WHEN TRUST MATTERS

NATIONAL AUSTRALIA BANK
CLIMATE BONDS VERIFICATION OPINION
2021 Programmatic Verification

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TABLE OF CONTENTS

Scope and objectives 3
Responsibilities of the Management of NAB and DNV 4
Basis of DNV's opinion 4
Work undertaken 5
Findings and DNV's opinion 6

SCHEDULE 1: NAB BONDS POOL OF NOMINATED ASSETS 7

SCHEDULE 2: NAB RMBS POOL OF NOMINATED ASSETS 12

SCHEDULE 3: NAB LOW CARBON SHARED PORTFOLIO POOL OF NOMINATED ASSETS 13

SCHEDULE 4: VERIFICATION CRITERIA..... 14
SCHEDULE 5: ALIGNMENT WITH UNITED NATIONS SUSTAINABLE DEVELOPMENT GOALS 18

Disclaimer

Our assessment relies on the premise that the data and information provided by NAB limited to us as part of our review procedures have been provided in good faith. Because of the selected nature (sampling) and other inherent limitation of both procedures and systems of internal control, there remains the unavoidable risk that errors or irregularities, possibly significant, may not have been detected. Limited depth of evidence gathering including inquiry and analytical procedures and limited sampling at lower levels in the organization were applied as per scope of work. DNV expressly disclaims any liability or co-responsibility for any decision a person or an entity may make based on this Statement.

Statement of Competence and Independence

DNV applies its own management standards and compliance policies for quality control, in accordance with ISO/IEC 17021:2011 - Conformity Assessment Requirements for bodies providing audit and certification of management systems, and accordingly maintains a comprehensive system of quality control, including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements. We have complied with the DNV Code of Conduct1 during the assessment and maintain independence where required by relevant ethical requirements. This engagement work was carried out by an independent team of sustainability assurance professionals. DNV was not involved in the preparation of statements or data included in the Report except for this Statement. DNV maintains complete impartiality toward stakeholders interviewed during the assessment process.

[1] DNV Code of Conduct is available from DNV website (www.dnv.com)

Scope and objectives

National Australia Bank Limited ("NAB" or "Issuer") has issued multiple Green Bond issuances against its pool of eligible projects and assets. From 2018 NAB has elected to conduct its Certified Green Bond Issuance in a Programmatic format as facilitated by the Climate Bonds Standard ("CBS") v3.0.

NAB senior unsecured Green Bonds that have been issued and were outstanding at the time of verification include:

- NAB Climate Bond AUD 300m ISIN: AU3CB0226090
- NAB EMTN Climate Bond EUR 500m ISIN: XS1575474371
- NAB SDG Green Bond USD 750m ISIN: US63254ABA51
- NAB SDG Green Bond EUR 750m ISIN: XS1872032369

  (together, the "NAB Green Bonds")

In addition, during the 2021 financial year, UBank offered a Green Term Deposit product of which an aggregate amount of AUD 133,136,995 was outstanding as at 30 September 2021 (the "UBank Green TD")

NAB related entities have issued:

- NAB RMBS 2018-1 – Green Tranche A1-G (AUD 99.050m) outstanding as at 30 September 2021, ISIN: AU3FN0040622
- NAB Low Carbon Shared Portfolio Issuance (AUD 19.14m) outstanding as at 30 September 2021, ISIN: AU3FN0042826

  (together with the NAB Green Bonds, and the UBank Green TD, the "Bonds")

NAB has used the proceeds of the Bonds to finance (or re-finance) the nominated projects and assets falling under the following categories:

- Low Carbon Buildings – Commercial
- Low Carbon Buildings - Residential
- Low Carbon Transport
- Marine Renewables
- Solar Energy
- Wind Energy
- Water Infrastructure
- Electrical Grids and Storage

NAB has issued four senior unsecured NAB Green Bonds and the UBank Green TD with a total issuance value of AUD 3,485,199,402[2]. The pool of eligible projects and assets as at 30 September 2021 was AUD 5,296,756,182[2] resulting in a surplus of eligible projects and assets of AUD 1,811,556,780. NAB related entities have also issued two secured green transactions with a total issuance value of AUD 500,000,000,

[2] AUD equivalent amounts based on closing exchange rates published by the RBA as at 30 September, 2021. http://www.rba.gov.au/statistics/tables/index.html#exchange-rates

which are supported by separate pools of eligible projects and assets, the details of which are set out in schedules 2 and 3.

