positive things they are doing, and ignore all the possible negative stuff they’re investing in, isn’t that a bit disingenuous?

**Romani, EIB:** This is a very good point. There is clearly a moving frontier between what you can report on according to criteria that the market considers relevant (the portion of your balance sheet receiving allocations from green bonds), and all the other activities, which are not covered by green bond issuance and related impact reporting.

Eventually, the relationship between these two portions of the balance sheet (‘green bond ratio’) is going to become in itself an indicator of how the economy is evolving in the eyes of the markets, incentivising issuers with a transformational strategy to make results visible to investors by growing this ratio.

**Chris Wigley:** Yes, impact reporting is a communication tool. Asset managers are interested in that. When they have a monthly fact sheet on their funds, they do like to include impact data on there and clients want to see that.

**Lars Eibeholm, Nordic Investment Bank:** Yes, in the Green Bond Principles Handbook on a Harmonised Framework for Impact Reporting, which we published in mid-June, there are 16 core principles and recommendations for reporting that issuers should try to adhere to. They are very good in relation to being transparent, maintaining integrity and, of course, trying to use the template and matrix suggested.
Cristina Lacaci, Morgan Stanley: I believe that the European Commission’s TEG work- with granulosity. Impact reporting gets truly done, for example, in Sweden and Norway — the tough when it has to be applied to many thousands of impact would probably be lower. These things make it difficult because you need to identify your baseline, and be transparent on how you have calculated it. At NIB we report both on our portfolio but also at transaction level. If you reference your baseline, investors can actually say: “They used this baseline but I would like to use another baseline and calculate my own impact.”

Miguel Garcia de Eulate, Caja Rural de Navarra: For me, impact reporting is something we are learning from investors. As a regional bank, we interact with them, rub shoulders in meetings and have learned a lot. Behind this is a legitimate social demand, because at the end of the day whose money are we talking about? Other people’s money. They have the right to ask those in the finance community — i.e. public and private banks — to find out where we channel this money, and decide whether they agree or disagree with it. This is a trend that is not going to go away. We have to develop new metrics and adapt to different uses of proceeds. As a regional retail bank we face different challenges regarding impact reporting, for example, granularity. Impact reporting gets truly tough when it has to be applied to many thousands of small loans. But it has to be and will be developed, and I believe that the European Commission’s TEG work-stream is the beginning of the push for more harmoni- sation. In terms of allocation reports, we believe that the Sustainable Development Goals, together with the Green Bond Principles, have been very helpful in allowing asset managers to explain (also with graphic symbols) what is the breakdown of the main drivers behind their positions.

Cristina Lacaci, Morgan Stanley: When it comes to impact reporting, it’s very important to make sure you balance two things. First, you need to provide a comparable figure that can be aggregated by investors in their reports. But then, especially when it comes to social bonds and social projects, you need to give more context. Some of the reports, for example, only include the number of people that live in a specific house. That’s not enough to really measure whether that project is impactful or not. Impact will depend on the region, the country, the objectives or the average income of a target group. When it comes to green bonds, I think we can all agree what the metrics are. We probably need to do more on certain projects like water efficiency, but it’s quantifiable. But when it comes to social, we all have very different views around impact. We need to do more work to make sure we standardise this in a way that is helpful for investors.

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already be ‘A’ or ‘B’ because of the building codes. So there is sometimes much more positive impact to get by improving existing assets or activities than by financing those which are already on the top from a social or environmental point of view.

**ESSENTIAL ESG SKILLS**

*GlobalCapital:* Do treasurers and investor relations specialists need to be skilled in ESG areas now — even if they work for an issuer that is not a natural green bond issuer?

*Andrea Dore, World Bank:* Yes, as an issuer, you need to be much more aware of what your institution or company is doing, what ESG policies are in place and how you are measuring and reporting on what you do and how, because investors are asking these questions.

*Ligthart, Dutch State Treasury:* Yes, you can’t go and see investors without at least having a view on your green or social status and your ESG status. Of course you need to know what your strong sides and weaker sides are when meeting investors.

It’s important to distinguish between the green and social projects and an ESG rating, although they are interlinked. ESG is more a risk profile of your organisation. The risks go company-wide.

And then you have your green projects, which are about making deep dives into specific green or social areas of activity. You need to be able to manage both. Of course, if you are an issuer of green bonds, you will typically have a framework that covers the green part. But clearly you need to know what your ESG profile is.

*GlobalCapital:* NIB has made some changes to the structure of its teams with this in mind, hasn’t it?

*Ligthart, Dutch State Treasury:* All our projects are assessed against what we call a mandate. We have a mandate for improving the environment and we also do sustainability reviews.

We moved the mandate assessments and sustainability reviews so they are now under my responsibility as treasurer. The reason is that the real progress in the EU Sustainable Finance Action Plan and regulation are really coming from the capital markets side.

A lot of things have happened also on the loan side, with sustainability loans and Green Loan Principles, so it’s picking up. But we want to make sure NIB is at the forefront.

*GlobalCapital:* Eric, if you want nowadays to apply for a job to work in a national debt management office do you have to have ESG credentials?

*Lighthart, Dutch State Treasury:* When we did the green bond roadshow we of course saw all the ESG teams and green specialists at the investors. But at the same time we became more and more aware that this was not only going to be something that happened just on the green bond roadshow. In the future, when we’re doing a roadshow for a 10 year plain vanilla Dutch bond, we will have questions about how we are on track with our ESG performance. It’s no longer something only for the specific green product. We’ll have to do it with all our dealings with investors.

*Winkler, Berlin Hyp:* Seventeen percent of our loan book is for green buildings and that’s going to be 20% by 2020. Thereafter we’ll potentially have a new target. Already now, 15% of our bonds are green bonds, so if we at Berlin Hyp’s treasury hadn’t a clue about what we were doing in the bank, it would be a huge problem interacting with investors!

What this whole green finance franchise has done to the bank is foster more interaction along the value chain: origination, evaluation and appraising, credit, sustainability management and also, of course, refinancing and funding.

