## Sustainable finance Go-to-Market

Green bonds

PwC Kazakhstan

March 2024



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### Introduction

Sustainable finance is a rapidly growing and evolving field that aims to align financial activities with environmental, social and governance (ESG) goals, such as mitigating climate change, promoting social inclusion and enhancing corporate responsibility.

Sustainable finance can take place both through debt instruments (e.g. Green / Social bonds, but also ordinary loans that have ESG elements), as well as through equity instruments (Sustainable investing). These instruments can be approached from the perspective of both the issuer and the investor.

Sustainable financial instruments are gaining popularity, but green and sustainable bonds remain at the forefront of the green finance market due to their scale and accessibility to a wide range of investors.

PwC provides a wide range of ESG services, including the implementation of sustainable finance projects. Through membership in the PwC global network, we have access to the extensive experience and extensive network of our firms' business relationships.

In the following sections we will explain how our team can fully support our clients in the process of issuing green bonds, ensuring that all stages comply with international standards for sustainable finance

# ZONNONZON

#### A definition:

"Sustainable finance refers to the process of taking environmental, social and governance (ESG) considerations into account when making investment decisions in the financial sector. leading to more long-term investments in sustainable economic activities and projects.

https://finance.ec.europa.eu/sustainable-finance/overviewsustainable-finance en







# An extensive global network and an individual approach to each client allow PwC to expand its market presence across different geographies and industries

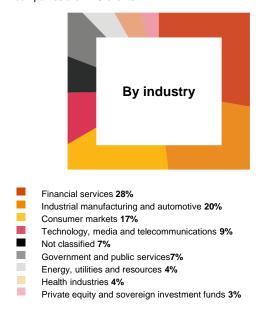
#### PwC globally:

PwC is structured as a network of member firms, operating locally in countries around the world and connected through membership to PwC International Limited (PwC IL). This network structure provides the PwC firms with the flexibility to operate both as local and global businesses, combining a deep understanding of local markets with an opportunity to share knowledge, skills, and resources globally.



#### **Our clients:**

The expertise and reach of the PwC network allows us to provide consistent quality services around the world and work with a wide range of clients. 87% of Fortune Global 500 companies are PwC clients.



# Our organizational structure allows us to share the best available resources and have access to in-depth expertise across the entire PwC network

#### PwC Kazakhstan and PwC Eurasia

PwC Kazakhstan is a member of PwC IL network. The benefit brought by this structure is that we share the best available resources and have access to indepth expertise and a wide network of business contacts across our network of firms.

From our offices strategically located in Kazakhstan, Uzbekistan, Azerbaijan, Georgia, Armenia, Kyrgyzstan, Turkmenistan and Mongolia we provide a range of professional assurance, tax, legal and business advisory services to Governments, State Owned Entities, NGOs and leading global and national companies. This helped us deeply understand the region's business environment and understand the challenges it still faces in terms of economic development.

#### **PwC** in Eurasia

>25

years since PwC started operating in Eurasia

>950

Clients in the last 3 years\*

>900

professionals

in Eurasian region

#### **ESG Consulting**

At PwC, we believe that incorporating ESG considerations into our services is not just the right thing to do, but it is also essential for long-term business success.

The ESG team in Kazakhstan includes sustainability experts with specialized expertise, including environmental, sustainable finance, social policy, corporate governance and reporting. The team works on a wide range of projects in the field of environmental protection and decarbonization, ESG strategy, Green Finance, etc. The team regularly publishes leading research and publications in ESG reporting and renewable energy studies, manages the ESG Disclosure Rating in Kazakhstan, as well as actively supports the development of green finance in the country via its collaboration with the financial regulator and KASE (Kazakhstan Stock Exchange).

#### **Our FSG services**



ESG strategy development



Green financial products



Net Zero strategy development



Climate risks evaluation and climate scenarios development



Supply chain due diligence



**ESG Digital Solutions** 



ESG Management system introduction



ESG reporting

<sup>\* -</sup> number of clients is for PwC Kazakhstan only

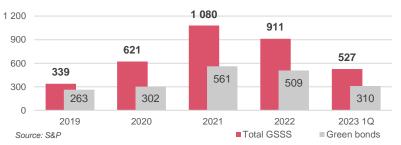




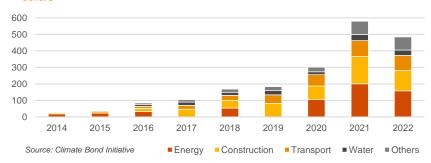


# Present and Future Trends *Green Bonds Landscape*

### Volume of GSSS\* bonds issued in the world and share of green bonds, billion US dollars



### Issuance of green bonds in the world, based on the use of proceeds, billion US dollars



**Note:** The discrepancy in green bonds volumes between the two charts is due to differences in the calculation methodologies of S&P and the Climate Bond Initiative.

