THE UNIVERSITY OF MELBOURNE
GREEN BOND SECOND PARTY OPINION

THE UNIVERSITY OF
MELBOURNE

Document title: Second Party Opinion on the University of Melbourne’s Proposed Green Bond Issuance
Prepared by: DNV Business Assurance Australia Pty Ltd
Location: Sydney, Australia
Date: 15 July 2022
Second Party Opinion on the UoM’s Proposed Green Bond Issuance

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Disclaimer

Our assessment relies on the premise that the data and information provided by the client 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 Conduct 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 Framework 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)
DNV’S INDEPENDENT ASSESSMENT

Scope and Objectives

Founded in 1853, the University of Melbourne (“UoM” or the “University”) is Australia’s second oldest university and its main campus is located in Parkville, inner suburb of Melbourne, with several other campuses located across Victoria.

The University of Melbourne’s enduring purpose is to benefit society through the transformative impact of education and research and is committed to being one of the finest universities in the world. The University measures its success by the goals articulated in the University’s 2030 institutional strategic plan, Advancing Melbourne, and supporting plans such as the Sustainability Plan 2030 (“the Plan”).

Advancing Melbourne is structured according to five intersecting themes which represent key focus areas over the next decade: place, community, education, discovery and global.

In line with its efforts to achieve sustainability, the UoM has developed the Sustainability Financing Framework (the “Framework”) under which it is issuing Green, Social or Sustainability Bonds or enter into Green, Social or Sustainability Loans (henceforth collectively referred to as “GSS” instruments or transactions) with structures tailored to contribute to sustainable development. UoM is considering the issuance of a Green Bond (the “Bond”) under the Framework with a Use of Proceeds related to the category of Green Buildings.

DNV Business Assurance Australia Pty Ltd. (“DNV”) has been commissioned by the UoM to review the proposed Green Bond issuance and provide a Second Party Opinion considering its alignment with Green Bond Principles 2021 (“GBP”).

Our methodology to achieve this is described under ‘Work Undertaken’ below.

No assurance is provided regarding the financial performance of instruments issued via the UoM Framework, the value of any investments, or the long-term environmental benefits of the transaction. Our objective has been to provide an assessment that the Framework has met the criteria established on the basis set out below.

Responsibilities of the Management of UoM and DNV

The management of the UoM 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 UoM’s management and other interested stakeholders in the Framework as to whether the proposed Green Bond is aligned with GBP. In our work we have relied on the information and the facts presented to us by the University. 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. Thus, DNV shall not be held liable if any of the information or data provided by UoM’s management and used as a basis for this assessment were not correct or complete.

Basis of DNV’s opinion

We have adapted our assessment methodology to create the UoM-specific 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 four core components:

1. Use of Proceeds
The Use of Proceeds criteria are guided by the requirement that an issuer of a GSS instrument must use the funds raised to finance eligible activities. The eligible activities should produce clear environmental and or social benefits.

2. **Process for Project Evaluation and Selection**  
The Project Evaluation and Selection criteria are guided by the requirements that an issuer of a bond or loan should outline the process it follows when determining eligibility of an investment using Green Bond proceeds and outline any impact objectives it will consider.

3. **Management of Proceeds**  
The Management of Proceeds criteria are guided by the requirements that a bond or loan should be tracked within the organisation, that separate portfolios should be created when necessary and that a declaration of how unallocated funds will be handled should be made.