The view of all these different parts becomes more and more holistic. That benefits the funding official or investor relations guy, who goes and meets investors and can talk fluently and really in depth about it.

As Berlin Hyp has engaged heavily in green finance and issued a lot of green bonds, compared to the size of the bank, it has become perceived by many market participants as a green issuer.

Even if I meet a conventional investor who does not care too much about green bonds, sooner or later will come the question about our green bonds and how green finance is done at the bank. So you have little choice but to be educated in green finance, to be able to answer the inevitable questions.

*Garcia de Eulate, Caja Rural de Navarra:* We have the same with non-financial reporting. Most retail banks in Europe are financing a huge part of the real economy, so they are obliged to report and give more information on non-financial factors — regardless of whether...
they are a green or social bond issuer or not. That obligation, or pressure, is coming from the private sector.

Wigley: It’s understood by asset managers that if they do not have any ESG capability, they will not win a mandate from a public pension fund. So having some ESG capability is now crucial.

But asset managers are at different stages. Some don’t have any ESG analysts, others may have just two and are only able to advise mainstream asset managers what the ESG implications might be.

If an asset manager wants to run a sustainable equity fund, they might need to have at least four ESG analysts. If they want to add on top of that an ESG fixed income fund, they’ll probably have to have a much larger team, divided on a sector basis. You can have your specialists for SSAs, for telecoms, banks and utilities. So the more involved an asset manager is, the more important it is to have the resources.

Asset managers will be challenged on very technical ESG issues by asset owners. So it’s very important to have the expertise now.

Aldo Romani, European Investment Bank

Lacaci, Morgan Stanley: If you don’t have the expertise and you rely on ESG agencies for the information, do you get a lot of questions from asset owners on how you use them?

Wigley: The quick answer to that is yes. For an asset owner, it’s not enough just to be a signatory of the Principles for Responsible Investment. You’ve really got to understand the ESG data.

Most asset managers will have an ESG information provider, but the asset owner will want to know how that’s interpreted and they don’t want an asset manager to just blindly follow it. They want them to think about it, and the asset manager then needs to differentiate itself from the competition. So they need to have something that’s a special interpretation and to be able to try and add value in addition to that.

Romani, EIB: This highlights the relevance of impact reporting. The most ambitious impact reporting analysts today are at the funds. They come and spend days in various parts of your institution, just to test that what you say is reality.

This shows how increasingly the holistic approach of ESG analysis and the more focused approach of green bond issuance are converging and generating synergies. Because if you have an ESG strategy you can put it in front of investors by issuing green bonds that shed light on the material result of those strategies.

At the same time, if you want to be seen as issuing green bonds as a strategic instrument, rather than only a marketing instrument, this depends on your capacity to put the green bonds in the context of a strategy of transformation to the new world of sustainability. So the development of these various aspects is becoming intertwined. This is a very important advance, compared with the discussions we were having only a couple of years ago, when people thought in a really disjointed way about these two instruments.

Dreiman, Länsförsäkringar: There’s a great variety of ESG capabilities still in the asset management community.

We work with a lot of external managers — Scandinavian, European and North American — and rate them all on their firm-wide approach to responsible investment, on engagement and also ESG integration. On ESG integration, some still only rely on third party providers. They don’t have an in-house view at all, which is not preferred in our assessment.

Wigley: Just to clarify, I was really focusing on fixed income. When it comes to equities, yes, a lot of houses outsource their voting capability. It’s a huge job.

Biermans, Rabobank: I’ve found that some asset managers, particularly in the US, that are too small to service European clients are still under the assumption that ESG stands for “Energy Savings Good”.

Wigley: I’ve had meetings with large mainstream asset managers in the US who have said: “We do not have an ESG capability but we think we should.” There’s a fear of missing the boat here. In the US, from the west coast to the east, there is a strong interest in ESG and it’s growing.

ESG SCORINGS AND RATINGS

Romani, EIB: There is a complication that has hampered investors’ integration of ESG considerations: often these analyses are not comparable at all. It makes it very difficult that different ESG rating providers show very different results.

But we need at least the core aspects of ESG analysis to have a high degree of comparability.

Some of these core aspects are increasingly going to be the focus of green bond issuance and the Taxonomy.

The Taxonomy is intended to clarify what are the core contributions an economic activity makes to a certain environmental objective. This is also going to propel ESG analysis forward. Once different ESG rating providers start performing the core of their analysis according to criteria that are shared, it will make their analyses comparable.

Then ESG rating analyses will become more credible, and ESG providers can also add extra criteria, on top of the core ones, for example covering social and governance aspects, and they will become even more effective in that field. So the competition between different ESG companies could start to become productive, because they would start to provide investors with the same kind of core information on fundamentals, plus a series of tailor made criteria.

This could permit investors to clarify their preferences in a more solid, still nuanced way.

Garcia de Eulate, Caja Rural de Navarra: Don’t you think we are witnessing a kind of hybridisation...
between the traditional rating providers and ESG providers?

When we conduct meetings with investors, typically we go and see asset managers. You tend to see two guys, one from the traditional asset management side and a new one from the ESG side.

At some point in the meeting you feel they are asking very different questions, almost as if they were from different institutions. But at another point they come together, which is precisely the point where ESG can affect the credit profile of the issuer.

We know that Standard & Poor’s has developed a framework, Moody’s has worked on this and has even acquired a stake in an ESG agency, Fitch is doing ESG relevance assessment industry by industry. So it will be very interesting to see how these two lines merge, and whether we see a linkage between traditional credit assessment and ESG matters.

Lacaci, Morgan Stanley: We’ve done quite a lot of work comparing ESG providers’ methodologies and we don’t think their approaches are very different. That said, there are a lot of inconsistencies in their reports, and most issuers have only started looking at ESG ratings in the last 12 months.

One of the main providers told us that, a year ago, only 30% of issuers were replying to their emails, providing them with information and reviewing the data. This has changed over the last year and we receive a lot of questions from issuers on how they should interact with ESG rating providers.

It’s very different from the process with a traditional rating agency, where an issuer speaks to them every year and some even speak to them every quarter, and provide them with information directly. That’s the gap we’re missing.