Strong political support contributes to the rapid growth of sustainable local and international markets.

According to the Climate Bond Initiative, in Q3 2023, the total volume of GSSS\* reached \$4.2 trillion, of which \$2.6 trillion was green bonds.

Since the World Bank first issued green bonds in 2009, the market experienced its first downturn in February 2022. Russia's invasion of Ukraine and the ensuing energy crisis, rising inflation and rising interest rates have led to a 24% decline in GSSS issuance and a 16% decline in green bond issuance compared to 2021.

S&P expects green bonds to continue to dominate the GSSS market by the end of 2023, based on the record levels of issuance in the first half of the year\*\*.

Energy, construction and transport are the largest sectors for the use of green finance proceeds. In 2022, they accounted for 77% of total green bonds issued (2021: 80%).

Europe will remain the leading region for green bonds issuance. From 2014 to 2022, Europe accounted for 46% of the total volume of green bonds issued, while the Asia-Pacific region accounted for 24%.

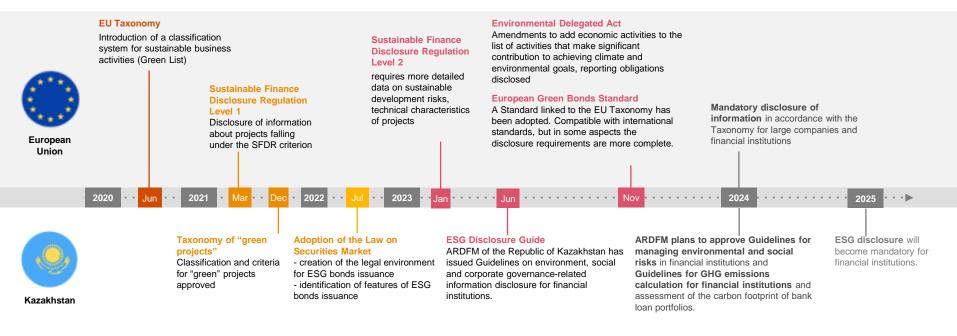
\* GSSS - Green, Social, Sustainability, and Sustainability-Linked Bonds

\*\* The S&P forecast is based on 2023 global GSSS issuance data for 9 months of 2023.

Sources: Climate Bond Initiative, S&P

# Present and Future Trends Overview of Regulatory Requirements

- European Union, as the main driver of the climate agenda in the world, also sets trends in sustainable financing. EU regulations such as the European Green Bond Standard and the EU Taxonomy for Sustainable Activities aim to ensure greater consistency between sustainable investment standards and green bond issuance, and to reduce the risk of greenwashing.
- · Regulatory documents adopted by the EU become a benchmark for the rest of the world, including Kazakhstan.



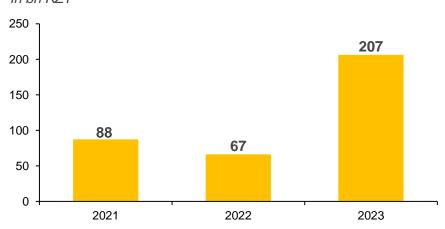
# Present and Future Trends Market Snapshot

### What we see in the green market today? What's next? What we expect for 2024 Challenges Need for further development of regulations in Kazakhstan and in the Adoption of green taxonomy and other regulatory documents in the countries of Eurasian region Eurasian region Adoption of ESG regulatory documents for Differences in existing sustainable bond systems and standards financial institutions Data and reporting gap Increase in non-financial information disclosure Fear of greenwashing or being accused of greenwashing More attention for new bonds as opposed to Challenge to set ESG related KPIs and metrics refinancing or conversion of existing bonds **Opportunities** Interest from investors and government / municipal institutions The impact of commitments to achieve carbon neutrality, of the European Green Deal

### Present and Future Trends

### Green Bonds in Kazakhstan- Market Snapshot

### **Volume of ESG Bonds**, *In bn KZT*



Source: The Agency of the Republic of Kazakhstan for Regulation and Development of Financial Market

- Kazakhstan's policy to achieve carbon neutrality contributes to the development of the sustainable finance market in the country.
- According to the Kazakhstan's Strategy on Achieving Carbon Neutrality by 2060, net required investment in low-carbon technologies to achieve carbon neutrality in Kazakhstan is estimated at \$610 billion. The investment need until 2030 is \$10 billion. The remaining \$600 billion will be invested by the end of 2060. Green finance will be one of the main tools to achieve this goal.
- The main issuers of green bonds in Kazakhstan are development banks ADB, DBK and EDB. State-owned companies in the energy sector were the first to issue their bonds 53 billion tenge in 2021.
- Rising inflation and the geopolitical tension, which influenced the world market, also had an impact on the market in Kazakhstan. In particular, green bond issuance fell by 25% in 2022.
- Due to the development of legislation and the application of ESG principles in the financial market of Kazakhstan, an increase in the volume of ESG bond issuance is observed in 2023.
- In 2023, private companies in different sectors of the economy began to place green bonds (for example: biotechnology - 2 billion tenge, electric scooters - 3 billion tenge), their share amounted to 14% of the total volume of issued green bonds.