4. **Reporting**  
The Reporting criteria are guided by the recommendation that at least annual reporting should be made of the use of 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 the UoM 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 Protocol, adapted to the purpose of the proposed initial Bond, as described above and in Schedule 2 to this Assessment;
- Assessment of documentary evidence provided by the UoM on the Bond and supplemented by a high-level desktop research. These checks refer to current assessment best practices and standards methodology;
- Review of published materials by the UoM and UoM’s website;
- Discussions with UoM’s management team, and review of relevant documentation and evidence related to the criteria of the Protocol; and
- Documentation of findings against each element of the criteria. Our opinion as detailed below is a summary of these findings.
Findings and DNV’s Opinion

DNV’s findings are listed below:

1. **Use of Proceeds**
   For the proposed Bond issuance, the University intends to use the Bond proceeds for assets or projects that falls within the Green Buildings (New Builds) or Green Buildings (Upgrades and / or Energy Efficiency) categories for 5-6 Star Green Star Buildings. DNV undertook an analysis of the associated projects to determine the eligibility as “Green” in line with the GBP. The UoM has provided analysis and specifications of its Eligible Green Assets within the Category of Green Buildings (New Builds) and Green Buildings (Upgrades and / or Energy Efficiency).

   DNV concludes that the nominated projects and assets for the proposed issuance are consistent with the categories outlined in the GBP and may be reasonably expected to deliver meaningful environmental benefits associated with water efficiency, energy efficiency and reduced GHG emissions.

2. **Process for Project Evaluation and Selection**
   The Framework describes the process for project evaluation and selection. Potential projects to which proceeds are used under the Framework will be identified and selected by the UoM’s Sustainability Financing Working Group and will be assessed against the University’s sustainability objectives and commitments, in addition to compliance with the UoM’s Sustainability Financing Framework for review and approval by the Chief Financial Officer to ensure the project meets the eligibility criteria. The allocation of proceeds will be managed by the University’s finance team and tracked using existing systems.

   DNV concludes that the UoM’s Sustainability Financing Framework appropriately describes the process of project evaluation and selection and is consistent with the criteria set out in the GBP.

3. **Management of Proceeds**
   The net proceeds from the Bond will be managed by the University’s finance team and the proceeds will be deposited in the general funding accounts or the investment portfolio until funds are required to be allocated to projects. DNV understands that that proceeds are expected to be fully and immediately allocated. For effective management of the proceeds the University plans to maintain a Register to manage the allocations of proceeds for the Bond. The University will monitor the allocation to Eligible Projects / Assets and track the net proceeds through its internal accounting system.

   Pending the full allocation of the net proceeds, all or a portion of the net investment proceeds will be in held in cash, cash equivalents, temporary investments consistent with the University’s Sustainable Investment Framework or applied to temporarily reduce indebtedness of a revolving nature before being redrawn for use for Eligible Projects or Assets.

   DNV has reviewed the evidence presented and can confirm that the Framework indicates that proceeds arising from future issuances will be appropriately managed and is consistent with the criteria set out in the GBP.

4. **Reporting**
   The University intends to report on the use of proceeds annually for effective communication with related stakeholders including investors.

   The UoM’s reporting will include:

   - Allocation reporting for outstanding bonds including:
     - The aggregate amount allocated to various Eligible Projects
     - The remaining balance of funds which have not yet been allocated and type of temporary investment
     - Examples of Eligible Projects (subject to confidentiality disclosures)
   - Impact reporting for outstanding bonds (subject to data availability and project type)
DNV can confirm that the UoM’s Sustainability Financing Framework appropriately describes the procedures of reporting in line with GBP.

On the basis of the information provided by the UoM and the work undertaken, it is DNV’s opinion that the UoM’s Green Bond instrument issued under this Framework meets the criteria established in the Protocol and is aligned with GBP.

for DNV Business Assurance Australia Pty Ltd.

Sydney, Australia / 15 July 2022

Mark Robinson
Lead Assessor

David McCann
Technical Reviewer
Schedule 1. Nominated Projects/Assets for the proposed bond issuance

The nominated projects/assets as provided by the UoM as at July 2022.

