

KORIAN SA GREEN BOND FRAMEWORK 2021

DNV ELIGIBILITY ASSESSMENT

Scope and objectives

Korian Group (henceforth referred to as "Korian") provides care services for elderly and fragile people, offering, in addition to its long-term care nursing homes network, a wide variety of residential solutions and services, including assisted living facilities, shared housing and care communities as well as home assistance and care services across seven European countries¹. Korian has set a social mission to provide care and support for fragile people because of their old age or underlying health conditions, supporting its corporate culture based on three values:

- Trust
- Initiative
- Responsibility

Given that Korian contributes to the local economies through its facilities, the organisation is mindful of the environmental footprint it has from building and construction activities. Based on a Group carbon audit conducted in 2019, Korian has set a commitment to reduce its environmental footprint by establishing a low carbon energy roadmap to reduce carbon emissions by 40% by 2030 (based on a 2018 baseline) and work towards the COP target of a 1.5-degree scenario. To facilitate this Korian has developed a Green Bond Framework (the "Framework") under which can raise proceeds to support the financing or refinancing of a selected pool of new and existing assets ("Green Asset Pool"), that promotes the transition to low-carbon and climate resilient growth. Korian is intending to issue a Framework that includes several of the International Capital Market Association ("ICMA") green eligible categories outlined in Schedule 1.

DNV Business Assurance Services UK Limited ("DNV") has been commissioned by Korian to provide a review of the Framework against the International Capital Market Association ("ICMA") Green Bond Principles 2018 ("GBP"). Our methodology to achieve this is described under the 'Work Undertaken' section below. DNV was not commissioned to provide independent assurance or any other audit activities. No assurance has been provided regarding the financial performance of bonds issued via the Company's Framework, the value of any investments, or the long-term environmental benefits of the associated transactions. Our objective has been to provide an assessment that the Framework has met the criteria established on the basis set out below.

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 $^{^{}m 1}$ Korian operates across France, Germany, Italy, Belgium, Spain, Netherlands, and the United Kingdom.



Responsibilities of the Management of Korian and DNV

The management of Korian 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 Korian's management and other interested stakeholders in the Framework, as to whether the Framework is aligned with the ICMA GBPs (2018). In our work, we have relied on the information and the facts presented to us by Korian. DNV is not responsible for any aspect of the projects or assets referred to in this opinion and cannot be held liable if estimates, findings, opinions, or Korian are incorrect. Thus, DNV shall not be held liable if any of the information or data provided by Korian and used as a basis for this assessment were not correct or complete.

Basis of DNV's opinion

We have adapted our eligibility assessment methodology to create Korian - specific Green Bond Framework Eligibility Assessment Protocol (henceforth referred to as "Protocol"). Our Protocol includes a set of suitable criteria that can be used to underpin DNV's opinion.

As per our Protocol, the criteria against which the Framework has been reviewed are grouped under the following four Principles:

- Principle One: Use of Proceeds. The Use of Proceeds criteria is guided by the requirement
 that an issuer must use an amount equivalent to the funds raised to finance or refinance eligible
 activities. The eligible activities should produce clear environmental benefits.
- Principle Two: Process for Project Evaluation and Selection. The Project Evaluation and Selection criteria are guided by the requirements that an issuer should outline the process it follows when determining the eligibility of an investment using the proceeds and outline any impact objectives it will consider.
- Principle Three: Management of Proceeds. The Management of Proceeds criteria is guided by
 the requirements that proceeds should be tracked within the issuing organisation, that separate
 portfolios should be created when necessary and that a declaration of how unallocated funds will
 be handled should be made.
- **Principle Four: Reporting**. The Reporting criteria are guided by the recommendation that at least annual reporting to investors should be made of the use of the proceeds and that quantitative and/or qualitative performance indicators should be used, where feasible.



