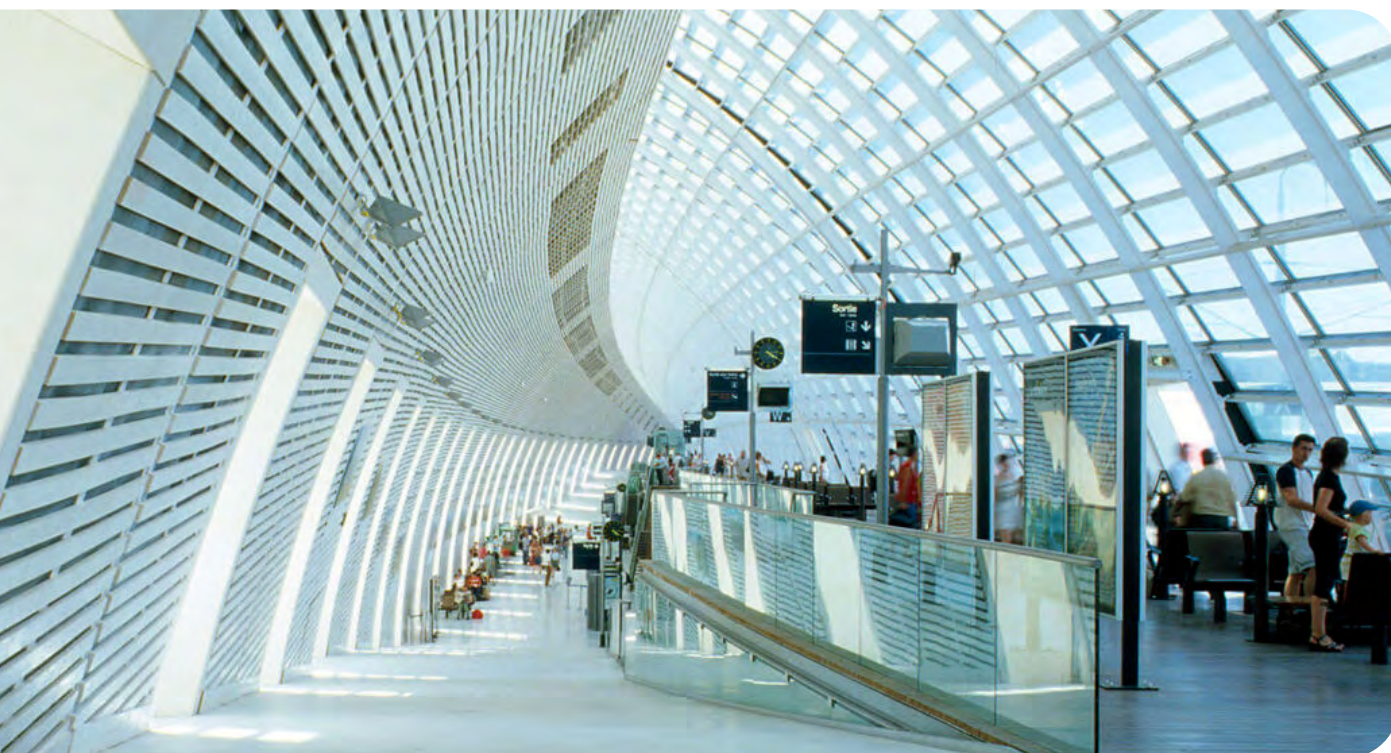


# Green securities Framework **2024-2025**









## Purpose of document

This document aims to inform SNCF Group investors about the sustainable financing policy implemented by the company, the monitoring, and rules with which it complies, the standards this approach is based on and the carbon and CSR impacts related to the financing of eligible assets.

This Green Securities framework merges our existing Green Bond and Green CP Frameworks into a single document. As such, the document covers all green securities issued by the company. Hence its name.

This document, by construction and philosophy, complies with best market practices, as set out in the ICMA Green Bond Principles (June 2021)<sup>1</sup> and is subject to compliance verification by an external Second Opinion Provider (SOP) establishing a Second Party Opinion (SPO) on an annual basis. This framework will be publicly available.

## Rationale for issuance

The issuance of green securities directly supports SNCF Group's goal to have 100% of its financing and investments in 'Green' or 'Sustainable' format in 2025. Moreover, SNCF Group has set clear targets, defined in the section above, to reduce the GHG emissions coming from the transport sector. Therefore, the green securities contribute to SNCF Group's commitment to reduce by 30% the Greenhouse Gas (GHG) emissions (scopes 1 and 2) linked to the activities of the transport sector by 2030 from a 2015 base-line year.

<sup>1</sup> - with June 2022 Appendix 1

# Presentation of SNCF Group

A major player in mobility in Europe, the SNCF Group operates across all segments of the transport market. Drawing on its core rail business, expertise, ecological advantages, and ability to reinvent itself in a rapidly changing environment, the SNCF Group serves the public interest, supporting both its customers and communities throughout France.