<table>
<thead>
<tr>
<th>Eligible Green Project Categories</th>
<th>Eligible Projects/Assets</th>
<th>Green Star Rating</th>
<th>Green Star Certification Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>Green Buildings (New Builds)</td>
<td>Western Edge Biosciences (WEBS) - Parkville</td>
<td>6 Star</td>
<td>Certified 13-Jul-20</td>
</tr>
<tr>
<td></td>
<td>Werribee Teaching &amp; Learning Building</td>
<td>6 Star</td>
<td>Certified 3-Jul-20</td>
</tr>
<tr>
<td></td>
<td>New Student Precinct - Student Pavillion</td>
<td>6 Star</td>
<td>Certification in progress (Selected on design specification Green Star alignment)</td>
</tr>
<tr>
<td></td>
<td>New Student Precinct - Arts &amp; Cultural</td>
<td>6 Star</td>
<td>Certification in progress (Selected on design specification Green Star alignment)</td>
</tr>
<tr>
<td></td>
<td>Melbourne Conservatorium of Music</td>
<td>5 Star</td>
<td>1-Oct-20</td>
</tr>
<tr>
<td>Green Buildings (Upgrades and/or Energy Efficiency)</td>
<td>Melbourne Connect - Engineering fit out</td>
<td>6 Star</td>
<td>5-May-22</td>
</tr>
</tbody>
</table>
Second Party Opinion on the UoM’s Proposed Green Bond Issuance

Schedule 2. Eligibility Assessment Protocol

1. Use of Proceeds

<table>
<thead>
<tr>
<th>Ref.</th>
<th>Criteria</th>
<th>Requirements</th>
<th>DNV Findings</th>
</tr>
</thead>
<tbody>
<tr>
<td>1a</td>
<td>Type of bond</td>
<td>The bond must fall in one of the following categories, as defined by the Green Bond Principles:</td>
<td>The reviewed evidence confirms that the Framework caters for instruments including Green, Social or Sustainability Use of proceeds Bonds or Loans.</td>
</tr>
<tr>
<td></td>
<td></td>
<td>• Green Use of Proceeds Bond</td>
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<tr>
<td></td>
<td></td>
<td>• Green Use of Proceeds Revenue Bond</td>
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<tr>
<td></td>
<td></td>
<td>• Green Project Bond</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>• Green Securitised Bond</td>
<td></td>
</tr>
<tr>
<td>1b</td>
<td>Sustainable Project Categories</td>
<td>The cornerstone of Green Bond is the utilisation of the proceeds of the bond which should be appropriately described in the legal documentation for the security.</td>
<td>The proposed Bond issuance is related to a Use of Proceeds falling under the Framework categories of Green Buildings (New Builds) and Green Buildings (Upgrades and / or Energy Efficiency). This is consistent with the categories outlined in the GBP.</td>
</tr>
<tr>
<td>1c</td>
<td>Environmental and Social benefits</td>
<td>All designated Green Project categories should provide clear environmentally sustainable benefits, which, where feasible, will be quantified or assessed by the Issuer.</td>
<td>Eligible Green Categories</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td><strong>Green Buildings (New Builds)</strong></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>The UoM has proposed to select Green Buildings projects/assets using criteria including:</td>
</tr>
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<td></td>
<td>- National Australian Built Environment Rating System (“NABERS”) – minimum 5 Star or above; or</td>
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<td></td>
<td>- Green Building Council of Australia (“GBCA”) Green Star – minimum 5 Star or above; or</td>
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<td>- Any other green building label, that is an equivalent standard of the above</td>
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<td></td>
<td>Procurement of sustainably sourced construction materials - including certified products (such as FSC timber, GECA or GreenTag certified products), or products containing recycled content (such as concrete, glass).</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>DNV considers Green Buildings with a Green Star 5-6 Star rating (or the materials acquired for them) to deliver substantial environmental benefits associated with greenhouse gas mitigation, water efficiency, embodies emissions and other potential benefits.</td>
</tr>
<tr>
<td></td>
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<td></td>
<td><strong>Green Buildings (Upgrades and / or Energy Efficiency)</strong></td>
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<tr>
<td></td>
<td></td>
<td></td>
<td>The UoM has proposed to select Green Building upgrades and energy efficiency projects/assets using criteria including projects that achieve:</td>
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<tr>
<td></td>
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<td></td>
<td>- National Australian Built Environment Rating System (“NABERS”) – minimum 5 Star or above; or</td>
</tr>
</tbody>
</table>
Second Party Opinion on the UoM’s Proposed Green Bond Issuance