Biermans, Rabobank: I had an issuer who had never actually met their dedicated Sustainalytics person.

They’d never connected because the Sustainalytics person always sent an email to info@company.com and it got lost. So I had the pleasure of introducing them to each other.

Lacaci, Morgan Stanley: Agree. Sometimes issuers haven’t even seen their own external ESG report. But this is improving, because it’s becoming very relevant for investors and issuers to focus on ESG ratings. It’s quite a recent development.

Eibeholm, NIB: It’s worth pointing out that there is a difference between their business models. Typically the ESG rating providers are investor-driven, whereas the conventional credit rating agencies have been more issuer-driven, where issuers have paid for their services.

Many of the ESG agencies have maybe been struggling with their business models.

But now with Moody’s and S&P and others coming in, they will be switching towards the same model. And then ESG will be more integrated into risk analysis, which is where it should sit in my view, because it is a risk assessment and not an impact.

Remember, that’s the difference. ESG is risk, green or social is impact.

Lacaci, Morgan Stanley: That’s a very important point, because a lot of times the ESG providers are too focused on disclosure, versus really understanding how the company or issuer is managing ESG risk, which would be like any other type of risk.

Eibeholm, NIB: Just coming back to you, Chris, you need to know what kind of ESG score you’re dealing with, because in my view it’s completely different, depending on which sector you are in.

In one sector the E can be much bigger, and therefore you need to assess it very carefully. If you only have one rating, how big is the E? How big is the S? How big is the G?

S&P’s ESG model right now is one third, one third, one third, and it goes universally over all sectors.

That is problematic, in my view. I think the G is most important. It could be up to 50% of the overall score.

Investors and others need to know what they’re dealing with, because if they’re just taking a raw score into their considerations they might not know what they’re dealing with.

Romani, EIB: This phenomenon of the improving quality of ESG analysis is also due to the fact that, within an organisation, if you start issuing green bonds you automatically take ESG analysis more seriously.

The other aspect is that we are moving away from a market in which the principle of authority dominated. The market used to need to have somebody to say: “OK, this is good. The issuer is good.” Now we are coming into a system where official authorities increasingly take responsibility for providing a framework, a yardstick against which the quality of an issuer or a product can be measured and explained.

ESG companies are starting to understand that it is important to have more scrutiny and clarity as to the criteria they follow, so that they can serve the market better and be taken more seriously. The cross-fertilisation between financial rating agencies and ESG rating agencies is an expression of this trend, with positive spillover in both directions.

Jon Wright, HSBC

Wright, HSBC: At HSBC we engage quite a lot with the rating agencies and we of course have our own ESG annual report. But beyond that, when we set our new strategic priorities last June, one of them was to improve our Sustainalytics rating from Average to Outperformer by 2020. This highlights the importance of ESG to the organisation.

We do find there are some challenges, such as consistency... The team I work in completes investor relations from an ESG perspective, including the rating agencies and we also co-ordinate the ESG report internally and the governance process.

Romani, EIB: There is also a kind of knock-on effect with the intermediaries. I was asked last week, for example, by a German bank in Frankfurt what I would
advise banks to change. I said my personal view was to stop playing with words.

There is already increasing attention to substance, rather than appearance, which is changing the role banks play in their advice to potential issuers and providing them with new business opportunities. But also some issuers have now started to reconsider their strategies.

Maarten Biermans, Rabobank

Biermans, Rabobank: I’m very keen to learn from issuers, and of course everybody, what are their experiences around green or sustainability influencing the allocation of capital.

Winkler, BerlinHyp: I mentioned earlier that Berlin Hyp has the strategic objective to have 20% of all its loan book green by 2020. And that there will probably be another even more ambitious goal after that.

To do so, there are several instruments. I have already mentioned incentivisation. The next thing is linking bonuses to achieving the goal. It’s about incentivising business and staff.

Garcia de Eulate, Caja Rural de Navarra: As an issuer of bonds, I am a liability guy and with that job title I’m not that important. At my bank, those who are on the asset side, where the money is being channelled, are much more important.

For us, it has been an important journey. We began with the sustainable bond, but now it’s more about ESG, it’s about sustainability conviction. Before the financial crisis nobody cared what you did with the money. Not just bondholders but also depositors or in our case members, as we are a co-operative bank. But now our people in our region ask us much more about what we do and how we do it.

So it’s not just a matter of marketing, it’s a matter of life as a company. Because we need to be, I wouldn’t say loved, but at least liked, by our clients and our stakeholders. If we are not, we are dead.

Häger, NRW: We refinance projects of the previous year out of our state budget with the sustainability bonds. So we cannot claim that these projects wouldn’t have taken place without the financing of the bond. But what we can say is that we created attention for these projects and that might protect them in the future, because we will have the debt brake in place from 2020.

Although we already have a balanced budget right now, there might be less scope of action when the balanced budget becomes mandatory by then. Thus, the decision has to be taken which projects will continue and which ones will not. We think we can protect these projects by creating attention for them. And we are generating attention in general for sustainability.

I feel that the general public is now more and more concerned about sustainability. For example, the State of North Rhine-Westphalia has decided to invest sustainably in its state’s pension fund. The city of Münster, which is located in NRW, has also decided to invest sustainably, as well as the University of Münster. In the latter case it was introduced after students discussed this issue and employees of the university and others wrote an open letter to the university asking to divest from fossils and to establish sustainable investment guidelines. So it’s obvious that the general public is getting more and more into the topic.

Ligthart, Dutch State Treasury: From a sovereign issuer’s perspective things work a bit the other way around. We tend, as a government, to think very much about what the financial sector should do and how transparent it should be, and so we already have a very green mindset.

But we thought: if we’re asking everybody to do such and such, maybe we should also set an example. So we are using the green bond as a policy instrument. It’s not only through words that you’re trying to get a policy developed. You’re also contributing by issuing green bonds. This was an important reason to issue the green bond, demonstrating that we put our money where our mouth is.