The group ambitions a positive impact on its ecosystem, both ecological and territories development. Promoting equal opportunities is central to its raison d'être:

***"The SNCF Group's mission is to contribute to the vitality of society and its regions. We offer transport services essential to economic strength and social cohesion, vital to the development of regions and the day-to-day wellbeing of their residents, and finally, crucial to the success of ecological transition. The public service mission that SNCF was entrusted with when it was founded in 1938 continues today in the commitment of the company's employees to serve the common good."***

**Jean-Pierre Farandou**

Chairman and CEO, SNCF Group



## The SNCF Group is made up of 5 major subsidiaries with distinct identities:

**SNCF Réseau** for the management, maintenance and renewal of the rail infrastructure and stations;

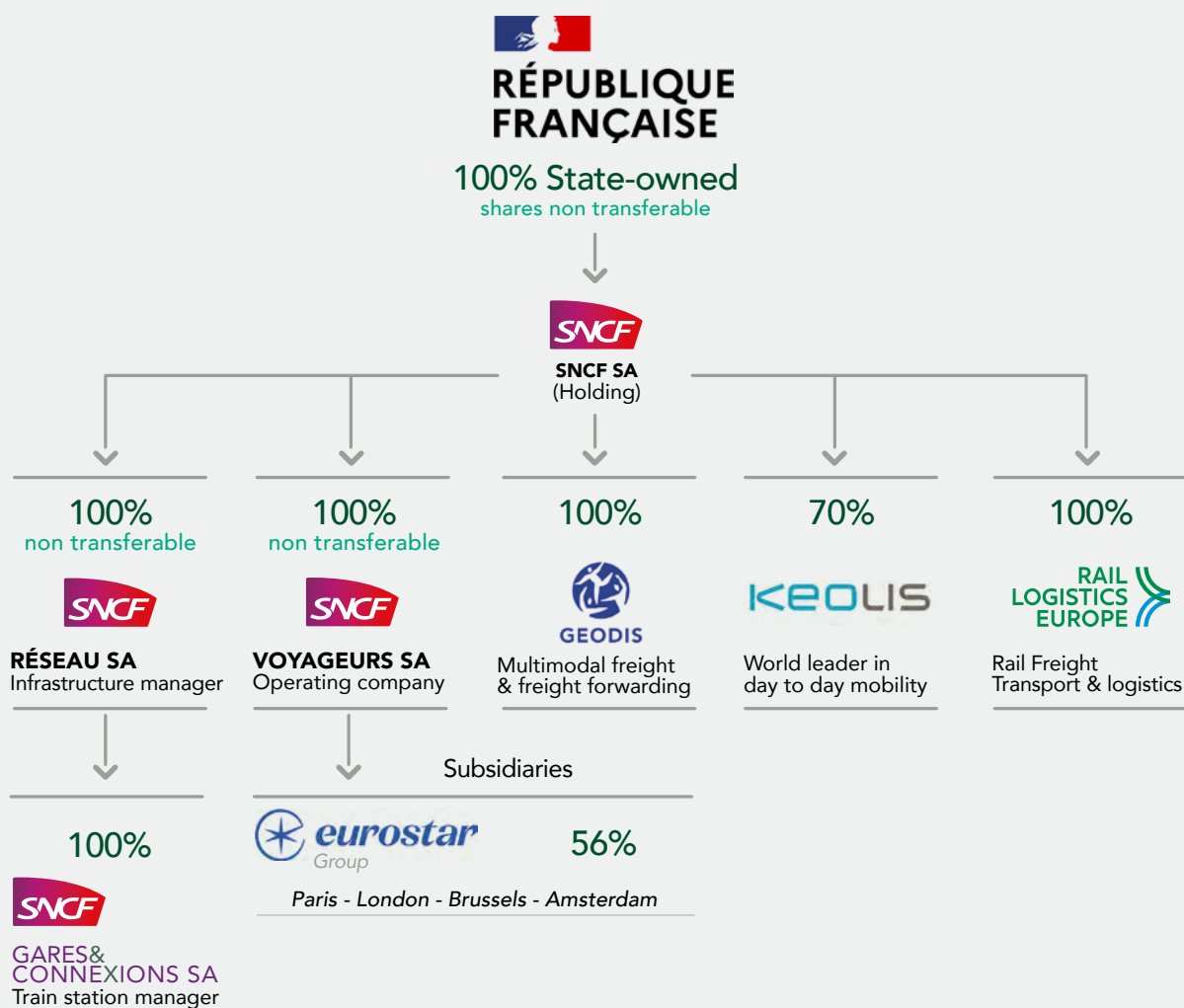
**SNCF Voyageurs** for rail passenger transport, both in «Open Access» on high-speed and at regional level with the TER, Transilien, TGV, OuiGo, Eurostar, OuiGo España brands;

**KEOLIS** for the mass transit and urban transport professions in France and abroad;

**Rail Logistics Europe** for rail freight and logistics businesses in Europe;

**GEODIS** for international freight and logistics businesses.

All the operational subsidiaries are overseen by SNCF SA, a national company with public capital (100% State-owned) which acts as the Group's parent entity and provides strategic and financial management among other services. It guarantees the unity, integration, and solidarity within the Group.



Source: Annual Report 2024



# 2024 Key figures

In 2024, the SNCF Group achieved a **turnover of €43.4 billion**, an **EBITDA of €7 billion**, **total investments, all financings combined, of €10.8 billion (CAPEX)** - essentially in the rail system in France - and a **controlled level of debt, standing at €24.8 billion**.



To find out more about the group activities, please refer you to the following documents:

[Annual Report 24 – SNCF Group](#)

[GEODIS website](#)

[Investor presentation](#)

[KEOLIS website](#)

[SNCF website – Finance pages](#)

[SNCF website – Rail Logistics Europe](#)

[SNCF website – Voyageurs](#)

[SNCF Réseau website](#)





# SNCF Group ESG commitment

## The world is developing facing to four crises:

**A climate crisis** requiring radical individual and collective behavioral changes, both individually and collectively;

**A regional crisis:** all regions do not have the same level of development or inclusion in the globalization of trade. This creates inequalities in terms of growth, tax resources and therefore public service coverage;

**A labor crisis,** as a result of the regional crisis, generated by job access difficulties and income disparities making it harder for households to change their lifestyles and, in particular, become more environmentally friendly;

**A health crisis** of historic proportions that has caused a global crisis since 2020, the consequences of which will continue for several years, leading to profound economic, social and cultural changes. The Group's commitments are detailed in the nonfinancial performance statement of the Annual financial Report.