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<thead>
<tr>
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<tr>
<td></td>
<td></td>
<td>- Green Building Council of Australia (&quot;GBCA&quot;) Green Star – minimum 5 Star or above; or - Any other green building label, that is an equivalent standard of the above</td>
<td>The UoM has proposed to select upgrades to projects/ assets and energy efficiency upgrade projects/assets using criteria including projects that result in efficiency gains of 20% or more through: - Adoption of smart technologies and / or systems for optimising energy management in new and existing buildings such as lighting, replacing air-cooled air-conditioning with water cooling; - Energy efficiency improvements in new projects based on third-party assessment, - Upgrades to existing projects that will result in at least a 20% improvement in energy efficiency when compared against the projects overall energy consumption. DNV considers upgrade projects and / or efficiency upgrade projects that achieve greater than 20% improvements in energy efficiency to deliver substantial environmental benefits associated with greenhouse gas mitigation. The proposed initial issuance under the Framework is confirmed by DNV to relate to Green Star 5 and 6 star rated buildings, 4 of which had achieved certification to the stated level and 2 of which were undergoing certification and had been selected based on the design specification and construction progress. DNV considers the nominated projects to be compliant with the stated criteria of the Framework and well aligned with the GBP. Overall, DNV considers the Environmental criteria benchmarked and projects selected by the UoM can reasonably be expected to deliver real and tangible environmental benefits through the Use of Proceeds categories associated with improvements in water efficiency, energy efficiency and related reductions in building GHG emissions. DNV concludes that the nominated projects are well aligned with the GBP.</td>
</tr>
<tr>
<td>1d</td>
<td>Refinancing Share</td>
<td>In the event that a proportion of the proceeds may be used for refinancing, it is recommended that issuers provide an estimate of the share of financing vs. refinancing, and where appropriate, also clarify which investments or project portfolios may be refinanced.</td>
<td>DNV notes that the proposed initial issuance under the Framework is to be for the refinancing of the nominated projects. From the Framework The Project Evaluation and Selection Process will ensure that the proceeds of the UoM GSS transactions are earmarked for financing of new or refinancing existing projects/ expenditures that meet the criteria as defined in Section 2.2.</td>
</tr>
</tbody>
</table>

2. Process for Project Selection and Evaluation

<table>
<thead>
<tr>
<th>Ref.</th>
<th>Criteria</th>
<th>Requirements</th>
<th>DNV Findings</th>
</tr>
</thead>
<tbody>
<tr>
<td>2a</td>
<td>Investment-decision process</td>
<td>The Issuer of a Green Bond should outline the decision-making process it follows to determine the eligibility of projects using Green Bond</td>
<td>As per the Framework, the UoM will evaluate and select projects that meet the criteria set out in the Use of Proceeds section of the Framework. The UoM has set out a clearly defined process for this including defined roles and responsibilities. From the Framework</td>
</tr>
</tbody>
</table>
Second Party Opinion on the UoM’s Proposed Green Bond Issuance

