

Independent Reasonable Assurance Report to the Management of Auckland Council

Assurance conclusion

Based on our reasonable assurance procedures, as described in this statement as of 4 June 2019, in our opinion the assets included in Auckland Council's Green Bond eligible asset pool, meets the Climate Bonds Standard (Version 2.1) including all relevant pre-issuance requirements and the Green Bond Principles' (June 2018) requirements, in all material respects.

Scope

We have performed a reasonable assurance engagement in relation to Auckland Council's Green Bond ('the Bond or "Green Bond"') in order to provide an opinion as to whether the subject matter detailed below ('Subject Matter') meets, in all material respects, the criteria as presented below as at 4 June 2019.¹

Subject Matter and Criteria

The subject matter and associated criteria for this reasonable assurance engagement are set out in the table below:

Subject Matter	Criteria
<p>The subject matter for our assurance includes:</p> <ul style="list-style-type: none"> ▶ Auckland Council's Green Bond Eligible Asset Register (dated 30 April 2019) ▶ Policies and procedures relating to the use of proceeds and management of proceeds raised from the Bond ▶ Environmental performance and information relating to nominated projects and assets to be funded by the Bond ▶ Procedures for reporting on the use of proceeds and eligible investment associated with the Bond. <p>Auckland Council's Green Bond documentation including the Green Bond Framework found at this link:</p> <ul style="list-style-type: none"> ▶ Auckland Council Green Bond documentation 	<p>The Climate Bonds Standard Version 2.1, including the Low Carbon Land Transport Eligibility Criteria</p> <p>Criteria found at these links:</p> <ul style="list-style-type: none"> ▶ Climate Bonds Standard Version 2.1 ▶ Low Carbon Land Transport Eligibility Criteria <p>The Green Bond Principle's (June 2018) requirements on:</p> <ul style="list-style-type: none"> ▶ Use of Proceeds ▶ Process for Project Evaluation and Selection ▶ Management of Proceeds ▶ Reporting. <p>Criteria found at this link:</p> <ul style="list-style-type: none"> ▶ The Green Bond Principles 2018
<p>Technical details of the assets identified as 'green' ('eligible assets')</p>	<p>Auckland Council's Green Bond Framework</p>

Management Responsibility

The management of Auckland Council is responsible for the collection, preparation, and presentation of the Subject Matter in accordance with the criteria and for maintaining adequate records and internal controls that are designed to support the Green Bond issuance process.

Assurance Practitioner's Responsibility

Our responsibility is to express a reasonable assurance conclusion as to whether the Subject Matter is presented in accordance with the Criteria, in all material respects. Our assurance engagement has been planned and performed in accordance with the International Standard on Assurance Engagements (New Zealand) 3000: *Assurance Engagements Other than Audits or Reviews of Historical Financial Information* ('ISAE (NZ) 3000').

¹ A separate reasonable assurance statement was provided as of 13 May 2019, over Auckland Council's first Green Bond, which concluded that it met the Climate Bonds Standard post-issuance requirements, in all material respects.

Level of Assurance

A reasonable assurance engagement consists of making enquiries and applying analytical, controls testing, and other evidence-gathering procedures that are sufficient for us to obtain a sufficient level of assurance as the basis for a positive form of conclusion. The procedures performed depend on the assurance practitioner's judgement, including the risk of material misstatement of the specific activity data, whether due to fraud or error. While we considered the effectiveness of Management's internal controls when determining the nature and extent of our procedures, our procedures were not designed to provide assurance on internal controls. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our Approach

Our assurance procedures performed included, but were not limited to:

- ▶ Reviewing any changes to policies and procedures established by Auckland Council related to the issuance of the Bond to assess whether they were aligned to the requirements of the Climate Bonds Standard Version 2.1 and the Green Bond Principles (June 2017)
- ▶ Confirming the eligibility of assets for inclusion in Auckland Council's Green Bond against Auckland Council's Green Bond Framework
- ▶ Interviewing selected business unit and group level personnel to understand key issues related to Auckland Council's relevant policies and procedures
- ▶ Reviewing selected performance information for green bond projects, and documentation supporting assertions made in the Subject Matter
- ▶ Checking the accuracy of asset valuations
- ▶ Obtaining and reviewing evidence to support key assumptions
- ▶ Seeking management representation on key assertions.