## Facing these emergencies, the Group provides clear and strong responses:

**Climate change, a major challenge:** While the transport sector accounts for 30% of French greenhouse gas (GHG), rail contributes to only 0.6% of it, and yet represents 11% of people and 9% of goods transported. To boost this performance and promote the modal transition to collective transport, SNCF Group is committed to an ambitious plan of CO<sub>2</sub>e emission reduction. As mentioned above, the Group aims to reduce transport and building CO<sub>2</sub>e emissions by 30% and 50%, respectively, by 2030 compared to 2015. These goals are consistent with France's national low carbon strategy and the Paris Agreement objectives.

**A natural partner committed to regional development:** The Group's relationship with the regions is natural and long-standing: transport has always contributed to opening up and developing regions, conurbations and city centers. This is promoted by the Group's 11 regional coordinators whose role is to strengthen local ties with regional players. Regions are currently undergoing major changes: metropolization and globalization, regional deindustrialization, ageing population, reduction of their energy footprint, etc. All the Group's business lines contribute to the response: support the development of mass transit by revitalizing minor historical regional routes, boosting the capacities of major train stations while maintaining a maximum open in suitable conditions, assist all regions in developing mobility services tailored to their demographic, environmental and financial challenges.

**A reaffirmed social commitment: Social responsibilities of the SNCF Group are multiple:**

- **As an employer**, the Group has a workforce of 290,000 employees worldwide (including close to 210,000 in France). It must provide each employee with the means to develop professionally, a protective social framework and a reassuring environment. As part of the employer's promise, the Group must rise to the challenge of making its brand appealing to attract and retain sought-after key talents.
- **As a purchaser**, the Group is a major player in the rail sector and the national and European economy. Through its responsible purchasing policy, the Group acts on a daily basis on recurrent purchasing volumes which, in 2024, amounted to nearly €16 billion.
- **As a mobility solutions provider**, the Group is central to the life of many French people and citizens in other countries. The operational and commercial performance determines their quality of life and their ability to find employment, get to their workplace daily and access their rights. The continuous improvement of our fundamentals is not only a question of competitiveness: it is also a question of social justice and regional equity.
- **As a public company**, SNCF Group is at the service of the nation. It aims to be a useful group in the daily life of every French person.
- **Since 2003, SNCF Group has adhered to the 10 principles of the United Nations Global Compact on human rights**, anticorruption, labor rights and environmental protection. It releases an annual publication on its progress in this area.



**To find out more about the group's CSR commitments:**

[SNCF Group website](#)

[Annual Report 24 – SNCF Group](#)





- **Since 2016**, Green Bonds and Green CPs issued by the Group SNCF are directly contributing, through 6 axes, to 14 out of the 17 SGT (Sustainability Growth Targets) edicted by the United Nations.





# SNCF Group and sustainable finance

## Context

Sustainable finance has grown exponentially over the past 10 years, with issuance volumes exceeding USD 400 billion in 2024. It is a key market for a large number of issuers, including the SNCF Group.

Between 2016 and 2024, SNCF Group raised €11.8 billion in Green Bond securities, making the Group one of the largest Green Bonds issuer both in France and worldwide (excluding financial or sovereign issuers).

## Our commitments

The group is on track to convert, by 2025, all its financial products (except derivatives and deposit accounts) to the criteria of responsible investment, in a 100% green finance strategy, including:

- Green Bonds for medium and long-term financing
- Green Commercial Paper (CP) for short-term financing
- Investments in media that integrate environmental, social and governance (ESG) criteria for cash.

## Policies and actions

**To convert all its financial products, the Group relies on three levers:**

**Broadening the asset base.** The gradual expansion to new asset types is a long-term approach for the Group. Originally designed for the rail network, the program includes now the acquisition but also both heavy and light renovation of highspeed rolling stock. Today, SNCF Group is working on developing indicators and approaches to broaden its base of eligible assets. The Group is interested, for example, in developing its real estate assets for railway use, such as technical or maintenance centers, or for residential use.



**The extension to short-term financing (Green CP).** In 2021, SNCF Group launched the first issue of short-term green financing securities that comply with the allocation criteria of the *Green Bond Principles*. The instrument is intended to finance operating expenses related to recycling, environmental remediation and renewable energy purchase agreements. This new financing method was developed in partnership with Mirova, a management company dedicated to sustainable investment. With this new initiative, the Group intends to contribute to the development of green finance and accelerate investment in the ecological transition.

### **The greening of investments.**

By 2025, SNCF Group wishes to convert 100% of its cash investments (UCITS and money market and bond funds) to investments that meet responsible investment criteria.

## **Positive impacts for the climate**

Between 2016 and May 2024, the allocation of Green Bond funds focused on the rail network for its renewal or development. The investments financed by Green Bonds generated a saving close to 57 million tons of CO<sub>2</sub>e (avoided emissions), which corresponds to the carbon footprint of almost 118,000 French people over 40 years. Overall, for every €1 billion invested in the rail network, 5.2 million tons of CO<sub>2</sub>e are avoided over 40 years.



### **Green commercial paper framework 2021/2022**







## A robust approach

**Our Green securities programs are based on the best market practices, including:**

**The allocation of funds to new projects:** it is therefore impossible to finance the same project several times with separate emissions.