Sources: PwC Analysis, KASE, AIX, Strategy on Achieving Carbon Neutrality by 2060, ARDFM

# Present and Future Trends *Green Bonds Examples*

### Examples of green bond issuance in Kazakhstan

- The Asian Development Bank (ADB) has issued green bonds on KASE, which are aimed at financing climate change adaptation (mitigation) projects in Kazakhstan.
- Damu Entrepreneurship Development Fund has placed "green" bonds on AIX - the funds will be allocated to smallscale renewable energy investment projects in small and medium-sized businesses.
- Green and social bonds were also issued by the Eurasian Development Bank (EDB), aimed at financing ESG projects in Kazakhstan. Green bonds were listed on KASE, while social bonds were listed on KASE and AIX.
- Jet Group Ltd has issued green bonds to finance an electric scooter rental project.
- Black Biotechnology LLP placed green bonds on KASE for the construction of a plant for the production of innovative biofeed additives and fertilizers for the development of organic agriculture.



### Examples of green bond issues in the Eurasian Region

- In October 2023, Uzbekistan placed the first green sovereign Eurobonds worth 4.25 trillion soms on the London Stock Exchange. These bonds are the first green sovereign bonds in the CIS region.
- In June 2023, in Kyrgyzstan, Dos Credobank OJSC placed the first green bonds worth 85 million soms.
- In 2021, Georgian Railway placed green bonds worth \$500 million on the London Stock Exchange to refinance previously placed Eurobonds. As a result of refinancing, an interest rate was 4% instead of 7.75%. The company was able to reduce annual payments from approximately \$40 million to \$20 million per year. The money saved were used for the company development.



Support in Green Bonds Issuance



### Green Bonds: Step-by-step overview (1/3)

### Pre-issuance Assessment and Support

#### What?

#### **Strategy Review**

Assess sustainability strategy. ESG KPIs already in place and sustainable investment 'readiness' e.g. gap analysis, materiality analysis and help to build **business** case for investment

for presentation to relevant

internal stakeholders.

Assist with or review project selection criteria and process, including modelling/baselining of capex, opex and impact metrics.

#### **Options Analysis**

Options analysis - assess debt capacity and most suitable debt structure for needs.

> adequacy/maturity of governance and internal management systems for proceeds tracking and allocation. Remediation of any gaps/failings.

#### **Review of processes**

Develop or assess impact measurement and reporting framework.

Develop or assess

#### **Due Diligence**

Conduct environmental or social due diligence on issuer/projects.

Legal DD; Technical DD; Bank's DD (eg. equator or poseidon principles)

#### Sustainable **Finance Framework**

Develop relevant framework in line with business strategy. relevant Principles, sector expertise, reporting schedule, best practice + EU Taxonomy / Green Bond alignment.

#### **Second Party Opinion and** Certification

Framework to be reviewed by an independent third party for alignment to Principles. (NB - this may cover some of the environmental/social DD elements noted to the left)

PwC does not offer SPO as a service.

Engage a Climate Bonds Initiative approved verifier for pre-and post issuance certification as a GSSS bond. (PwC has Approved Certifier

status in Germany).

#### Who?

Third PwC Party

Bank

Issuer

PwC Kazakhstan

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### Green Bonds: Step-by-step overview (2/3)

### Bonds Arrangement

#### What? Investor **Documentation** Rating analysis Execution Investor engagement roadshow Prepare information Incorporate financial / structural Recommend appropriate rating Promote bond issue and Issuance launch, active book memorandum and organise characteristics in the bond agencies. Assist with preparation support investor presentations. building, refine pricing, investor allocation, placement of issuance investor meetings. prospectus or offering of rating agency presentation. Assess appetite, gauge price Support navigating rating and market communication. memorandum. range and maturity. agencies and rating process. Support of issuance in secondary trading. Legal documentation is Receive rating from rating prepared agency. to be ready in time for placement. Climate Bonds Initiative verified certifier engagement Who?

PwC Kazakhstan 15

Third

Party

Bank

Issuer

PwC

### Green Bonds: Step-by-step overview (3/3)

### Post-issuance and ongoing reporting

#### What?

#### Allocation of proceeds

Ensure proceeds are ring fenced and directed to eligible projects as per Sustainable Finance Framework.