THE GREENIUM

Eibeholm, NIB: In relation to transfer pricing, we are risk-based, and we haven’t actually been able to quantify the risk, and hence put a lower capital charge on green projects. However, we do have an environmental mandate rating and we do have a probability of default. For various reasons including lack of historical data, we haven’t been able to combine those, but this is what we’re working on.

If you can do that, you can lower the capital charge as the risks are deemed lower and then money will flow easily in the environmentally friendly direction.

However, we do have an internal transfer pricing, because we have observed that our green bonds actually sell better than our conventional ones. And we do transfer that premium.

It’s not that we have lowered our return on capital target — we have the same return on capital target on the green loans as the conventional ones — but it allows the originators to transfer that premium to the project, to the benefit of the client.

Biermans, Rabobank: But do you see a difference in the cost of capital in the future?

Eibeholm, NIB: Yes. And it’s much clearer in a mortgage portfolio as an example. There it’s basically ring-fenced, because if you have a pool of buildings with energy classes e.g. ‘A’ and ‘B’, it’s much better than a class of ‘D’E’ or ‘F’. I would rather buy that because I believe it’s a lower risk, and that will also come through data-wise, price-wise — the ‘AB’ buildings will have much higher tenancy rates etc.

Now, in relation to corporates it’s a bit more difficult, because you need to reach a stage where you can say: “how much of the assets or activities are green and...”
can be perceived as lower risks?” But we’re not there yet, we still lack data.

**GlobalCapital:** It now seems quite well accepted that there is a green pricing premium. Some of the biggest issuers know that their green bond curves trade slightly inside their ordinary curves. Should we expect this to grow or shrink, or is it about right at the moment? Is this topic now less controversial? Or are some investors still uncomfortable with there being a premium? And does this now form part of the attraction of the product to potential issuers, or at least allay their fears about taking on extra cost?

**Biermans, Rabobank:** Any issuer is going to do this, because the main reason is they want a tight trade. I think there should be more than just the price indication, but it helps; it definitely helps.

**Garcia de Eulale, Caja Rural de Navarra:** It certainly helps. Although from our perspective, it’s difficult to say that there is a green premium for sure. Probably more frequent issuers who have a significant amount of data regarding different bonds, can show that there is. However, to prove it, you would need to assess the counterfactual by having two bonds issued on the same day, in the same conditions, one green and one not green, to see exactly what the difference was.

**Häger, NRW:** We see our sustainability bond as a part of our regular curve since the credit risk is the same as for our regular bonds. However, our order books for sustainability bonds are so oversubscribed that we don’t pay a new issuance premium since they price 1bp-2bp tighter. This financial advantage outweighs our additional costs through the SPO and impact reporting which you also have to keep in mind. Another advantage for us is that we attract different investors which would not buy our regular bonds. That means that our sustainability bonds allow us to diversify our investor base.

**Dore, World Bank:** An issuer shouldn’t embark on the project of issuing green bonds if they are doing so hoping for cheaper funding. We’ve seen various types of analysis but in each case, there isn’t an “apples to apples” comparison. The size of bonds that are being compared to other bonds on “the curve” are generally much smaller, or currencies, maturities and time of issuance are different, so noting that there is a difference is not adequate and will require more data analysis over time. Issuers have the opportunity with green or other labeled bonds to engage with investors around their ESG risks and policies, purpose and impact and be more transparent in their reporting.

**Lacaci, Morgan Stanley:** We had one example of a company that issued two tranches, one sustainable and one not sustainable, on the same day. The maturities were different but the longer-dated, sustainable one came with a tighter new issue premium, so we actually had evidence.

We have tried to quantify the ‘greenium’ and it’s, on average, a couple of basis points, but it’s not in every single transaction or for every issuer. If you don’t have similar transactions on the same day, it is difficult to quantify.

What you do see is a demand/supply imbalance, which means you tend to get higher oversubscription levels for green or sustainable bonds. Therefore, you’re able to probably tighten by a few basis points more. Is this going to be larger in the future, considering that the credit risk is the same, if we don’t ringfence the assets? I think it will be around this level.

**Wigley:** I have to fight the corner for investors here. We’ve got to be clear what we’re talking about. We have to be quite specific, whether we’re talking about secondary markets or primary markets.

In the secondary markets, it’s probably true there are some issues that might trade 1bp or 2bp more expensively. There are certainly some issuers that trade 1bp or 2bp more cheaply as well. A good portfolio manager will be selling the expensive ones and buying those that have relative value. That’s the secondary market.

In the primary market, what we’re really talking about is the new issue premium. Investors have a range of views. Some would say: “Providing there’s a significant additional yield compared to the secondary market, I’ll be happy to invest.”

Other investors, like pension funds, will drive it home to asset managers just how much money 1bp means to them. So they will be very, very particular about pricing. And if anyone says that green bonds trade more expensively than conventional bonds, it makes it a very difficult job to bring pension funds into the market.

**Winkler, Berlin Hyp:** For whom is this really important? For as long as we have been active in the green bond market there has always been a discussion about whether you can fund yourself 1bp or 2bp more cheaply or not. I can understand, as Lars said, that this can lead automatically to transfer risk pricing for certain products and projects.

In our case, the level of the overall funding provides a basis for the lending rates of the bank. And then our corporate strategy is to do more green finance than conventional business. So we have said: “OK, let’s grant a discount for green loans.”

That means I do not need any transfer pricing from the bond. Because in the end, they price where the offer and the demand meet. And it’s quite logical if I have additional investors on board in a green bond, in comparison to a conventional one, and it leads to a bigger order book, that I might have the possibility to tighten the pricing.

But at the moment, for us, I do not find it material.

**Eibeholm, NIB:** I’m a big fan of risk and returns going hand in hand. Yes, there is a clear momentum now, in
the sense that there are more investors than supply. To a certain extent, this drives the price differential.

There is a risk if that grows too much. Then you will get participants in the market who shouldn't be there, because they'll have a financial interest in participating.

What gives me comfort today is that there is not a lot of financial incentive. So if you're engaging in green or social bonds, it must be because you have good intentions and you really want to demonstrate the effects of the impact.