**Consideration of the product life cycle:** project carbon emissions include direct emissions during the usage phase, but also a whole range of indirect emissions linked to the upstream (construction) or downstream (recycling) phases.

**Complete impact analysis:** as far as possible, SNCF Group includes direct emissions, indirect emissions linked to energy consumption, and indirect downstream/upstream emissions.

**Objective assumptions:** in particular for the assumptions on the change in the French energy mix or on the development of emission factors for rival transport modes. They are revised each year based on the latest studies by external reference bodies (ADEME, RTE, etc.).

**No double counting:** SNCF Group incorporates allocation rules to avoid double counting of avoided emissions. More concretely, this implies that, irrespective of the project financed, 80% of the emissions are attributed to infrastructure and 20% to rolling stock. In the case of partially subsidised or co-financed projects, SNCF Group takes the share of avoided emissions in proportion to the funding provided.

In addition, SNCF Group has its Green Bond program certified each year by the best market standards, "Green Bond Principles", "Climate Bond Initiative", and publishes an annual Green Bond impact report. This document is checked on one hand by an external auditor independently of the mission of the statutory auditors and on another hand by an SPO (Second Party Opinions).

**Desinduction:** the methodology for rail infrastructure CAPEX now includes (since 2022) the principle of desinduction for all LGV-eligible assets, considering that a fraction of 19% of the traffic lost by high-speed rail transport would disappear without being transferred to other, more emissive modes of transport.



# Green bond program

## Use of proceeds

Due to its sustainable mobility offer, but also because of its footprint in the regions in terms of employment and housing, its support for associations, partnerships with training organizations and support for local start-ups, SNCF Group is a key player in carrying out the public policies deployed by local players. In this way, it intends to contribute to addressing the main concerns of French people as revealed by the second edition of the Baromètre des Territoires: health, purchasing power, environment.

Under ICMA's pre-issuance checklist harmful project categories are excluded.

Also, the train is the most sustainable means of transport of all, the most sustainable, with the lowest CO<sub>2</sub>e emissions impact. For each €1 billion invested on the infrastructure, 5.2 M of TCO<sub>2</sub>e are avoided over 40 years, which is equivalent to the carbon footprint of more than 10,700 French people over 40 years.

Through its Green Bond program, the SNCF Group wishes to promote its investments (CAPEX) with a high environmental impact on the maintenance, renewal, or development of all the components of the «railway system», whether it be the infrastructure - the primary condition for all traffic - or the rolling stock - the realization of the ecological potential of this mode of transport.

**As such, the Green Bond program set up by the SNCF Group allows, for the moment, the financing of the following investments:**

**Investments in maintenance, renewal, energy efficiency** of the electric rail network, for the most heavily circulated part of the electrified network (HSL and UIC 1 to 6)<sup>2</sup>.

**Investments in the development of the electric rail network**, for the most circulated sections (HSL and UIC 1 to 6).

2 - ICMA category (Clean transportation) to the framework





**Purchase of high-speed electric rolling stock<sup>3</sup>**, such as the TGV M, for which an order for around a hundred modern trains will reduce energy consumption by 20% on the electric rail network, for the busiest sections (UIC 1 to 6 and LGV), while carrying up to 20% more passengers.

**Major maintenance investments for mid-life operation of the high-speed electric rolling stock fleet and the related technicentres<sup>4</sup>.**

**Major maintenance renovation investments for end-of-life operation of the high-speed electric rolling stock fleet and the related technicentres.**

Beginning in 2024, the scope will be broadened to include programs related to end-of-life operations (as of today, this program is called "O2D<sup>5</sup>").

**Light maintenance renovation investments of the high-speed electric rolling stock fleet and the related technicentres<sup>6</sup>.**

Beginning in 2024, the scope will be broadened to include light maintenance technicentres.

**We are also extending the scope of our eligible assets, which should notably include, starting in 2026, some investments from our subsidiary SNCF G&C.**

Also, the amount of the use of proceeds after an issuance is net of the fees paid to the bank syndicate.

SNCF Group will report on the total amount of Green Bond issued each year in the allocation and impact report. The proceed is tracked and each year, the allocation to green bond-financed expenditures is communicated in the impact and allocation reports.

3 - For passengers' transportation

4 - Industrial technicentres carry out heavy maintenance of trains, which generally takes place after 15-20 years.

These operations include renovation tasks, heavy repairs, and modernization of the rolling stock.

5 - O2D: A programme to stop planned obsolescence of TGV trains to counteract rolling stock obsolescence

6 - Maintenance technicentres are responsible for routine servicing, repairs, and preventive maintenance of trains.



ICMA GBP Category	Eligibility Criteria	Related EU Economic Activity	Related UN SDGs
Clean Transportation	Investments in maintenance, renewal, energy efficiency of the electric rail network, for the most circulated sections (UIC 1 to 6 and HSL)		
	Investments in the development of the electric rail network, for the most circulated sections (UIC 1 to 6 and HSL)	6.1 Passenger interurban rail transport	
	Purchase of high-speed electric rolling stock, such as the TGV M, for the busiest sections (UIC 1 to 6 and LGV)	6.2 Freight rail transport	
	Major maintenance investments for mid-life operation of the high-speed electric rolling stock fleet and the related technicenters.	6.3 Urban and suburban transport, road passenger transport	
	Major maintenance renovation investments for end-of-life operation of the high-speed electric rolling stock fleet and the related technicenters	6.14 Rail transport infrastructure	
	Light maintenance renovation investments of the high-speed electric rolling stock fleet and the related technicenters	7.1 Technicenters construction 7.2 Renovation maintenance on HSL	