DNV Business Assurance Australia Pty Ltd (henceforth referred to as "DNV") has been commissioned by NAB to provide the Annual Programmatic Verification of the Bonds as an independent and approved verifier under the Climate Bonds Standard. Our criteria and information covered to achieve this is described under 'Work Undertaken' below.

No assurance is provided regarding the financial performance of the Bonds, the value of any investments in the Bonds, or the long term environmental benefits of the transaction. Our objective has been to provide an assessment that the Bonds have met the criteria of the Climate Bonds Standard Version 3.0 and the associated Technical Criteria on the basis set out below.

The scope of this DNV opinion is limited to the Climate Bonds Standard Version 3.0 and the following associated Sector Technical Criteria:

- Commercial Low Carbon Buildings (v1.0)
- Residential Low Carbon Buildings (v1.0)
- Low Carbon Transport (v1.0)
- Marine Renewables (v1.0)
- Solar Energy (v2.1)
- Wind Energy (v1.1)
- Water Infrastructure (v3.0)
- Electrical Grids and Storage (v1.0)

Responsibilities of the Management of NAB and DNV

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

Basis of DNV's opinion

DNV has conducted the verification against the CBS v3.0 and associated Sector Technical Criteria through the creation and execution of a verification protocol addressing each requirement of the CBS v3.0 and the associated Sector Technical Criteria. The detail of areas covered in the DNV verification is summarised in Schedule 4 below.

Work undertaken

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

Programmatic Verification

- Creation and execution of a Climate Bond Standard Protocol, adapted to include the relevant Sector Technical Criteria for the nominated projects and assets of the relevant Bond, as described above and in Schedule 4 to this Assessment;
- Assessment of documentary evidence provided by NAB in relation to the Bonds and supplemented by a high-level desktop research, onsite visit for documentation review and interviews with key personnel from the issuer NAB. These checks refer to current assessment best practices and standards methodology;
- Review and testing of impact reporting data where possible;
- Discussions with NAB management, and review of relevant documentation; and
- Documentation of findings against each element of the criteria.

Findings and DNV's opinion

DNV has performed the Annual Programmatic Verification of the National Australia Bank Bonds for the financial year ended 30 September 2021. It is DNV's responsibility to provide an independent verification statement on the compliance of the National Australia Bank Bonds with the Climate Bond Standard.

DNV conducted the verification in accordance with the Climate Bond Standard Version 3.0 and with International Standard on Assurance Engagements *3000 Assurance Engagements other than Audits or Reviews of Historical Information*. The verification included i) checking whether the provisions of the Climate Bond Standard were consistently and appropriately applied and ii) the collection of evidence supporting the verification.

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

Based on the limited assurance procedures conducted, nothing has come to our attention that causes us to believe that, for the 2021 financial year, the NAB Bonds are not, in all material respects, in accordance with the requirements of the Climate Bond Standard Version 3.0 and associated Sector Criteria including Residential Low Carbon Buildings, Commercial Low Carbon Buildings, Low Carbon Transport, Marine Renewables, Solar Energy, Wind Energy, Water Infrastructure and Electrical Grids and Storage.

DNV has reviewed the impact reporting metrics associated with the current reporting period including verification of a sample of calculations, references and values. Based on the limited assurance procedures conducted, nothing has come to our attention that causes us to believe that, for the 2021 financial year, the impact reporting metrics are not, in all material respects reasonable and correct.

for DNV Business Assurance Australia Pty. Ltd.

Sydney, Australia / 24 March 2022

Mark Robinson
Team Leader

David McCann
Technical Reviewer

SCHEDULE 1: NAB BONDS POOL OF NOMINATED ASSETS

Schedule data as of 30 September 2021. NAB Climate Bond AUD 300m ISIN: AU3CB0226090, NAB EMTN Climate Bond EUR 500m ISIN: XS1575474371, NAB SDG Green Bond USD 750m ISIN: US63254ABA51, NAB SDG Green Bond EUR 750m ISIN: XS1872032369 and the UBank Green TD.

DNV notes that decimals have been excluded from the below tables, however have been counted in subtotals and totals. As a result, there may be a slight mismatch between listed asset values and totals due to rounding.