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 Korian, 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:

- Creation of a Korian-specific Protocol, adapted to the purpose of the Framework, as described above;
- Assessment of documentary evidence provided by Korian on the Framework, and supplemented by a high-level desktop research. These checks refer to current assessment best practices and standards methodology;
- Discussions with Korian's management, and review of relevant documentation and evidence related to the criteria of the Protocol; and
- Documentation of findings against each element of the criteria as detailed in Schedule 2 of this document.

Our opinion as detailed below is a summary of these findings.



Findings and DNV's opinion

DNV's summary findings are listed below (with further detail provided in Schedule 2).

1. Principle One: Use of Proceeds.

Korian intends to use an amount equal to the net proceeds from the Green Bonds issued under the Framework to finance and/or refinance in whole or in part a selected pool of new and/or existing assets that promote the transition to low-carbon and climate resilient growth constituting Korian's 'Green Asset Pool', as described in the below categories. The Portfolio will comprise of the following GBP Eligible Categories:

- Green Buildings
- · Renewable Energy
- Energy Efficiency

Korian has listed example projects and the associated criteria for each category within the Framework. These are further defined in Schedule 1 of this assessment, which also provides the list of the eligible categories and their associated performance criteria. Korian has also aligned its 'Green Asset Pool' to the relevant UN SDGs to facilitate a move towards a low carbon economy and achieve a 40% emissions reduction by 2030.

The Green Buildings criteria includes buildings aligned with the European Nearly-Zero-Energy Buildings ("NZEB") low consumption building standards. Korian has included within the Framework what local Energy Efficiency standard they are using to demonstrate alignment with the NZEB. DNV concludes that these standards strongly support improvements in energy efficiency in buildings.

The 'Energy Efficiency' criteria has been aligned with the Technical screening criteria EU Taxonomy² (Sections 7.3, 7.4, 7.5 and 9.3) and as such are classified as having a substantial contribution to climate change mitigation.

Korian has also included 'Renewable Energy' as an Eligible Category, DNV has reviewed the types of projects likely to be financed under the Framework and concludes that these projects will support the energy transition to a low-carbon economy.

DNV has reviewed the evidence and can confirm that an amount equivalent to the funding raised under the Framework will be used to finance and/or refinance projects within the Green Asset Pool, and that such projects would result in clear environmental benefits. DNV can also confirm

https://ec.europa.eu/info/law/sustainable-finance-taxonomy-regulation-eu-2020-852/amending-and-supplementary-acts/implementing-and-delegated-acts en



the Framework and its associated GBP Eligible Categories are aligned with Korian's broader ESG strategy and the stated UN SDGs, which support the transition to a low carbon economy. DNV concludes that the eligible categories outlined in the Framework (and the example projects provided to DNV) are consistent with those listed in the GBP and will provide clear environmental benefits.

2. Principle Two: Process for Project Evaluation and Selection.

Korian has a clear management structure and processes in place for project evaluation and selection - ensuring that selected projects comply with the eligibility criteria as defined in the Use of Proceeds section and with Korian's corporate responsibility strategy - and the monitoring of Korian's Green Asset Pool, having established a 'Real Estate Green Bond Committee' (hereafter referred to as the "Committee"). This Committee comprises of:

- The Group Chief Real Estate and Development Officer (chair); and
- Representatives from each of Korian's CSR, Technical, Asset Management, Corporate and Financing teams.

The Committee will meet at least twice a year, and has overall responsibility for the following:

- Final approval of all projects for the Green Asset Pool based on the selection criteria defined in the Use of Proceeds;
- Management of the Use of Proceeds, including the monitoring and reporting on the Green Asset Pool and project impact throughout the life of the Bond(s);
- Removing from the Green Asset Pool any projects that no longer meet the eligibility criteria, and replacing them with new projects as soon as feasible;
- Overall review process and responsibility for the publication of impact reports; and
- Reviewing and validating the annual report for investors and external verification.

DNV concludes that Korian's Green Bond Framework appropriately describes the process of project evaluation and selection and is in line with the requirements of the GBP.