Now, if your green investments reach a certain stage that they actually change your business model, they change your risk profile, then different pricing is justified. That gives the link back to the issuer's ESG rating — by doing these deep dive investments into the green projects you can actually change the risk profile.

Lacaci, Morgan Stanley: Then your whole curve tightens, not only your green bonds.

Eibeholm, NIB: Yes.

Lacaci, Morgan Stanley: That's the key question — whether at some point issuers can benefit from having a more sustainable business model. And then it's not only about the difference between green and vanilla, but about the difference between you and your peers.

Winkler, Berlin Hyp: In five or 10 years’ time, those who are not able to issue a green bond or don’t have the eligible assets will have to justify it somehow, and might have difficulties finding investors at all.

GlobalCapital: Like an energy company?

Winkler, Berlin Hyp: Yes, or maybe a bank that is simply not interested in financing energy-efficient buildings, but rather the old stuff. It might really struggle to attract investors.

But coming back to the green premium, the point I wanted to make was that, at the moment, it’s not in itself leading to a situation where a potential green bond issuer decides “Yes, I want to enter into that market” or “No, I won’t.”

Dreiman, Lånsförsäkringar: We have an annual objective in 2019 to have 4.5% of our total AUM in green bonds. That doesn't mean we buy any green bond in the primary market, because sometimes you have a greenium that is quite significant compared to the issuer's normal curve. So we're still selective.

But having a close dialogue with the issuers you prefer is also helpful, in relation to the pricing discussion, because with green bonds, you also receive a type of impact reporting. And that's something worth adding to the pricing discussion.

Romani, EIB: Investors know there is a market mechanism in place that secures the best possible price. And if this price is better for the issuer than the conventional curve, it is justified, because there are more investors paying attention to positive impact.

There is another question you put that I found interesting. A number of banks increasingly are categorising investors into green and non-green, adding green-related criteria to their allocation policies as lead managers.

One example is DZ Bank, which is developing a system that permits automated allocations based on a captive database and ESG criteria selected by the issuer from a menu.

This for us was not relevant in the past because we always said: “The more demand you have, the more you can issue. The more you issue, the more transparency you create, and from that point of view it is a positive contribution.”

Now that demand is accelerating and the gap over supply is growing, we are also becoming more attentive to what we consider key, which is developing an investor community that is more consciously looking at these aspects, the green demand. There are dedicated funds, for example, that look at green bonds, not just as a financial instrument, but paying detailed attention to the additional green connotations.

One very important issue: you may think that a couple of basis points is not relevant, but it is a signal that things are changing.

So if you move fast, and you are a better swimmer than the others, this will be recognised, and this will give you some sort of advantage or competitive edge, that will become even more amplified, because the awareness in the public and private spheres is growing.

THE HAND OF THE STATE

GlobalCapital: To your point about the market making things happen in a good way, governments can also make things happen by legislating in favour of green finance. Are we in favour of, for example, risk weights being tilted in favour of green assets?

Wigley: It is very important to have a level playing field. As soon as certain institutions have an incentive to buy a certain asset that other institutions don’t have an incentive for, then you don’t have a level playing field and it prices certain entities out.

So if you have lower risk weights for banks, what do the pension funds and insurance companies or charities do? My sense is that incentives should not be for investors. The incentives should be for issuers to become more green.
comes to offering investors chunks of the new issue, we only want the green ones and they will get the best treatment.*

Now when it comes to the risk, green supporting factors in risk weightings are like the green elephant in the room. What is going to happen? A solar park is not inherently less risky than a cookie factory, but because of the EU we are on the verge of treating it like that. When we have a green supporting factor, there’s going to be a completely different game.

So I would love to hear from people who know about green supporting factors.

Romani, EIB: Any kind of supporting policy for green finance needs to be based on two preconditions. One is credibility. The second is reliable collection of comparable data.

This is the reason why we have engaged with a number of peer institutions from an early stage of the market, first trying to develop a platform for harmonised impact reporting rules, and then engaging very heavily in the classification debate.

How these supporting measures should be implemented is a question that should be left to official authorities that we have absolutely no control of.

What we have responsibility for is securing as much as possible a path towards the development of these preconditions. If you have any kind of discussion with regard to climate-related financial reporting, be it on the risk or the impact side, it’s up in the air until you can classify your activities in a coherent and consistent manner and start collecting information that provides evidence of different impacts and risks.

Eibeholm, NIB: For now, where we are today, with more demand than supply, I don’t think we need incentives in the bond market. But we need incentives in the real economy to make sure we get more assets, more green investments, so that we can balance supply and demand.

We need to take away brown subsidies and governments and others need to think about how they spend their money and allocate their budgets towards the real economy.

Now, in relation to what the market should do, I think it is important to bear in mind that the Task Force on Climate-related Financial Disclosures is thinking heavily about transition risk. That means a fast and disorderly transition to the low carbon economy.

As I see it, that is when the market suddenly realises a group of assets is not sustainable. The idea is that the market, through further climate related disclosure, should start pricing that already.

And if that happens in a fast, disorderly way, it could create some issues for financial stability, which is what the TCFD is highlighting.

Garcia de Eulate, Caja Rural de Navarra: On the subject of incentives, we have the precedent of the SME sector. There has been a study on the relationship between SMES and lower risk. I don’t see it that clearly but it has already been implemented into the Capital Requirements Regulation.

But my main point is that I’m quite sceptical about the effects that a reduction in capital requirements would have for a greener, more social economy. I go back to my original point — we are not the asset owners. We are either asset managers or banks, and we might have a fiduciary duty. But the asset owners at the end of the day are families, SMES and corporates. And, for me, there is a clear political game here. If you want to reduce the impact of buildings in Europe, which account for 40% of CO2 emissions, you have a powerful tool. It’s called a carbon tax. If you act with buildings as you act with cars, you probably will get decisions by asset owners that will change dramatically.

But then you get politically hot questions about how the population is going to react to these kinds of taxes — we’ve seen the gilets jaunes in France, for example.