Australian Renewables

Projects/Assets	Amount Funded (AUD)
Wind 1	6,308,820
Wind 2	23,817,904
Wind 3	44,270,021
Wind 4	36,247,746
Wind 5	42,440,417
Wind 6	7,340,426
Wind 7	59,759,949
Wind 8	25,310,797
Wind 9	33,893,965
Wind 10	92,631,212
Wind 11	54,191,941
Wind 12	29,571,429
Wind 13	20,870,882
Solar 1	31,961,643
Solar 2	23,995,987
Solar 3	45,740,428
Solar 4	43,028,347
Solar 5	21,134,930

Solar 6	42,794,043
Solar 7	13,000,000
Portfolio 1	28,380,520
Portfolio 2	21,757,262

AUD 748,448,670

UK & Europe Renewables

Projects/Assets Type	Amount Funded
Wind 1	GBP 33,040,277
Wind 2	GBP 44,469,874
Wind 3	GBP 46,767,652
Wind 4	EUR 16,625,438
Wind 5	GBP 5,576,140
Wind 6	GBP 17,327,409
Wind 7	GBP 73,917,039
Wind 8	GBP 250,000,000
Wind 9	EUR 5,742,684
Wind 10	GBP 24,034,341
Wind 11	EUR 98,286,103
Wind 12	EUR 79,711,833
Wind 13	GBP 65,279,633
Solar 1	GBP 23,930,914
Portfolio 1	GBP 20,098,833
Portfolio 2	GBP 57,670,784
Portfolio 3	USD 52,149,905
Portfolio 4	EUR 75,000,000
Portfolio 5	GBP 79,484,865

Renewables Fund 1	GBP 22,190,891
Renewables Fund 2	GBP 18,589,983

SUBTOTAL ELIGIBLE ASSET PORTFOLIO: **AUD 1,974,826,346**[1]

US Renewables

Projects/Assets Type	Amount Funded
Solar 1	USD 14,395,055
Portfolio 1	USD 99,503,784
Wind 1	USD 27,729,741
Wind 2	USD 19,386,843

AUD 223,446,326[2]

Australian Low Carbon Transport

Projects/Assets Type	Amount Funded (AUD)
Low Carbon Transport 1	44,069,493
Low Carbon Transport 2	76,574,134
Low Carbon Transport 3	198,511,333
Low Carbon Transport 4	109,618,162
Low Carbon Transport 5	42,732,091

AUD 471,505,213

[1] AUD equivalent amounts based on closing exchange rates published by the RBA as at 30 September, 2021. http://www.rba.gov.au/statistics/tables/index.html#exchange-rates

UK Low Carbon Transport

Projects/Assets Type	Amount Funded
Low Carbon Transport 1	GBP 83,275,041

AUD 155,334,903[2]

UK Smart Meters

Projects/Assets Type	Amount Funded
Smart Meters 1	GBP 41,169,610
Smart Meters 2	GBP 32,512,772
Smart Meters 3	GBP 14,460,290
Smart Meters 4	GBP 43,767,291

AUD 246,054,772[2]

Australian Desalination Plants

Projects/Assets Type	Amount Funded (AUD)
Desalination Plant 1	70,187,622
Desalination Plant 2	82,495,614

AUD 152,683,236[2]

Australian Low Carbon Buildings – Commercial Office

Projects/Assets Type	Amount Funded (AUD)
Low Carbon Commercial Real Estate (various)	1,324,456,717

AUD 1,324,456,717

TOTAL: AUD 5,296,756,182

SCHEDULE 2: NAB RESIDENTIAL MORTGAGE BACKED SECURITIES POOL OF NOMINATED ASSETS

Schedule data as of 30 September 2021. Green RMBS A1-G note balance confirmed to be AUD 99,050,351.37.[2]

Projects/Assets Type	Asset Location	Amount Funded (AUD)
Low Carbon Residential Real Estate (various)	Australia (various)	175,496,885
	TOTAL	AUD 175,496,885

[2] NAB's Green RMBS A1-G note (ISIN AU3FN0040622) had an initial face value of AUD 300,000,000 when issued on 15 February 2018.

SCHEDULE 3: NAB LOW CARBON SHARED PORTFOLIO POOL OF NOMINATED ASSETS

Schedule data as at 30 September 2021. Low Carbon Shared note balance confirmed to be AUD 19,139,272.[3]

Projects/Assets Type/s	Asset Location	Low Carbon Shared Portfolio (AUD m)	NAB Facility share of the portfolio (%)	NAB's Share of the Low Carbon Shared Portfolio (AUD m)
Wind Farm 1	Australia	5.23	27.32	2.11
Wind Farm 2	Australia	13.91	72.68	5.61
	TOTAL	**AUD 19.14m**	**100%**	**AUD 7.72m**

[3] NAB's Low Carbon Shared Portfolio (ISIN AU3FN0042826) had an initial face value of AUD200,000,000 when issued on 26 June 2018.