3. Principle Three: Management of Proceeds.

Korian's Finance team, together with the Real Estate Team, manages and monitors the use of proceeds raised under the Framework. The team will track the allocation of proceeds for the purpose of recording the assets and projects in the Green Asset Pool. All GBP Eligible Projects will be matched to an amount equal to the net proceeds from Green Bond issuances issued under the Framework.

DNV concludes Korian has a well documented and structured process in place to determine how projects fit within the identified categories listed in Schedule 1, and how the proceeds will be matched and monitored in relation to specific GBP Eligible Projects. DNV can confirm this is in line with Korian's Finance team and the Real Estate Team's policies. Unallocated amounts of net proceeds raised under the Framework may be held temporarily invested or otherwise maintained in cash or cash equivalents. Payment of principal and interest on the Green Bonds will be made from Korian's general funds and will not be directly linked to the performance of the Green Asset Pool.

DNV has reviewed the evidence and can confirm that Korian has committed to appropriately managing the proceeds arising from future issuances in line with the requirements of the GBP.

4. Principle Four: Reporting.

Korian has committed to publicly disclosing both an allocation and impact report on an annual basis, on their website and/or within its Universal Registration Document until the full allocation of any associated Green Bond issuances under the Framework. Korian has also committed to publishing associated impact metrics. The possible indicators that may be reported on are:

- Number and floor space of Green Buildings meeting the eligibility criteria
- Buildings meeting the requirements of Réglementation Thermique 2012
- EPC and certification rating improvements for buildings
- Buildings meeting the KfW Effizienzhaus 55 standard
- Number of energy efficiency projects implemented
- Reduction of energy consumption (kWh) on the global Group consumption
- Percentage improvement of energy efficiency at an asset level
- Total installed capacity (MW)
- Estimated annual CO2 emissions avoided (tCO2)



Relevant case study examples of the Eligible Projects will also be included in the impact reporting, where possible. Korian has also committed to disclosing data reporting methodologies applied for the calculation of the KPIs.

DNV concludes that Korian has made appropriate plans to produce reporting on the allocation and environmental impact of future Green Debt issuances in line with the requirements of the GBP.

On the basis of the information provided by Korian and the work undertaken, it is DNV's opinion that the Framework meets the criteria established in the Protocol, and that it is aligned with the stated definition of Green Bonds within the International Capital Market Association Green Bond Principles 2018.

for DNV Business Assurance Services UK Limited

London, 28 May 2021

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About DNV

Driven by our purpose of safeguarding life, property and the environment, DNV enables organisations to advance the safety and sustainability of their business. Combining leading technical and operational expertise, risk methodology and in-depth industry knowledge, we empower our customers' decisions and actions with trust and confidence. We continuously invest in research and collaborative innovation to provide customers and society with operational and technological foresight.

With our origins stretching back to 1864, our reach today is global. Operating in more than 100 countries, our 12,000 professionals are dedicated to helping customers make the world safer, smarter and greener.



SCHEDULE 1: DESCRIPTION OF ACTIVITIES TO BE FINANCED UNDER KORIAN'S GREEN BOND FRAMEWORK

GBP Eligible Category	Description of activities		
Green buildings	New or existing residential and commercial buildings that meet the following requirements on specific energy performance thresholds such as: ✓ Buildings aligned with the European Nearly-Zero-Energy Buildings (NZEB) low consumption building standards corresponding to buildings with a very high energy performance: • The NZEB is a requirement from the European Union Energy Performance of Buildings Directive (EPBD) • The energy efficiency eligibility criteria for NZEB applies to France³ and Germany⁴ ✓ Energy Performance Certificate (EPC): • Buildings with a level of energy performance corresponding to the top 15% of national stock • EPC rating A+, A and B for non-domestic buildings ✓ Other equivalent internationally and/or nationally recognized certifications. This category is aligned with SDGs #9, specifically #9.4⁵.		
Energy Efficiency	New or existing investments or expenditures in projects which include the measures and technologies applicable for the "individual measures and professional services" of the EU Taxonomy. Projects on existing buildings, whether in operation or under refurbishment, related to energy efficiency which have a clear, demonstrable positive impact on the energy efficiency of the building or space. This can include, but is not limited to: The installation of zoned thermostats, smart thermostat systems and sensoring equipment, e.g. motion and daylight control; The installation of Building Management Systems (BMS) and Energy Management Systems (EMS); or		

³ Local NZEB definition: regulation RT2012 ("Réglementation Thermique 2012").