<table>
<thead>
<tr>
<th>Ref.</th>
<th>Criteria</th>
<th>Requirements</th>
<th>DNV Findings</th>
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<tbody>
<tr>
<td></td>
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<td>proceeds. This includes, without limitation:</td>
<td><em>The Project Evaluation and Selection Process will ensure that the proceeds of the UoM’s GSS transactions are earmarked for financing of new or refinancing existing projects/ expenditures that meet the criteria as defined in Section 2.2.</em></td>
</tr>
<tr>
<td></td>
<td></td>
<td>• A process to determine how the projects fit within the eligible Green Projects categories identified in the Principles;</td>
<td>Decision-making process to determine the eligibility of projects are well explained in the Framework, including creation of a dedicated Sustainable Finance Working Group and presented to the Chief Financial Officer for approval.</td>
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<td></td>
<td></td>
<td>• The criteria making the projects eligible for using the Green Bond proceeds; and</td>
<td><strong>From the Framework</strong></td>
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<td></td>
<td></td>
<td>• The environmental sustainability objectives</td>
<td><em>UoM will form a Sustainability Financing Working Group to carry out the evaluation and selection process. The Sustainability Financing Working Group will consist, at a minimum, of representatives from:</em></td>
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<td>§ Treasury Team</td>
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<td>§ Sustainability Strategy Team</td>
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<td></td>
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<td>§ Property Development Team</td>
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<td>As per Figure 1 in the Framework outlining the Process for Evaluation and Selection of Eligible Assets/ Projects, shortlisted projects will be presented to the Chief Financial Officer for approval. If such project is considered as an Eligible Project in accordance with this Framework, it will be earmarked for the use of proceeds of a GSS transaction under this Framework.</td>
</tr>
<tr>
<td>2b</td>
<td>Issuer’s environmental and social and governance framework</td>
<td>In addition to information disclosed by an issuer on its Green Bond process, criteria and assurances, Green Bond investors may also take into consideration the quality of the issuer’s overall framework and performance regarding environmental sustainability.</td>
<td>DNV has confirmed that the value of (or exposure to) the nominated projects exceed the proposed Bond issuance amount. The UoM may disclose the Bond issuance amount closer to issuance.</td>
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<td>The UoM has set out a defined Sustainability Plan including numerous initiatives and future aspirations for working towards 2030. The UoM has put in place the University’s Sustainability Plan 2030, which is a roadmap for delivering on the commitments of its Sustainability Charter and is aligned to the goals of the UoM’s 2030 Advancing Melbourne institutional strategy. The UoM has defined their approach through twelve priorities across three domains:</td>
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<td>- Amplifying action through campus and communities;</td>
<td>- Mobilising knowledge and action;</td>
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<td></td>
<td></td>
<td>- Climate leadership</td>
<td>- Graduates for a sustainable future</td>
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<td></td>
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<td>- Campuses as living laboratories</td>
<td>- Discovery</td>
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<td>- Community of sustainability learners and practitioners</td>
<td>- Indigenous knowledges</td>
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<td></td>
<td></td>
<td></td>
<td>- Engagement and partnerships</td>
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<td>- Walking the talk in their operations;</td>
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<td></td>
<td></td>
<td></td>
<td>- Climate resilience</td>
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<td></td>
<td>- Healthy ecosystems</td>
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<td>- Healthy water cycles</td>
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<td></td>
<td>- Just and circular economy</td>
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<td></td>
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<td>- Responsible investment</td>
</tr>
</tbody>
</table>
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Also consistent with the defined use of Proceeds is the UoM’s strategy “Climate Positive by 2030”. The UoM has committed to achieve carbon neutral certification by 2025 and achieve climate positive status by 2030. ‘Climate positive’ is defined as step further than ‘carbon neutral’ as it removes more greenhouse gas emissions than generated. This commitment was announced by the Vice Chancellor in October 2021. The Green Use of Proceeds are considered by DNV to support the Climate Positive by 2030 strategy.

It is DNV’s conclusion that the UoM has adopted ESG principles throughout the University as an organisation and educational and research institution from the materials, strategy and background information provided to DNV and has a clear and defined focus on sustainability. The UoM’s Sustainability Financing Framework and proposed Bond under the Framework are well aligned with the broader UoM strategy and position on sustainability.