SCHEDULE 4: VERIFICATION CRITERIA

Summary criteria for assertions of compliance with the Climate Bond Standard v3.0

The criteria against which NAB and its nominated projects and assets have been reviewed prior to inclusion in the relevant portfolio are grouped under the requirements as detailed within the Climate Bond Standard Version 3.0 including:

Part A: General Requirements

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

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

Nominated projects and assets include financing of or investments in equipment and systems which enable the mitigation of greenhouse gasses, as detailed in Schedule 1, 2 and 3.

Area	Requirement
Commercial Low Carbon Buildings	Performance at the top 15% of the local market for the tenor of the Bond.

Residential Low Carbon Buildings	Performance at the top 15% of the local market for the tenor of the Bond.
Low Carbon Transport	All infrastructure, infrastructure upgrades, rolling stock and vehicles for electrified public transport pass this criterion, including electrified rail, trams, trolleybuses and cable cars
Marine Renewables	Mitigation Component: The asset is 100% dedicated to renewable energy. Any fossil fuel back up in place is limited to: - Powering monitoring, operating and maintenance equipment in the event of no renewable power in the system; - Powering resilience or protection measures in the event of no renewable power in the system; - Restart capability. Adaptation and Resilience Component: Section 1: The issuer or project owner understands the climate related risks and vulnerabilities to the asset/ site. Section 2: The issuer or project owner understands the improvements and impacts in the larger context (spatially and temporally) beyond the asset/ site. (i.e. the impacts of their own assets and activities on the broader ecosystem and stakeholders in that ecosystem). Section 3: The issuer or project owner has designed and implemented strategies to mitigate and adapt to these climate risks and vulnerabilities. Section 4: Issuer or project owner is pursuing strategies that promote resilience and adaptation across the area in which it operates and beyond. Section 5: Issuer or project owner is delivering positive impacts (or no harm) in terms of key sustainability indicators.
Solar Energy Generation	Solar electricity generation facilities

Wind Energy Generation	Wind power generation facilities
Water Infrastructure	Desalination Plants Mitigation Component: The average carbon intensity of the electricity that is used for desalination is at or below 100g CO_2e/kWh Adaptation and Resilience Component: Section 1: Allocation >60% Score Section 2: Governance >60% Score Section 3: Technical Diagnostics >60% Score Section 5: Desalination Plants >60% Score Section 6: Adaptation Plan >60% Score
Electrical Grids and Storage	Smart Meters Mitigation Component Equipment to carry information to users for remotely acting on consumption such as, but not limited to, advanced (also known as smart) metering infrastructure, including customer data hubs. Adaptation and Resilience Component. Must demonstrate the following in the checklist: 1. Clear boundaries and critical interdependencies between the infrastructure and the system it operates within are identified. 2. An assessment has been undertaken to identify the key physical climate hazards to which the infrastructure will be exposed and vulnerable to over its operating life.

	3. The measures that have or will be taken to address those risks, mitigate them to a level such that the infrastructure is suitable to climate change conditions over its operational life. 4. The infrastructure enhances the climate resilience of the defined system it operates within, as indicated by the boundaries of and critical interdependencies with that system as identified in item 1 in this checklist. 5. The issuance is required to demonstrate that there will be ongoing monitoring and evaluation of the relevance of the risks and resilience measures and related adjustments to those measures will be taken as needed.

Part C: Bond structures

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

SCHEDULE 5: ALIGNMENT WITH UNITED NATIONS SUSTAINABLE DEVELOPMENT GOALS

Alignment of the Use of Proceeds against the United Nations Sustainable Development Goals (UN SDG)

In addition to the Programmatic verification, DNV has reviewed the Use of Proceeds and nominated assets associated with the NAB Green Bonds and UBank Green TD for alignment with the UN SDGs in the following table.