⁴ Local NZEB definition: KfW Effizienzhaus 55 standard.

⁵ Note: SDG #9.4 focussing on the upgrade of infrastructure and retrofit industries to make them sustainable, with increased resource use efficiency and greater adoption of clean and environmentally sound technologies and industrial processes.



	 ✓ The installation of charging stations for electric vehicles; or ✓ The installation of smart meters for gas and electricity. This category is aligned with SDGs #9, specifically #9.4.
	New or existing investments in, or expenditures on, the acquisition, development, construction and/or installation of renewable energy. Examples include, but not limited to:
Renewable energy	 The investment or expenditure for on-site solar and wind energy projects; Connection to district heating; or Purchase Power Agreements (PPAs) which are project-specific and with a long-term maturity greater than 5 years. This category is aligned with SDG 7, specifically #7.26.

 $^{^{6}}$ Note, SDG #7.2 related to a substantial increase in the share of renewable energy in the global energy mix.



SCHEDULE 2: KORIAN-SPECIFIC GREEN BOND FRAMEWORK ASSESSMENT PROTOCOL

1. Use of proceeds

Ref.	Criteria	Requirements	Work Undertaken	DNV Findings
1a	Green Bond Framework	The bond must fall in one of the following categories, as defined by the "Green Bond Principles": • Use of Proceeds Bond • Use of Proceeds Revenue Bond • Project Bond • Securitized Bond	Evidence reviewed: • Korian Green Bond Framework DNV also reviewed additional documentation: • Universal registration document – Annual Financial Report and Integrated Report 2020	The Framework outlines the type of bonds expected to be issued, such as, but not limited to: • Green Buildings • Renewable Energy • Energy Efficiency Eligible green projects will form the "Green Asset Pool" and will be measured through asset value based on their market value. The specific assets within the 'Green Asset Pool' will qualify for refinancing without a specific look-back period. For expenditures (if any), they shall qualify a look-back period of a maximum of up to three years before the issuance of the green bond. DNV was provided with information outlining Korian's longer usual development times (vs. standard Real Estate projects).
1b	Green Project Categories	The cornerstone of a green bond is the utilisation of the proceeds which should be appropriately described in the legal documentation for the security.	Evidence reviewed: • Korian Green Bond Framework	DNV concludes that the Framework appropriately describes the proposed utilisation of proceeds. The specific utilisation of proceeds of each issuance will need to be further assessed on an individual basis.



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1c	Environmental benefits	All designated GBP eligible project categories should provide clear environmental benefits, which, where feasible, will be quantified or assessed by the issuer.	Evidence reviewed: • Korian Green Bond Framework • Assessment of case study laid out in the Framework DNV also reviewed additional documentation: • Korian's CSR strategy (online) • EPC rating reports • UK Real estate presentation (May 2021) • Korian's key performance indicators (online) • Korian's materiality matrix (online)	Korian outlines the expected environmental benefits that will be realised by any bonds issued under the Framework. Specific quantifiable and qualitative benefits of each issuance will need to be agreed upon on a case by case basis and will be subject to further assessment. Korian has outlined potential KPI reporting metrics to demonstrate the impact from the different "GBP Eligible Categories" by type: Green Buildings (new or existing residential and commercial buildings) – impact reported by Energy Performance Certificate ratings achieved (system and rating) across the Green Asset Pool. Energy Efficiency- new or existing investments or expenditures in projects) – Impact reported by the type of measures and technologies applicable for the "individual measures and professional services" of the EU Taxonomy, such as: installation of BMS and EMS, installation of swart meters for gas and electricity, or the installation of zoned thermostats, smart thermostat systems and sensoring equipment, e.g. motion and daylight control. These are aligned to the Technical screening criteria of Sections 7.3, 7.4, 7.5 and 9.3 of the latest version of the EU Taxonomy. Renewable Energy —new or existing investments in or expenditures on the acquisition, development, construction and/or installation of renewable energy. Impact measured by the number of on-site wind and solar projects, connection to district heating, or the number of Purchase Power Agreements