3. Management of Proceeds

<table>
<thead>
<tr>
<th>Ref.</th>
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<th>DNV Findings</th>
</tr>
</thead>
<tbody>
<tr>
<td>3a</td>
<td>Tracking procedure</td>
<td>The net proceeds of Green 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.</td>
<td>The evidence reviewed shows how the UoM plans to trace the net proceeds of Green Bond. The UoM is able to track allocations and investments within the Bond through its internal financial system as accessed and tracked by Treasury and Finance Teams.</td>
</tr>
<tr>
<td></td>
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<td><strong>From the Framework</strong></td>
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<td></td>
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<td></td>
<td><em>The University will maintain a register to keep track of the use of proceeds for each GSS transaction.</em></td>
</tr>
<tr>
<td>3b</td>
<td>Tracking procedure</td>
<td>So long as the Green Bond is outstanding, the balance of the tracked proceeds should be periodically reduced by amounts matching eligible green investments made during that period.</td>
<td>The details of information to be traced are addressed in the Framework.</td>
</tr>
<tr>
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<td></td>
<td><strong>From the Framework</strong></td>
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<tr>
<td></td>
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<td></td>
<td><em>The University will monitor the allocation to Eligible Project and track the net proceeds through its internal accounting system.</em></td>
</tr>
<tr>
<td>3c</td>
<td>Temporary holdings</td>
<td>Pending such investments or disbursements to eligible Green Projects, the Issuer should make known to investors the intended types of temporary investment instruments for the balance of unallocated proceeds.</td>
<td>The UoM indicates in the Framework that the unallocated proceeds can be invested in various activities (cash, cash equivalents, temporary investments compliant with the University’s Sustainable Investment Framework or applied to temporarily reduce indebtedness of a revolving nature before being redrawn for use for Eligible Projects / Assets) in accordance with its general liquidity management policies.</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td><strong>From the Framework</strong></td>
</tr>
<tr>
<td></td>
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<td></td>
<td><em>In the unlikely event that the net proceeds from GSS transactions unallocated to Eligible Projects / Assets within a certain timeframe, the University will ensure that any unallocated proceeds shall be temporarily.</em></td>
</tr>
</tbody>
</table>
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</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td>- Held in cash or cash equivalent instruments with a Treasury function; - Held in investment instruments compliant with the University’s Sustainable Investment Framework; or - Applied to reduce indebtedness of a short term or revolving nature before being redrawn for notional allocation to Eligible Projects / Assets.</td>
</tr>
</tbody>
</table>

4. Reporting

<table>
<thead>
<tr>
<th>Ref.</th>
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</tr>
</thead>
<tbody>
<tr>
<td>4a</td>
<td>Periodical reporting</td>
<td>Issuers should make and keep readily available up to date information on the use of proceeds to be renewed annually until fully drawn, and as necessary thereafter in the event of material developments. This should include a list of the Green projects to which the Green Bond proceeds have been allocated and a brief description of the projects and the amounts allocated and their expected impact. Where confidentiality agreements, competitive considerations, or a large number of underlying projects limit the amount of detail that can be made available, the information is presented in generic terms or on an aggregated project portfolio basis. 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 Green 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.</td>
<td>The UoM has confirmed that it will report on the allocation of net proceeds of its Bond within approximately one year from the issuance date. From the Framework The University will provide the following information for the net proceeds of all the GSS transactions during the period: - The aggregate amount allocated to various Eligible Projects / Assets - The remaining balance of funds which have not yet been allocated and type of temporary investment - Examples of Eligible Projects / Assets (subject to confidentiality disclosures)</td>
</tr>
</tbody>
</table>

The UoM also states in the Framework that, where possible, it will provide annual impact reporting on relevant environmental and or social metrics.
Schedule 3. Green Bond / Green Bond Programme External Review Form

Section 1. Basic Information

Issuer name:
The University of Melbourne ("UoM")

Green Bond ISIN or Issuer Sustainability Financing Framework Name, if applicable:
Green Bond Issuance, 2022

Independent External Review provider’s name:
DNV Business Assurance Australia Pty Ltd

Completion date of this form:
15 July 2022

Publication date of review publication:
15 July 2022

Section 2. Review overview

SCOPE OF REVIEW
The following may be used or adapted, where appropriate, to summarise the scope of the review.