So we can be helpful as a financial sector, but we should not be too boastful about our potential to change the real economy, because the decisions are not taken by us. It’s society and the political body of citizens that have to take the decisions.

**EU SUSTAINABLE ACTION PLAN**

GlobalCapital: Aldo, tell us about the latest developments with the European Union’s Sustainable Finance Action Plan.

Romani, EIB: There is an ongoing thread throughout our discussion today — transparency.

The first priority of the EU Action Plan is to find a shared way to address sustainability in the economy. But how do you want to add to something if you do not know what you have to add to? The Plan, and especially the Taxonomy, will push forward disclosure of the impacts of economic activities, but also disclosure by government of clear policy signals.

The European Commission has delivered something that nobody else could deliver in a market-based economy like ours — a broad, consensus-based process that should lead to the definition of a shared way to go forward. It is establishing a classification framework that everybody can use to become active and improve things within their own organisations.

At the same time, it is empowering the market with the capacity to monitor how things change over time via credible and reliable financial instruments, green
bonds in the very first place.

Finally, it is creating the level playing field that is required for fair competition, it is helping the market to work better.

On this basis, I absolutely agree with Bodo and Lars that a different risk weight factor would not suit green bonds, whose risk is the risk of the investor as a whole. Still, green bonds are developing into trustworthy instruments of clarity and accountability, so there is an incentive to support them in other manners to facilitate impact measurement and reporting.

Garcia de Eulate, Caja Rural de Navarra: I am totally in favour of this ‘push’ from the capital markets to the real economy. But I am asking also for a ‘pull’ from the real economy to the financial sector. I think the real economy will help if it makes a clear drive towards more sustainable investments. But the asset owner in the real economy has to have an incentive to do that. The incentives should not be only given to the financial sector — both sides can share this incentive.

But when we come to the point when decisions have to be taken, I understand that some of them politically are not that easy.

Romani, EIB: Absolutely, but at the same time public awareness is growing. The consensus-driven approach of the EU Action Plan will clarify to society, with credibility, what is actually to be striven for. And this will enhance the support of society, especially if you take a broad definition of sustainability.

In this framework, you have two main forms of sustainability that policy, finance, real economy and civil society can consider. One is public debt — the intergenerational distribution of wealth. The other is environment — the intergenerational distribution of natural resources.

Unlike with public debt, where you can have different ideological opinions, I think everybody recognises increasingly that the environment and other social issues that are officially considered part of sustainability are shared by everybody in society.

So the fact that there is a new Commission in place will not change the direction taken by the previous one.

GlobalCapital: What should we be expecting from the Action Plan?

Romani, EIB: A better working market — this is crucial.

GlobalCapital: But does anyone worry that the Taxonomy that is a key part of the Plan is too strict?

Wigley: There are two aspects to this. One is that we needed a Taxonomy. As soon as the French Republic issued a huge green bond, followed by Belgium, Ireland and the Netherlands, central banks and sovereign wealth funds began to buy green bonds in size. It’s so important that we have a Taxonomy, to ensure there are minimum standards in the market. So this is a step forward.

But we do have to be careful how we do it. We’ve always been walking a tightrope in the green bond market. There has to be enough flexibility in it for innovation. It’s just a matter of applying common sense.

Eibeholm, NIB: I hope this will open up the green bond market to new types of issuers, including those transitioning towards green.

Wigley: This raises an interesting question: what happens for a non-EU borrower, such as a US company? If they want to issue a green bond, will they ask if they have to follow the Taxonomy. Or if they want to issue in euros, do they have to follow the Taxonomy?

Cristina Lacaci, Morgan Stanley

Lacaci, Morgan Stanley: Would you prefer if issuers followed the Taxonomy?

Wigley: I’m a big believer in setting a good example. Over the history of the green bond market, the likes of the EIB and NIB and the World Bank have all set very good examples as to what to do. Others have followed these examples, and as a result, the green bond market has thrived. So if the EU Taxonomy is well thought through and well considered, then why not? But it shouldn’t be too restrictive.

Lacaci, Morgan Stanley: The Taxonomy is going to start by defining green projects. So if you issue a sustainable bond, you could have a mix of green projects that follow the Taxonomy and social ones that don’t.

Wigley: The Taxonomy will cover social matters as well, but later.

Lacaci, Morgan Stanley: In a few years’ time, if I understand it correctly. How should we structure bonds in the interim?

Romani, EIB: We had this discussion in the sub-group of the Commission’s Technical Expert Group, which deals with the Green Bond Standard. First of all, it needs to be clear that you only have to abide by rules if you want to be labelled as compliant with the EU Green Bond Standard. Secondly, for areas of sustainability where the Taxonomy is not developed yet, the issuer is still king.

The only important thing is that the issuer should describe what it intends to do using the language, the logical structure of the Taxonomy.

The idea is that you should not have regulation alone, but also a dialogue between markets and public authorities that develops in the course of time and permits the market to voice its own criteria and considerations for discussion.

So social issues are going to be addressed through the same kind of consensus-driven approach that we
have already seen for climate issues, with markets contributing substantial elements for reflection. When a Taxonomy is put in place for them, it will not be that anything done before that is not in line with the Taxonomy is taken away — absolutely not, there will be a grandfathering.

There is a long way to go. The future will involve the industry of external reviewers and verifiers developing and providing knowledge, which is not yet available in an uncontroversial form. But it is a very dynamic process that is full of opportunities for those engaging.

One last thing I would like to highlight: Maarten and I have pleaded in favour of the Green Bond Principles having a role going forward, in facilitating the comparison between different issuers. This is important, because the priorities in different parts of the market are different. What you need is to provide the market with the ability to compare products, so it can decide in an informed manner. And this is what is being delivered, I think.

**Andrea Dore, World Bank:** This is certainly a concern. We would like to see a taxonomy that is flexible and inclusive enough for the range of eligible projects currently being funded by green bonds, including in emerging markets since these are part of the solution.