	(PPAs) that are project-specific with a maturity of >5 years.
	DNV concludes that the Framework appropriately describes the proposed environmental benefits from the Eligible Green Projects.

2. Process for Project Selection and Evaluation

Ref.	Criteria	Requirements	Work Undertaken	DNV Findings
2a	Investment-decision process	The issuer of a bond should outline the decision-making process it follows to determine the eligibility of projects using bond proceeds.	Evidence reviewed: • Korian Green Bond Framework We also reviewed additional documentation: • Korian's CSR strategy (online) • Korian's Annual Report (2018, online) • Korian's Group Ethics Charter (online)	We can confirm that Korian has a clear process in place for selecting relevant green projects, and has established a "Real Estate Green Bond Committee" (hereafter referred to as the "Committee") to oversee: Reviewing and approving the selection of projects for the Green Asset Pool based on the selection criteria defined in the Use of Proceeds; Ensuring projects comply with the eligibility criteria as defined in the Use of Proceeds section, and with Korian's corporate responsibility strategy Monitoring the Green Asset Pool, throughout the life of the Bond(s); Removing from the Green Asset Pool any projects that no longer meet the eligibility criteria, and replacing them with new projects as soon as feasible; and Reviewing and validating the annual report for investors and external verification.



				The Committee is to be chaired by the Group Chief Real Estate and Development Officer and will comprise of representatives from each of Korian's - CSR, Technical, Asset Management, Corporate and Financing teams. The committee will meet no less than twice a year. DNV concludes the Framework appropriately describes the process of project evaluation and selection and is in line with the requirements of the GBP.
2b	Issuer's environmental and governance framework	In addition to the information disclosed by an issuer on its green bond process, criteria and assurances, investors may also take into consideration the quality of the issuer's overall framework and performance regarding environmental sustainability.	In addition to reviewing the evidence below, we had several detailed discussions with Korian. Evidence reviewed: • Korian's CSR strategy (online) • Korian's Annual Report (2018, online) • Korian Green Bond Framework • Korian's Group Ethics Charter (online) • Korian's key performance indicators (online) • Korian's materiality matrix (online)	We conclude that from the information provided to DNV, the Framework is in line with Korian's ESG strategy, and its wider responsible approach to the management of assets and the creation of wealth within the communities Korian operates, and contributing to the low carbon transition. Korian has established a social responsibility initiative under its ESG strategy, spearheaded by the United Nations Global Compact and the ten principles that focus on human rights and labour, environment, and anti-corruption standards. As such, the Group is contributing to selected UN'SDGs (see Schedule 1). To demonstrate the leadership and commitment of Korian, the company has received recognition aligned to the requirements of various reporting standards – such as ISO 9001 certification and HQE or equivalent building certifications – and for producing scientific reports (e.g., The Korian Foundation for Ageing Well conducts fundamental research and experiments in conjunction with a network of academic and scientific partners in four areas of interest). DNV concludes the Framework is in line with the requirements under the under GBP.