The review assessed the following elements and confirmed their alignment with the GBPs:

☒ Use of Proceeds
☒ Management of Proceeds
☒ Process for Project Evaluation and Selection
☒ Reporting

ROLE(S) OF INDEPENDENT EXTERNAL REVIEW PROVIDER

☒ Second Party Opinion
☐ Certification
☐ Verification
☐ Scoring/Rating
☐ Other (please specify):

Note: In case of multiple reviews / different providers, please provide separate forms for each review.

EXECUTIVE SUMMARY OF REVIEW and/or LINK TO FULL REVIEW (if applicable)

On the basis of the information provided by the UoM and the work undertaken, it is DNV’s opinion that the UoM’s proposed Green Bond issuance meet the criteria established in the Protocol and are aligned with the stated definition of green within the Green Bond Principles 2021.

Section 3. Detailed review

Reviewers are encouraged to provide the information below to the extent possible and use the comment section to explain the scope of their review.

1. USE OF PROCEEDS

Overall comment on section (if applicable):
The UoM intends to use the proceeds of the initial Green Bond issued under its Sustainability Financing Framework to finance new or existing Eligible Green Projects / Assets falling under the categories of Green Buildings (New Builds) and or Green Buildings (Upgrades and / or Energy Efficiency) DNV concludes that the UoM’s Framework and proposed Use of Proceeds are aligned with the GBP.
Second Party Opinion on the UoM Green Bond Issuance

Use of proceeds categories as per GBP:

☐ Renewable energy ☐ Energy efficiency
☐ Pollution prevention and control ☐ Environmentally sustainable management of living natural resources and land use
☐ Terrestrial and aquatic biodiversity conservation ☐ Clean transportation
☐ Sustainable water and wastewater management ☐ Climate change adaptation
☐ Eco-efficient and/or circular economy adapted products, production technologies and processes ☒ Green buildings
☐ Unknown at issuance but currently expected to conform with GBP categories, or other eligible areas not yet stated in GBP's
☐ Other (please specify):

If applicable please specify the environmental taxonomy, if other than GBPs: N/A

2. PROCESS FOR PROJECT EVALUATION AND SELECTION

<table>
<thead>
<tr>
<th>Overall comment on section (if applicable):</th>
</tr>
</thead>
<tbody>
<tr>
<td>The Framework describes the process for project evaluation and selection. Potential project to which proceeds is used under the Framework will be identified and selected by the UoM Sustainability Financing Working Group and will be assessed against the University’s sustainability objectives and commitments, as well as alignment with the Sustainability Financing Framework, for approval by the Chief Financial Officer to ensure the project meets the eligibility criteria.</td>
</tr>
</tbody>
</table>

Evaluation and selection

☒ Credentials on the issuer’s green objectives
☒ Defined and transparent criteria for projects eligible for Sustainability Bond proceeds
☒ Summary criteria for project evaluation and selection publicly available
☒ Documented process to determine that projects fit within defined categories
☒ Documented process to identify and manage potential ESG risks associated with the project
☐ Other (please specify):

Information on Responsibilities and Accountability

☐ Evaluation / Selection criteria subject to external advice or verification
☒ In-house assessment
☐ Other (please specify):

3. MANAGEMENT OF PROCEEDS

<table>
<thead>
<tr>
<th>Overall comment on section (if applicable):</th>
</tr>
</thead>
<tbody>
<tr>
<td>The net proceeds of the Green Bond will be used and managed accordingly for financing of existing or new Eligible projects or assets. For effective management of the proceeds the UoM plans to maintain a Register to manage the allocations of proceeds for the Green Bond.</td>
</tr>
</tbody>
</table>

DNV has reviewed the evidence presented and can confirm that the proceeds arising from future GSS instrument issuances will be appropriately managed.