Sources: SNCF Rapport Financier et de Durabilité 2024 and SNCF Green Securities Framework 2023 - 2024 ([link](#))

1) Note Indicative only. In its 2023 Annual Financial Report, SNCF also reported Taxonomy-aligned CapEx under the following activities: 3.6 Manufacture of other low carbon technologies (EUR3m), 3.19 Manufacture of rail rolling stock constituents (EUR16m), 7.2 Renovation of existing buildings (EUR23m), 7.3 Installation, maintenance and repair of energy efficiency equipment (EUR19m), 7.4 Installation, maintenance and repair of charging stations for electric vehicles in buildings (EUR1m)

2) As assessed by ISS Corporate in the SPO of SNCF's Green Securities Framework, 12-Jul-24 ([link](#))



## Process for project evaluation and selection

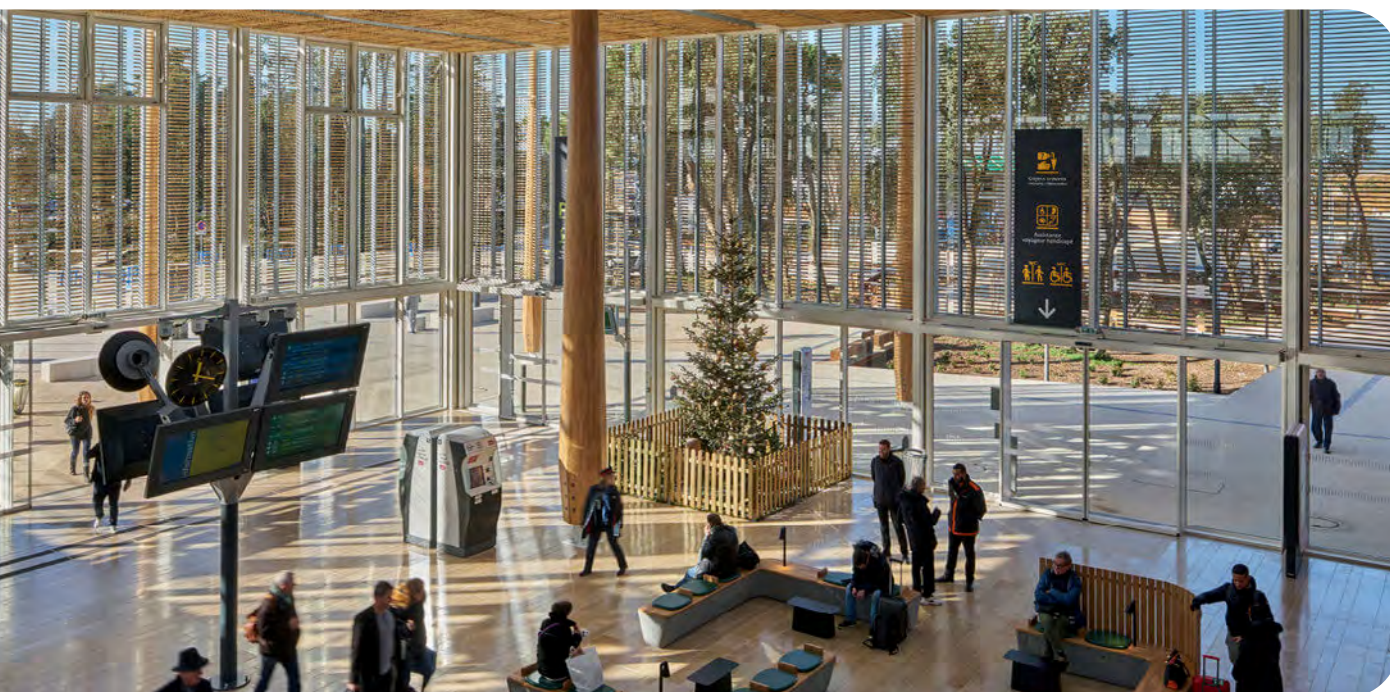
When selecting eligible projects, SNCF Group takes particular care to consider all potential social and environmental risks associated with the projects concerned. All projects must combine a high level of environmental benefit with strong social relevance.

**Eligible projects follow a strong environmental logic which can be summarized through the following principles:**

**For infrastructure,** SNCF Group limits itself to CAPEX on the most heavily circulated part of the electrified network (UIC 1 to 6). And only to CAPEX related to electrified part or electrification.

**For rolling stock,** SNCF Group limits itself to CAPEX related to trainsets with zero direct emissions (electric, hydrogen, etc.) including CAPEX associated to the rolling stocks maintenance ("Opérations Mi-Vie", "Opération fin de vie", and light maintenance) and related technicentres.

**To avoid double counting,** SNCF Group only values the investments made i.e. net CAPEX financed by the company. Also, SNCF Group incorporates allocation rules related to CP to avoid double counting of eligible assets even if the estimated avoided GHG emissions is only calculated on green bonds, not on CPs.



**SNCF Group allows itself the opportunity to enrich its base of eligible assets**, but this will require the implementation of up-to-date documentation (Framework) and the communication of the main assumptions for the calculation of the impacts (*Methodology*).

SNCF SA's Corporate Finance Division in coordination with group's Accounting & Management Control divisions and Sustainable Development divisions will review the allocation of the projects annually. If projects are considered eligible, they will be recorded in the SNCF SA's Green Bond Register and tracked for the life of the involvement in the Green Bond.