3. Management of proceeds

Ref.	Criteria	Requirements	Work Undertaken	DNV Findings
3a	Tracking procedure	The net proceeds of a bond should be credited to a sub-account, moved to a sub-portfolio or otherwise tracked by the issuer in an appropriate manner, and attested to by a formal internal process that will be linked to the issuer's lending and investment operations for Green Projects.	Evidence reviewed: Korian Green Bond Framework We also reviewed additional documentation: Korian_2020_Financial statements (Consolidated and Korian S.A) Example Project average timeline	We conclude that the Framework commits Korian to tracking the Use of Proceeds from Green Bond issuances in an appropriate manner, which is attested to by a formal internal process. Korian's Finance team, together with the Real Estate Team, will allocate and track the net proceeds for the purpose of recording the assets and projects in the Green Asset Pool.
3b	Tracking procedure	So long as the bond is outstanding, the balance of the tracked proceeds should be periodically reduced by amounts matching eligible green investments or disbursements made during that period.	Evidence reviewed: • Korian Green Bond Framework We also reviewed additional documentation: • Korian_2020_Financial statements (Consolidated and Korian S.A) • Example Project average timeline	DNV can conclude that there is a clear process in place for the tracking of the balance, taking into account disbursements by Korian; all investments (assets and projects) will be tracked under Korian's Green Asset Pool. Korian has laid out its intention to allocate an amount equivalent to the net proceeds raised by each Green Bond issuance to Eligible Green Project, within 36 months of issuance.



3c	Temporary holdings	Pending such investments or disbursements to eligible Projects, the issuer should make known to investors the intended	Evidence reviewed: • Korian Green Bond Framework	DNV can conclude that Korian has appropriately disclosed how it will manage any unallocated proceeds within its portfolio.
		types of temporary investment instruments for the balance of unallocated proceeds.	We also reviewed additional documentation: • Korian_2020_Financial statements (Consolidated and Korian S.A)	Unallocated amounts will be managed in line with Korian's Finance team together with the Real Estate Team: o Pending allocation to the Green Asset Pool, net proceeds from Green Bond issuances may be temporarily invested or otherwise maintained in cash and cash equivalents. o Payment of principal and interest on the Green Bonds will be made from Korian's general funds and will not be directly linked to the performance of the Green Asset Pool.

4. Reporting

Ref.	Criteria	Requirements	Work Undertaken	DNV Findings
4a	Periodical reporting	In addition to reporting on the use of proceeds and the temporary investment of unallocated proceeds, issuers should provide at least annually a list of projects to which bond proceeds have been allocated including - when possible with regards to confidentiality and/or competitive considerations - a brief description of the projects and the amounts disbursed, as well as the expected environmentally sustainable impact.	documentation: • EPC rating reports • UK Real estate presentation (May 2021)	We confirm that Korian has committed to annual reporting, including case study examples and against key impact metrics, for any Green Bond issued under the Framework, which will be made available through the respective corporate website at: https://www.korian.com and/or within its Universal Registration Document (Chapter 3 - Environmental, Social and Corporate Governance including the consolidated non-financial performance statement report certified by an Independent third-party). Korian will produce, on an annual basis, an 'Allocation Report' that includes information on:



– An	t a e E a v	 Net proceeds outstanding from each Green Bond project in issue Amount of proceeds allocated to Eligible Green Bond Project Net projects and level of certification achieved, where feasible Amount of unallocated proceeds (if any) Korian has committed to producing, on a periodic pasis, until the full allocation of each Green Bond, an impact report. This will report on the environmental impacts in aggregate, for the Green Bond Project categories, together with the allocation status in future Green Bond Reports, where feasible and practical. Examples of possible environmental indicators could include: Green Buildings, such as: EPC ratings/certifications; number and floor space of Green Buildings meeting the eligibility criteria; Number of buildings meeting requirements such as - Réglementation Thermique 2012 and the KfW Effizienzhaus 55 standard Energy Efficiency, such as: Number of energy efficiency projects implemented; Energy consumption reductions (kWh) on the group consumption; % improvement of energy efficiency at an asset level Renewable Energy Generation, such
		 Renewable Energy Generation, such as: MW renewable capacity installed; Estimated CO2 emissions avoided (tCO2).
	V	DNV can also confirm that Korian will provide, where relevant and feasible, qualitative descriptions information of the outcomes and mpacts of selected eligible projects funded. Where





		relevant, information will be provided on the impact assessment and data reporting methodologies applied by Korian.
		DNV can confirm this aligns with the reporting requirements under the GBP.