Limitations

There are inherent limitations in performing assurance - for example, assurance engagements are based on selective testing of the information being examined - and it is possible that fraud, error, or non-compliance may occur and not be detected. There are additional inherent risks associated with assurance over non-financial information including reporting against standards which require information to be assured against source data compiled using definitions and estimation methods that are developed by the reporting entity. Finally, adherence to ISAE (NZ) 3000, the Climate Bonds Standard v2.1, and the Green Bond Principles (June 2017) is subjective and will be interpreted differently by different stakeholder groups.

Our assurance was limited to the Auckland Council's Green Bond, twelve months post-issuance, and did not include statutory financial statements. Our assurance is limited to policies and procedures in place as of 4 June 2019. The firm performs other Advisory engagements for Auckland Council. Other than these Advisory engagements the firm has no other relationships with, or interests in, Auckland Council.

Use of Report

Our responsibility in performing our assurance activities is to the Management of Auckland Council only and in accordance with the terms of reference for this engagement as agreed with them. We do not therefore accept or assume any responsibility for any other purpose or to any other person or organisation. Any reliance any such third party may place on the Auckland Council's Green Bond issuance is entirely at its own risk. No statement is made as to whether the criteria are appropriate for any third party purpose.

Our Independence and Assurance Team

In accordance with APES 110 *Code of Ethics for Assurance Practitioners*, the firm and all professional personnel involved in this engagement have met the independence requirements of New Zealand or International professional ethical requirements. Our team has the required competencies and experience for this assurance engagement.

Observations on particular aspects of our engagement:

We provide selected observations aligning to the Climate Bonds Standard and the Green Bond Principles core components, to provide the reader with further understanding on how this Green Bond meets the criteria. These observations are not intended to detract from our conclusion provided above.

Use of Proceeds:

- ▶ Proceeds from this Green Bond will be used for financing and refinancing purposes
- ▶ Proceeds support the value of eligible assets, owned or expected to be owned by Auckland Council, that meet the Climate Bonds Standard ('CBS') Low Carbon Land Transport Criteria, and the Green Bond Principles
- ▶ The value of the refinanced Electric Multiple Unit (EMU) train eligible assets is based on the net book value and subject to accumulated depreciation which was calculated, by Auckland Council, as at 30 April 2019. This is a conservative measure of project costs.
- ▶ The value of new EMU eligible assets is based on current project spend (as at 30 April 2019), based on the contract for the purchase of new trains and the associated Foreign Exchange Deals.
- ▶ The value of the public cycleway eligible assets is based on net project costs for refinancing and future approved budget expenditure (as at 30 April 2019).
- ▶ The CBS Low Carbon Land Transport Criteria was developed by the Climate Bonds Initiative, an international, investor-focused not-for-profit organisation aiming to develop tools to mobilise the bond market for climate change solutions. The primary objective is to ensure that any land transport projects or assets certified by the CBS would contribute to meeting an emissions trajectory consistent with limiting global temperature rises to 2° Celsius
- ▶ The use of proceeds of this bond aligns with the Green Bond Principles' project category "clean transportation (such as electric, hybrid, public, rail, non-motorised, multi-modal transportation, infrastructure for clean energy vehicles and reduction of harmful emissions)".

Process for Project Evaluation and Selection

- ▶ Auckland Council has developed a Green Bond Framework that outlines the environmental objective of the bond, eligibility criteria for determining green projects and the process for project selection and evaluation.

Management of Proceeds

- ▶ Auckland Council has implemented processes to manage initial funds received from the Green Bond and to monitor the on-going use of proceeds. These processes include:
 - ▶ An ear-marking process through existing systems to designate the proceeds received
 - ▶ A process for deploying any unallocated proceeds to temporary cash equivalent investments
 - ▶ A monthly process for monitoring the on-going use of proceeds and value of eligible assets
 - ▶ Annual Use of Proceeds reporting and reporting on the environmental performance of the bond.
- ▶ Auckland Council has a programmatic green bond Framework and can issue bonds against the pool of eligible assets up to the value of these assets, which have been independently assured against the pre-issuance requirements. Auckland Council has committed to seeking independent assurance over annual reporting on Green Bonds.

Reporting

- ▶ Auckland Council has publicly reported on the Use of Proceeds of Green Bond and will continue to do so annually, which will include as a minimum: a list of eligible assets, the value of the eligible assets, and the environmental performance of eligible assets.

Ernst & Young Limited



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