We would like to see the standard remain voluntary rather than enforced though legislation or regulation. If the green bond market had started with strict rules and regulations it would not have been able to develop to where it is today. So, it’s important that the standards remain voluntary, as opposed to a strict regulatory process. In my view that would hinder progress as opposed to helping it. Flexibility, inclusiveness and recognizing the differences between certain markets and countries are important.

Therefore, market transparency and the self-regulatory nature of the market should remain key.

**Romani, EIB:** This is exactly the view that we have been contributing to the Commission’s High Level Expert Group. Also, for example, ICMA’s Green Bond Principles are present in the discussion. The banks are present, the issuers are present, the investors are present. They are all very much part of this process.

The idea has been, from the very beginning, to try to find a common approach to classification, for example one that can be shared with China, so that accountable cooperation across jurisdictions and cross-border capital flows can develop.

So the idea, which is by the way a G20 idea, that you do not need a one size fits all approach at once, but rather agreed internationally comparable indicators as an intermediate step is definitely in the DNA of the ongoing process managed by the Commission. It is also embedded in the architecture of the Taxonomy, which is standard-neutral in its architecture and precedes the definition of standard-specific significance thresholds.

The real condition for effectiveness is that market participants should be willing to clarify their preferences using a common language, so that different views can be compared.

The market will then be free to make decisions that will take things forward in a market-driven way.

**GlobalCapital:** As we have a sovereign issuer here, I’d like to ask you, Eric, whether you enjoyed the process and would you recommend it to other sovereigns?

**Ligthart, Dutch State Treasury:** Well, we weren’t the ones that invented the process. We were fourth or fifth in the line of euro issuers, so that made life easier, but still we had lengthy internal debate, a political debate on whether or not to do it.

But in the end I think we’re comfortable with the decision we made — we used it as a policy instrument to green the financial markets. You have to practice what you preach. And we would very much like other sovereign issuers also to enter the market. Sovereign issuers add volume to the market.

But the green bond market shouldn’t be a sovereign issuer’s market. You need a lot of variety of issuers, so we’re very much looking for corporates and other issuers also to enter into the market.

**GlobalCapital:** Was that part of the belief when you were doing it, that it would act as a door opener for others? Or was it a more politically motivated decision?

**Ligthart, Dutch State Treasury:** We embarked on the process with the aim of enticing other issuers also to consider going green.

But it wasn’t a top-down approach. Of course you need political leadership willing to go forward — that was necessary — but we were also willing to embark on the process. It’s a lot of work, yes, and you need a lot of managerial attention. You certainly can’t take things lightly, and think “we’re just going to issue a green bond and that’s a nice gimmick”. You really have to go through with it all the way.

And while it’s not so much a financial cost, it does take a lot of attention of the organisation.

**GlobalCapital:** What about the other sovereign issuers? Do you think you can influence them, or are they too far away?

**Ligthart, Dutch State Treasury:** We’ve had a very strong push from the Dutch government, because we had a strong political decision — we used it as a policy instrument. We were very much looking for corporates and other issuers also to enter into the market.

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CASE STUDY: CO-OP’S SUSTAINABILITY BOND

Buying Fairtrade — an acquired taste for investors

Fairtrade foods are popular with ethical consumers. For investors, a sustainability bond based on the same is not so straightforward. Nevertheless, the UK’s Co-operative Group has joined the small group of companies stretching the labelled bond market towards improving supply chains.

Jon Hay reports

GREEN AND sustainable bonds have often been compared with Fairtrade products in a supermarket. Both allow consumers (or investors) to obtain essentially the same good — whether a banana or a bond — perhaps at a slightly higher price, but with a sense that they are doing it more ethically.

The two ideas were combined in May 2019, when the Co-operative Group launched the first sustainable bond whose proceeds were allocated to purchasing Fairtrade goods.

Fittingly, the 175 year old retailer, ubiquitous on UK high streets, had been the first supermarket to sell a Fairtrade product, in 1992.

The £300m bond was rare in four ways. Socially responsible investment bonds are sparse in the UK; in the retail sector; and among high yield issuers — the Co-op is rated BB. Hardly any SRI bonds are based on making supply chains more sustainable.

Ironically, some of what made the deal unusual also marginalised it in the eyes of major SRI bond investors. But the bond poses questions the market will have to explore.

Its first appearance was not happy. In November, after publishing its Sustainable Bond Framework, with a second opinion from Vigeo Eiris, the Co-op roadshowed for its first deal. It had a productive two days, but then prime minister Theresa May reached a withdrawal agreement with the EU. Four ministers resigned, and in already jittery markets, investor feedback on pricing leapt by 100bp. Scot Morton, Co-op’s treasurer, pulled the deal and associated bond buyback.

By May, the Co-op had released a good set of results, with sales over £10bn, and he was ready to try again.

This time, the deal worked well — at least as a high yield issue. The £250m five year note, offered at 5.25%-5.5%, swelled to £300m and was priced at 5.125%. Barclays (billing and delivering), ING (sustainability adviser) and Lloyds Bank were bookrunners.

The company was pleased with it as an act of communication. “We do lots of things sustainably — we invest in schools, we do Fairtrade,” says Morton. “This helps to tell that story.”

In November, investors had asked only two questions about sustainability. But during premarketing in May, “some of the investors fed back that they understood the sustainable bond process much more than they had in November,” says Morton. “They had had time to digest the nuances. This time we got, not questions, but more comments from investors.”

Barry Clavin, who leads the Co-op’s ethical policies team, says: “We are very keen that our business is aligned with the Sustainable Development Goals. This was how we could demonstrate our commitment. It will take a huge global investment to achieve the SDGs, which needs to be trackable and measurable.”

Co-op’s BB rating was a stretch for some SRI investors. For others, the deal didn’t tick the green box.

For food or wine sold with the Fairtrade label, the producer in a developing country is guaranteed a minimum price, plus a premium to invest in community projects. The scheme, begun by UK charities in 1992, has spread to 19 rich countries. Environmental sustainability is also part of the certification requirements, but is not the main thrust.

Flying the opex flag

The deal tested limits in another way, too. Some SRI bond investors and bankers dislike proceeds being used for operating expenditure, as Co-op did, rather than capital expenditure.