### Assurance & certification

- Post issuance assurance of use of proceeds (year after issuance).
- Verify the eligibility of projects against relevant standards and criteria
- Provide assurance over the governance and internal management processes and controls for tracking and allocation
- Produce annual report.

CBI approved verifier report for certification of bond as GSSS.

### Ongoing impact analysis and reporting

- Impact analysis for annual reporting and marketing.
- Greenwashing / legal review
- Ongoing alignment with all corporate reporting.

### $\triangle$

#### Limitations

To ensure PwC's independence, assurance services cannot be provided if we have developed the Framework or assisted with fundraising.

#### Who?

PwC Third Party

Bank

Issuer



**PwC Credentials** 



# Our Selected Experience

### **Description of services**

A multi-step engagement involving a combination of pre-issuance green bond services (1), followed by issuance services (2 and 3) and finally postissuance verification services (4).



- Support in the development of the green bonds concept
- Assistance in selecting verifiers and other service providers as necessary
- Help set up use of proceeds and impact analysis reporting processes
- Post-issuance green bonds verification services

### **Examples of PwC ongoing projects**

### 1. BioTech Company

The company aggressively and innovatively promotes waste reduction and decarbonization in food production, alternative proteins and clean energy.

At the moment, the project is at the first stage - "Support in the development of sustainable development concept."

### 2. Technology Company

The Company's goal is to contribute to water and wastewater treatment and recycling projects related to environmentally sustainable management of natural resources and land use.

At the moment, the project is at the first stage - "Support in the development of sustainable development concept."

The concepts developed at the 1st stage of the services provided will determine the distribution of potentially raised funding. These funds will be used to finance or refinance new or existing projects that contribute to a positive environmental impact.

### **PwC Credentials**

### Experience in ESG Projects

Development of a national taxonomy of sustainable finance for the Government of Georgia The PwC project team:

- Contributed to the definition of economic activities included in the Taxonomy of Sustainable Finance.
- Assisted the National Bank of Georgia to determine regulatory and disclosure requirements for financial institutions to comply with and report green loans and investments under the Taxonomy.
- Developed a taxonomy classification and disclosure tool

Project to support the Government of Armenia in expanding the scale of green financing PwC's work covered the following components:

- Review of current green finance practices and regulatory frameworks to identify barriers and enabling conditions for the implementation of green finance principles.
- Mapping key green instruments.
- Review of best international practices in the development of green financial instruments.
- Development of recommendations to improve regulation.

Georgia

Supporting the implementation of the EU taxonomy and green loans for a systemically important bank under the direct supervision of the ECB

PwC supported the client in adapting to the new taxonomy statement and related disclosure requirements. PwC's work consisted of the following stages:

- Prioritization of lending activities
- Green loan underwriting process
- Green loan documentation
- Pilot development of green loan
- Information disclosure according to the Taxonomy

Increasing energy efficiency and expanding the use of solar energy in public buildings.

PwC supported the Government of Uzbekistan and the World Bank in developing and scaling up the implementation of energy efficiency (EE). PwC's work consisted of the following stages:

- Assessment of the potential and need for investments in energy efficiency of public buildings in Uzbekistan.
- Analysis of solar and EE markets, as well as of legal and regulatory frameworks.
- Development of sustainable financing mechanism for EE and solar investments in the public buildings sector in Uzbekistan.

Lithuania

Uzbekistan

### PwC Kazakhstan holds events to study the implementation of sustainable projects, including their financing

### "Green Finance: Development, Challenges and Opportunities in Eurasia" Conference

Key players of the financial sector, whose efforts are developing innovative green finance to ensure sustainable economic growth and achieve Kazakhstan's goal of carbon neutrality by 2060, as well as international experts, presented at the conference organized by Strategy& (part of the global PwC network) in partnership with Halyk Bank. The speakers of the Conference were representatives of the following organizations: EBRD, Asian Development Bank, KASE, Development Bank of Kazakhstan, AIFC, Halyk Bank, Citi, JP Morgan, IFC, MUFG, Strategy&.

### "Green Finance and the Debt Capital Market" Conference

The international approach and trends and development of Kazakhstani practice in the field of sustainable finance were discussed at an expert conference, which was organized by PwC Kazakhstan in partnership with Halyk Bank and KASE. The speakers of the Conference were European experts on green finance from PwC and Strategy&; Halyk Bank, KASE, VTB Capital, Citi, JP Morgan.

### "ESG reporting and investor perspective" Conference

During the conference, we presented the results of the ESG Disclosure Rating and our assessment of ESG reports of Kazakhstani companies, discussed changing reporting standards, and awarded the best companies. We also discussed investor expectations, the perspective of exchange regulators, and approaches to rating ESG factors. In addition to PwC experts, experts from IFC, KASE and S&P Global Ratings presented at the conference.



Recording is available here



Recording is available here



Recording is available here

### **Our Team**



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