Use of Proceeds	UN SDG	UN SDG Target		Assessment of Contribution to Achieving the SDG
Residential and Commercial Low Carbon buildings	7. Affordable and Clean Energy	7.2	By 2030, increase substantially the share of renewable energy in the global energy mix	Compliance with CBI Commercial and Residental Low Carbon Buildings Approved Proxies[4]. These benchmarks address the overall contribution to global energy supply of renewable sources, including solar, wind, and hydroelectric. Compliance with the CBI Commercial and Residential Low Carbon Buildings Approved Proxies demonstrates a contribution towards UN SDG 7, Target 7.2.
		7.3	By 2030, double the global rate of improvement in energy efficiency	Compliance with CBI Commercial and Residential Low Carbon Buildings Approved Proxies as defined on the CBI website for Residential Low Carbon Buildings[4] These benchmarks include consideration of thermal efficiency of the building envelope and the energy efficiency of lighting, heating and cooling plant, etc. Compliance with the CBI Commercial and Residential Low Carbon Buildings Approved Proxies demonstrates a contribution towards UN SDG 7, Target 7.3.

[4] https://www.climatebonds.net/standard/buildings/residential/calculator

	11. Sustainable Cities and Communities	11.6	By 2030, reduce the adverse per capita environmental impact of cities, including by paying special attention to air quality and municipal and other waste management	Compliance with CBI Commercial and Residential Low Carbon Buildings Approved Proxies. These benchmarks address the contribution of the built environment to National GHG and Air Pollution emissions through energy consumption and associated energy generation. Compliance with the CBI Residential Low Carbon Buildings Approved Proxies demonstrates a contribution towards UN SDG 11, Target 11.6.
		11.a	Support positive economic, social and environmental links between urban, peri-urban and rural areas by strengthening national and regional development planning	Compliance with CBI Residential Low Carbon Buildings Approved Proxies. The Criteria have been established to ensure they are representative of buildings in-line with a zero-carbon building sector in 2050. Energy efficiency performance as defined in the Commercial and Residential Low Carbon Buildings Criteria represents the leveraging and implementation of regional development planning and demonstrates a contribution towards UN SDG 11, Target 11.a.
Low Carbon Transport	11. Sustainable Cities and Communities	11.6	By 2030, reduce the adverse per capita environmental impact of cities, including by paying special attention to air quality and municipal and other waste management	Compliance with CBI Low Carbon Transport Criteria. These benchmarks address the contribution of transport system to National GHG and Air Pollution emissions through energy consumption, associated energy generation and direct emissions to atmosphere. Compliance with the CBI Low Carbon Transport Criteria demonstrates a contribution towards UN SDG 11, Target 11.6.
		11.a	Support positive economic, social and environmental links between urban, peri-urban and rural areas by strengthening national and regional development planning	Compliance with CBI Low Carbon Transport Criteria represents the leveraging and implementation of regional development planning and demonstrates a contribution towards UN SDG 11, Target 11.a.

	9. Industry, Innovation and Infrastructure	9.1	Develop quality, reliable, sustainable and resilient infrastructure, including regional and transborder infrastructure, to support economic development and human well-being, with a focus on affordable and equitable access for all.	Compliance with CBI Low Carbon Transport Criteria. These benchmarks address the contribution of infrastructure to the development of rural quality of life through access to all-season roads, and increased passenger and freight volumes by mode of transport. Compliance with the CBI Low Carbon Transport Criteria demonstrates a contribution towards UN SDG 9, Target 9.1.
Renewable Energy	7. Affordable and Clean Energy	7.2	By 2030, increase substantially the share of renewable energy in the global energy mix.	Compliance with CBI Solar and Wind Criteria. The Criteria have been established to ensure alignment with the Paris Agreement 2^{o}C target. Renewable energy generation from terrestrial Solar and Wind assets fall within this Criteria. Compliance with the CBI Solar and Wind Criteria demonstrates a contribution towards UN SDG 7, Target 7.2.
Water Infrastructure	11. Sustainable Cities and Communities	11.b	By 2020, substantially increase the number of cities and human settlements adopting and implementing integrated policies and plans towards inclusion, resource efficiency, mitigation and adaptation to climate change, resilience to disasters, and develop and implement, in line with the Sendai Framework for Disaster Risk Reduction 2015-2030, holistic disaster risk management at all levels	Compliance with CBI Water Infrastructure Criteria represents the leveraging and implementation of regional development planning for water supply resilience and adaptation through investment in desalination projects and demonstrates a contribution towards UN SDG 11, Target 11.b.

Electrical Grids and Storage	7. Affordable and Clean Energy	7.3	By 2030, double the global rate of improvement in energy efficiency	Compliance with CBI Electrical Grids and Storage Criteria for smart metering infrastructure demonstrates support for automated energy efficiency programmes, demand response and other services Compliance with CBI Electrical Grids and Storage Criteria demonstrates a contribution towards UN SDG 7, Target 7.3.