**To provide more information on our evaluation and selection processes:**

1. Eligible projects are selected in partnership with the Sustainability Division based on their ability to avoid CO<sub>2</sub>e emissions while promoting affordable transportation for all, in line with the framework.
2. The Accounting and Controlling Division provides the Corporate Finance Division with a monthly reporting of eligible CAPEX.
3. Green Bonds are raised by the Corporate Finance Division based on eligible envelopes.
4. The Corporate Finance Division<sup>7</sup>, in partnership with the Accounting and Management Control Division, reports on the use and management of proceeds for the year.
5. The Corporate Finance Division, in partnership with the Sustainable Development Division, reports on the environmental and social impacts of investments.

SNCF Group is working on the development of indicators and approaches to broaden its base of eligible assets. The Group is interested, for example, in the valuation of its real estate assets for railway use, such as technical centers or maintenance centers, or residential.

SNCF Group must report on the impacts in its annual impact report. Intra-group loans granted to subsidiaries with eligible assets are used to link eligible CAPEX with Green Bond financing.

7 - Former "Financing and Treasury Division"





## Management of proceeds

Due to a 'look-back period' of two years, the group is authorized to finance through Green Bonds all the eligible projects (CAPEX) made over the last two years. In other terms, only eligible assets over the last two years are taken into account.

The amount raised, we will give each year in the report.

Allocation period related to the amount issued through Green Bond is also two years and each year we communicate the amount allocated by project typologies.

For rolling stock (only), in the case of advance payments to the rolling stock manufacturer or for renovation, SNCF Group can include, in addition to the CAPEX realized in the year of issuance, all advance payments related to rolling stock without the time constraint of a «look-back period». This reflects the reporting method used by the group, which focuses on equipment deliveries in the previous two years rather than on advance payments for equipment to be delivered in the future. On the other hand, the group prohibits the use of Green Bonds to finance prepayments that are not related to equipment deliveries in year N.

Most of the time, green bonds are raised against existing assets. Thus, the proceeds are immediately allocated to the corresponding projects.

Nevertheless, the temporary management of Green Bond financing products follows best market practices and complies with the recommendations of the Green Bond Principles.



### Thereby:

- Pending allocation of an amount equal to the net proceeds from the sales of the Notes to Eligible Green Projects, the proceeds from the Green Bond will be placed into SNCF SA's treasury accounts (only).
- Therefore, SNCF Group prohibits the allocation, even temporarily, of proceeds to non-eligible projects.
- Therefore, all the proceeds will be used for the eligible projects only and in entirety.
- The green bonds are raised by the parent company SNCF SA and subsequently an equivalent amount is reallocated to the subsidiaries in the form of one or more intra-group loans between the parent company and the subsidiary holding the assets. Each time the green proceeds are transferred, the intra-group loans are reduced by the amount transferred. On the other hand, an intra-group loan has a transferability whether it was set up before or after the issuance of the green bonds.
- In the event of the sale or disposal of rolling stock assets, an amount equivalent to the sale proceeds must be reallocated to eligible projects. Pending this reallocation, an amount equivalent to the sale proceeds remains in cash.

The use and management of Green Bonds products is reviewed by an external Second party Opinion (SPO).

## Impact reporting and methodology

**In accordance with the ICMA Green Bond Principles and the CBI Principles**, within the calendar year that follows the issuance, and until the full allocation of an amount equal to the net proceeds of the Green Bonds issued, **SNCF SA will provide to investors:**

**Annual updates on website** on the amounts allocated to the Eligible Green Projects (Green Bond report),

**Relevant expected impact metrics and where feasible actual impact metrics related** to the Eligible Green Projects where competition and confidentiality reasons allow.

**Auditors or any other third party appointed by SNCF SA**, will issue an annual report on SNCF SA's compliance in all material respects with the Eligible Green Project criteria set forth in these documents.

### **Our reporting has the following characteristics:**

**Level of reporting:** portfolio of eligible projects on the infrastructure (all CAPEX aligned with the selection criteria) and project specific for the train fleets (according to selection criteria, but limited number of projects).

**Information reported:** allocated proceeds, Green Bond characteristics, CO<sub>2</sub> impacts etc.

**Frequency:** annual reporting.

**Scope:** all eligible assets and impact of the eligible assets financed through Green Bonds.

**Duration:** Financed projects are reported once in the corresponding annual report but total impacts, since 2016 are mentioned.

The carbon impacts (T CO<sub>2</sub>) are calculated by following the set of good practices as defined on *page 11* and are based on the construction of a reference scenario in which the non-completion of eligible projects leads to (i) a reduction in the capacity or quality of rail transport, to (ii) a modal shift of train users to the most emissive modes, and finally, to (iii) an increase in the level of emissions from the transport sector.

Conversely, the completion of the investment allows the maintenance of a high level of operation of the rail system and favors this mode against competing modes making it possible to maintain a lower level of emissions for the sector.

Alignment with the Taxonomy: Since 2023, the Allocation & Impact report mentions each year, the percentages (i) of eligibility and alignment of the SNCF Group's Revenue, CAPEX and OPEX and, (ii) related to SNCF SA Green Bonds' percentage of eligible assets eligible issued during the year.



**Methodologies have been put in place in order track the impact of projects financed by green bonds.**

**To find out more about the group's carbon impact methodologies:**

- Carbon impact methodology for infrastructure assets

- Carbon impact methodology for high-speed rolling stock assets





# Green commercial paper program and green deposits

## Description of the instrument

With the objective of targeting 100% of its financing and investments in 'Green' or 'Sustainable' format in 2025, the SNCF Group decided, at year end 2021, to launch its first short-term Green Commercial Paper.