Tracking of proceeds:

☒ Green Bond proceeds segregated or tracked by the issuer in an appropriate manner
☒ Disclosure of intended types of temporary investment instruments for unallocated proceeds
☐ Other (please specify):
4. REPORTING

Overall comment on section (if applicable):
The UoM intends to report on the use of proceeds annually for effective communication with related stakeholders including investors. The UoM's reporting will include allocation and impact reporting, where feasible.

Use of proceeds reporting:
- Project-by-project
- Linkage to individual bond(s)

Information reported:
- Allocated amounts
- Other (please specify):

Frequency:
- Annual
- Semi-annual
- Other (please specify):

Impact reporting:
- Project-by-project
- Linkage to individual bond(s)

Frequency:
- Annual
- Semi-annual
- Other (please specify):

Information reported (expected or ex-post):
- GHG Emissions / Savings
- Decrease in water use
- Target populations
- Energy Savings
- Number of beneficiaries
- Other ESG indicators (please specify): Green building certification or equivalent obtained/maintained,

Means of Disclosure
- Information published in financial report
- Information published in sustainability report
- Information published in ad hoc documents
- Other (please specify):
- Reporting reviewed (if yes, please specify which parts of the reporting are subject to external review):
Where appropriate, please specify name and date of publication in the useful links section.

**USEFUL LINKS** (e.g. to review provider methodology or credentials, to issuer’s documentation, etc.)
https://about.unimelb.edu.au/priorities-and-partnerships/sustainability

**SPECIFY OTHER EXTERNAL REVIEWS AVAILABLE, IF APPROPRIATE**

Type(s) of Review provided:

- ☒ Second Party Opinion
- ☐ Certification
- ☐ Verification
- ☐ Scoring/Rating
- ☐ Other (please specify):

**Review provider(s):**

DNV Business Assurance Australia Pty Ltd.

**Date of publication:**

15 July 2022
ABOUT ROLE(S) OF REVIEW PROVIDERS AS DEFINED BY THE GBP

1. **Second Party Opinion:** An institution with environmental expertise that is independent from the issuer may issue a Second Party Opinion. The institution should be independent from the issuer’s adviser for its Sustainability Financing Framework, or appropriate procedures, such as information barriers, will have been implemented within the institution to ensure the independence of the Second Party Opinion. It normally entails an assessment of the alignment with the Green Bond Principles. In particular, it can include an assessment of the issuer’s overarching objectives, strategy, policy and/or processes relating to environmental sustainability, and an evaluation of the environmental features of the type of projects intended for the Use of Proceeds.

2. **Verification:** An issuer can obtain independent verification against a designated set of criteria, typically pertaining to business processes and/or environmental criteria. Verification may focus on alignment with internal or external standards or claims made by the issuer. Also, evaluation of the environmentally sustainable features of underlying assets may be termed verification and may reference external criteria. Assurance or attestation regarding an issuer’s internal tracking method for use of proceeds, allocation of funds from Green Bond proceeds, statement of environmental impact or alignment of reporting with the GBP, may also be termed verification.

3. **Certification:** An issuer can have its Green Bond or associated Sustainability Financing Framework or Use of Proceeds certified against a recognised external green standard or label. A standard or label defines specific criteria, and alignment with such criteria is normally tested by qualified, accredited third parties, which may verify consistency with the certification criteria.

4. **Green Bond Scoring/Rating:** An issuer can have its Green Bond, associated Sustainability Financing Framework or a key feature such as Use of Proceeds evaluated or assessed by qualified third parties, such as specialised research providers or rating agencies, according to an established scoring/rating methodology. The output may include a focus on environmental performance data, the process relative to the GBP, or another benchmark, such as a 2-degree climate change scenario. Such scoring/rating is distinct from credit ratings, which may nonetheless reflect material environmental risks.
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 16,000 professionals are dedicated to helping customers make the world safer, smarter and greener.

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