“Someone needs to draw a boundary,” said a banker in June. Members of the Green and Social Bond Principles discussed this at this year’s AGM.

“It is a danger for the market,” said the banker, who takes a strict line. “Suppose in a few years’ time we have $100bn of outstanding corporate green bonds and they have only financed opex — that potentially means you would have $100bn of bonds with no underlying assets. The overall approach that it channels more investment toward the transition [to a low carbon economy] vanishes completely.”

For others, the distinction is artificial: corporate green activity requires opex and capex.

The Co-op was aware of this, but advisers pointed to Starbucks, which has issued sustainability bonds based on ethical coffee purchasing since 2016. Morton says no investors complained at the lack of capex.

If labelled bonds are to help the economy move to sustainability, that will probably have to include changes in supply chains, as that is where a huge part of many companies’ environmental and social impacts lie. Most such bonds are likely to include a high component of opex.

The market may not have reached a settled view, but deals like the Co-op’s contribute to the debate.

“If we had just gone down the old route of issuing a vanilla bond, there would have been no transparency about the use of proceeds,” says Clavin. “If you don’t say where the money’s going they don’t ask, but if you do they start asking questions.”
SUSTAINABILITY IS not just for the few. All parts of the economy will have to become more energy-efficient, recycle their waste and cut greenhouse gas emissions, ultimately to zero. But so far, green and sustainable bonds remain, in the corporate sector, a niche.

Eighty-four percent of the $219bn of corporate socially responsible investment bonds ever issued have come from just four sectors, according to Dealogic: utilities and energy, transport, property and construction. That leaves 22 other sectors having produced an average of just five deals each, totalling $1.3bn. This concentration is frustrating for green bond investors, which struggle to build properly diversified portfolios.

When a new issuer from an unusual sector joins the market — as Philips did in May 2019 with a €750m deal, its debut Green Innovation bond — SRI bond specialists rejoice, hoping more issuers — and not every investor was won over. But the bond’s reception suggests it was worthwhile.

“Investors automatically consider renewable energy producers as green, whereas for a health technology company like Philips this may not yet be immediately evident to the outside world. So it’s arguable that for us it’s more difficult than for them,” says Ignacio Mosquera, group treasurer at Philips in Amsterdam.

That is certainly true. How Philips has to define green and sustainable spending is more complex than for some other issuers — and not every investor was won over. But the bond’s reception suggests it was worthwhile.

The electronics company has focused increasingly on healthcare, producing diagnostic, treatment and monitoring devices — though it still makes TVs and shavers.

Few manufacturers have found it easy, or useful, to issue SRI bonds. In the three high tech manufacturing sectors that have issued most — electronics, machinery and consumer products — giant issuers Microsoft, IBM, Oracle, Siemens and John Deere have not touched them. Of the top 50, only two have — Apple and Unilever.

This is perfectly rational. Their sustainable initiatives are not often big and chunky, but myriad small efficiencies. Cataloguing and auditing all those for investors’ benefit is a hassle. They can issue a bond any day. A green bond might save them a few basis points, but so what?

Philips did not rush in, despite having long pursued sustainability. In 2016, it set out by 2020 to make its operations carbon neutral; grow its “green” revenues to 70% of sales; and make 15% of revenue from “circular economy-driven propositions”.

**Commitment**

Like the €1bn loan it signed in April 2017, with pricing linked to its ESG rating from Sustainalytics, the bond was intended to signal the thoroughness of this commitment to the market.

“We’ve done the deal because we advance sustainability in all areas of our business, including treasury, and issuing this inaugural Green Innovation Bond is a good example of that,” says Mosquera. “We strive to make the world healthier and more sustainable through innovation. We thought doing a Green Innovation bond was the right way to follow that strategy.”

Philips’s bond Framework allows it to issue Green Innovation Bonds and Sustainability Innovation Bonds. The latter would concern tools to improve experiences for patients and lower healthcare costs; and products to reach communities with poor health.

Green bonds, like the one Philips issued in May, are used for three kinds of spending, each with several sub-categories. The first is green research and development to make products cleaner and more efficient. Mosquera points to a new MRI scanner, which uses only 7 litres of liquid helium for cooling, instead of the usual 1,500.

Philips spent €230m on green R&D in 2018, out of its €1.8bn R&D budget. The second strand is spending on ‘circular’ recycled products. Finally, proceeds can be used for energy, water and waste efficiency in Philips’s operations. Its factory in Pune, India, will run on solar power.

One big green bond investor passed on the deal, over doubts about the process for selecting projects and the large component of operating expenditure, rather than capital projects. Mosquera says project selection has been assessed by Sustainalytics as part of its second opinion, and that EY will audit the allocation of proceeds.

Philips can allocate proceeds to past spending, but intends only to use future outlays. This makes it difficult to predict shares of capex and opex. The bond required deeper analysis. But many made the effort. Led by BNP Paribas, HSBC, ING, MUFG and Rabobank, the Baal/BBB+/A-rated seven year deal pulled in a €3.3bn book at the initial price thoughts of 65bp-70bp over mid-swaps. That enabled the spread to be cut to 42bp — only 0bp or 1bp of new issue premium. Like other deals around the same time from Vesteda, Tenet and Vodafone, it showed how green notes can price very tightly. About 45% of the investors were new to Philips. For those that took the time to digest the Framework, the bond achieved its aim. It showed how sustainable thinking can penetrate a company — and must, if it is to become genuinely green. ▲
Imagine...
that there is enough healthy food for everyone.

Can you see it in your mind’s eye?

Imagine…
that we can produce more food without overtaxing the earth. That we revive agricultural land and waste fewer resources.

Imagine…
that no one has to leave their home to flee famine. And that there are fewer conflicts.

Now imagine…
that it is a bank working towards this vision. A bank founded by and for farmers, that understands you can achieve more together, and knows all about food and how to grow it.

Imagine…
that we help kick-start the smartest innovations by our customers and partners on a global scale. And jointly address the biggest food issues on six continents.

Imagine…
that we can solve the world food problem together. And you can count on us.