While sustainability-linked commercial paper has existed for several years, SNCF Group is innovating by offering the market the first commercial paper with a 'use-of-proceeds' approach. This use-of-proceeds requirement ensures that short-term financing remains consistent with the global investment policy of the company.

As a financing instrument, the group's Green CP has ad-hoc legal documentation integrated into the company's financing program and targets maturities ranging from 1 day to 364 days.

SNCF Group has developed this innovative program in partnership with Mirova to ensure that it meets the requirements of a leading investor specializing in sustainable finance.

SNCF Group report on the total amount of Green CP issued each year in the allocation and impact report.

At year end 2024 SNCF SA has issued 24 Green ECPs for a total amount of €1.47 billion equivalent raised. Each year, the allocation to green bond-financed expenditures is communicated in the impact and allocation report.

Also, we provide investors with the opportunity to invest in green deposits by allocating funds earmarked for environmentally sustainable projects through our eligible assets.

## Use of proceeds

Green CP and Green deposits products can be allocated to eligible assets (CAPEX) for Green Bond financing (as set out in page 14). The net proceeds of the Green CPs and Green deposits issued under the framework, are fully allocated to those projects.

Green CPs as well as the Green Bonds use eligible assets with a look-back period of two years. Those green CPs are only linked to climate impact and not social.

The management of short-term green instruments (Green Commercial Papers and Green Deposits) is based on a consistent approach. The issuance is strictly limited to the availability of eligible green assets. Proceeds' management for short-term securities follows the same methodology, with a monthly monitoring. Indeed, each month, a verification process ensures that the eligible green asset pool consistently exceeds the total outstanding volume of all green instruments issued—including green bonds, CPs, and deposits. All instruments are fully integrated into the annual Green Securities Reporting, with specific identification references, ensuring full transparency.

**Thus, when proceeds are allocated to assets:**

**The instrument is used in order to pre-finance the group's CAPEX assets, before being financed by green bond issues.**

**In the present case, there is no definitive consumption of the assets** which can be refinanced by a long-term instrument (Green Bond).

**In this case, there is no associated impact reporting** because the impact will be valued in a second step, post-allocation of the Green Bonds proceeds.

**In the present case, there is no final consumption of the intragroup** loan enabling the transfer of products. Following the repayment of the short-term instrument, the intra-group loan regains a full transferability (and will be definitively consumed when the proceeds of the green bonds are transferred).

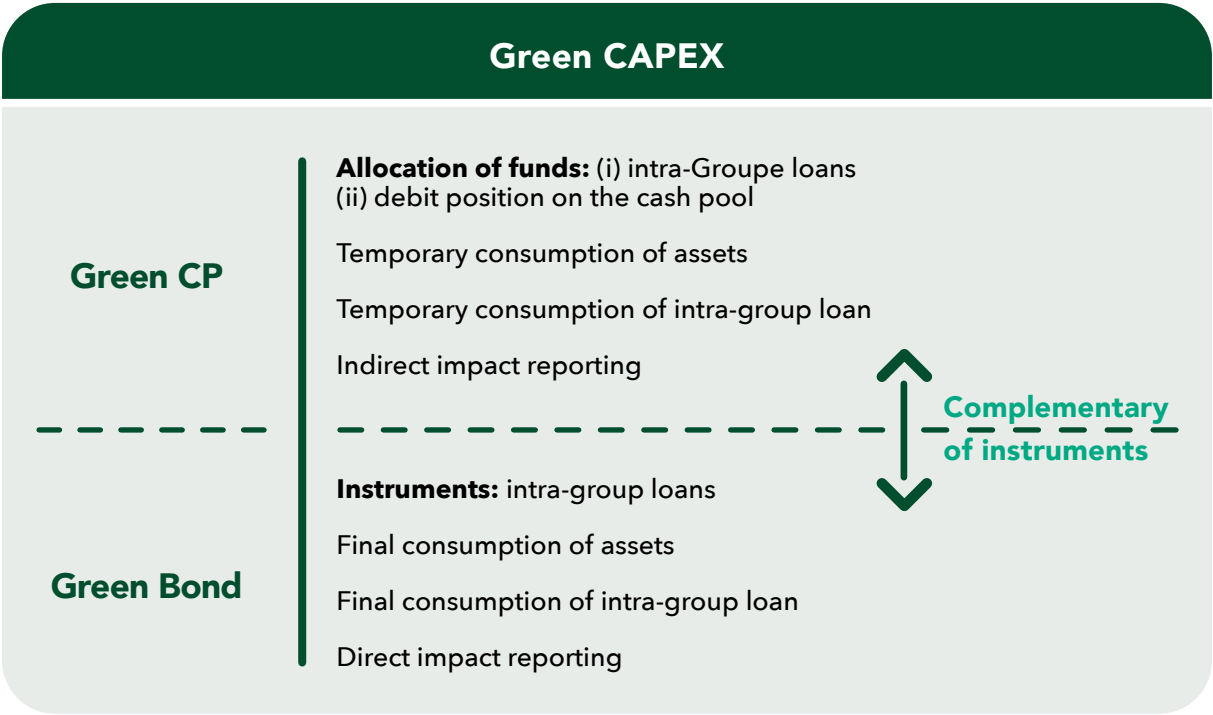
Since the Green ECPs / Neu.CPs and Green Bond products may refer to the same eligible assets, in the absence of strict guarantees, SNCF Group may run the risk of finance the same asset, through its Green CPs program and its Green Bond program.

To prevent this from happening, a maximum issuance threshold of CPs is set to ensure that at any given time the volume of year N Green Bonds issuances and year N outstanding green CPs does not exceed the total amount of available eligible assets. In extreme situations, due to the limited size of assets, SNCF Group may have to wait for the repayment of some of its green CPs before issuing Green Bonds and vice versa.

**The Group's Green CP do not take into account any carbon savings (even if they do in fact generate them), as all carbon savings are concentrated on Green Bonds.**



The table below helps to understand the complementarity and difference of our various Green financing instruments.



SNCF SA’s Financing and Treasury division in coordination with group’s Accounting & Management Control divisions and Sustainable Development divisions will review the allocation of the projects annually. Eligible, recorded in the SNCF SA’s Green Commercial Paper Register.

To provide more information on our evaluation and selection processes:

1. Eligible projects are selected in partnership with the Sustainability Division based on their ability to avoid CO2e emissions while promoting affordable transportation for all.
2. The Accounting and Controlling Division provides the Financing and Treasury Division with a monthly reporting of eligible CAPEX.
3. Green Commercial Papers are raised by the Financing and Treasury Division based on eligible envelopes.
4. The Financing and Treasury Division, in partnership with the Accounting and Management Control Department, reports on the use and management of proceeds for the year.
5. The Financing and Treasury Division, in partnership with the Sustainable Development Division, reports on the environmental and social impacts of investments.

## Management of proceeds

**The temporary management of proceeds<sup>8</sup> for Green CPs and Green Deposits follows the same logic as that of Green Bond financing, namely:**

**SNCF Group prohibits the allocation, even temporarily, of Green proceeds to non-eligible projects.** Consequently, before final allocation to eligible assets, the group must justify, the maintenance in cash of an amount equivalent to the Green proceeds.

**Green CPs are raised by the parent company SNCF SA** and subsequently an equivalent amount is reallocated to the subsidiaries in the form of one or more intra-group loans between the parent company and the subsidiary holding the assets.

**An intra-group loan has a transferability** whether it was set up before or after the issuance of the green bonds.

**In the event of the sale or disposal of rolling stock assets, an amount equivalent to the sale proceeds must be reallocated to eligible projects.** Pending this reallocation, an amount equivalent to the sale proceeds remains in cash.

**To these different rules, SNCF Group adds two others:**

**For CAPEX there is no final consumption of the intragroup** loan enabling the transfer of products. Following the repayment of the instrument, the intra-group loan regains an intact.

Each year, an external auditing firm will audit the SNCF Group commercial paper program to ensure that there are sufficient eligible assets in the portfolio so that the number of green assets/capex/opex will exceed the amount of outstanding of Green CPs and Green Bonds.

As CP are short term, Allocation will be done systemically, or amount will be hold thought a cash or cash equivalent product transferability (*and which will be definitively consumed during the transfer of the Green Bonds products*).

In addition to the transfer via intra-group loan, the transfer of Green CP products to the subsidiaries can be justified in the event of a liquidity need for one of the subsidiaries holding the assets. This demonstration can take the form of a debit position of the subsidiary on the cash pool linking it to the parent company SNCF SA in the week preceding the issue of Green CP. In this case, the demonstration of need allows for an immediate transfer of an amount equivalent to the subsidiary.

All the proceeds will be used for the eligible projects only and in entirety.



**To know more:**

[Press release Green CP](#)

8 - On an aggregate basis of CPs





# Norms' compliance and risk

## Compliance with standards

The SNCF Group's Green Bond program and the impact methodologies comply with the criteria of the main market standards, namely the ICMA (2022) Green Bond Principles and the Climate Bond Initiative. SNCF Group ambitions to comply with the EU Green Bond Standards when available and if its final version brings any value added compared to the two former standards applied.

Each year, SNCF Group appoints an external third party - Second Opinion Provider - to confirm the alignment of its Framework with the Green Bond Principles criteria and, post-allocation, to review the correct allocation of proceeds to CAPEX compatible with the Green Bond Principles criteria.

The group's impact reporting is also reviewed by an external auditor to verify the integrity and seriousness of the information presented.



### To find out more about meeting the GBP, CBI criteria:

- Second Party Opinion of the Green Bond Framework 2022
- CBI certification for 2022 allocation
- Green Bond Reporting 2022, incorporating the auditor's moderate assurance report

Please note that from 2023, SNCF Group Green Bond Framework and Green CPs' Framework are merged in a common Green Securities Framework.

## Risk

**A considerable number of renewal projects financed therefore requires the use of some essential methodologies:**

**For certain parameters, preference is given to the use of average values; An extrapolation method is used.**

The footprint and impact of every project financed by Green Bonds are therefore calculated using certain projects that are representative of the basket of projects offered and then extrapolated out to the whole project basket.

Also, ESG Risks have been taken into account especially risk related to climate change adaptation which have been integrated into the SNCF Group's major risk mapping for several years. Actions to remedy this risk are monitored by the Group Executive Committee at biannual committee meetings.

Each company draws up and adopts a major risk mapping for its activity. All risk maps include a risk relating to the impacts of climate change. In each company, a climate change adaptation officer was identified and is responsible for the smooth conduct of the work within his scope.

In response to social risks, SNCF Group has set up charters formalising the Group's commitments, as well as the principles of action to be adopted by each employee: ethics charter, CSR supplier charter, diversity/gender balance charter. In addition, a professional whistleblowing system enables all employees working on French territory to report facts or behavior that are contrary to the law or regulations or likely to affect the company's activity or reputation.





