



# CNP Assurances Inaugural Green Bond

June 2019

# Disclaimer

Some of the statements contained in this presentation may be forward-looking statements referring to projections, future events, trends or objectives that, by their very nature, involve inherent risks and uncertainties that may cause actual results to differ materially from those currently anticipated in such statements. These risks and uncertainties may concern factors such as changes in general economic conditions and financial market performance, legal or regulatory decisions or changes, changes in the frequency and amount of insured claims, changes in interest rates and foreign exchange rates, changes in the policies of central banks or governments, legal proceedings, the effects of acquisitions and divestments, and general factors affecting competition. Further information regarding factors which may cause results to differ materially from those projected in forward-looking statements is included in CNP Assurances' filings with the *Autorité des Marchés Financiers*. CNP Assurances does not undertake to update any forward-looking statements presented herein to take into account any new information, future event or other factors.

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This document may contain alternative performance indicators (such as EBIT) that are considered useful by CNP Assurances but are not recognised in the IFRSs adopted for use in the European Union. These indicators should be treated as additional information and not as substitutes for the balance sheet and income statement prepared in accordance with IFRS. They may not be comparable with those published by other companies, as their definition may vary from one company to another.

A teal-colored rounded rectangle with a white border, containing the word "AGENDA" in white capital letters.

## AGENDA

1. CNP Assurances credit overview
2. CSR profile & commitments
3. Green bond rationale
4. Green bond transaction summary

**1.**

## **CNP Assurances credit overview**

## KEY INVESTMENT HIGHLIGHTS



### MARKET LEADERSHIP

# 1 in France <sup>(1)</sup>  
# 3 in Brazil <sup>(2)</sup>

### SOLID GROWTH PROSPECTS

Renewal of main partnerships both in Europe and Latin America  
Geographic diversification across Europe and Latin America

### RESILIENT FINANCIAL PERFORMANCE

Continuously delivering profits and paying stable or growing dividends since IPO in 1998  
Low guaranteed yield across French savings liabilities of 0.28% at end December 2018

### BEST IN CLASS' EFFICIENCY

2<sup>nd</sup> most efficient European life insurer (administrative expense ratio) <sup>(3)</sup>  
Operational Excellence Programme : as of end -2018, recurring reduction in the cost base of €78m

### FINANCIAL STRENGTH

180% Group SCR coverage ratio at 31 March 2019 (standard formula without transitional measures)  
A1/A financial strength rating assigned by Moody's/S&P (both with stable outlook)

### STRONG COMMITMENT TO CORPORATE SOCIAL RESPONSIBILITY

81% of assets managed under ESG criteria (CNP Assurances France including UL)  
€10.4bn of green investments at year-end 2018 (vs. €8.2bn at year-end 2017)

(1) In terms life insurance reserves (2017)

(2) In terms of insurance premium income (February 2019)

(3) Source: HSBC European Insurance Cost-cutting Calculator (November 2017)

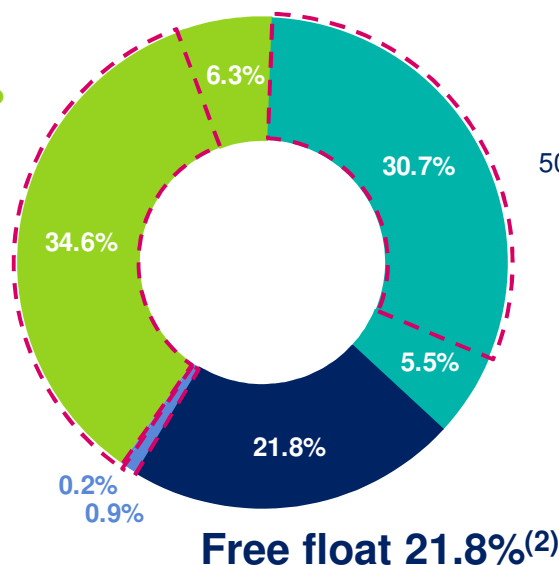
## CNP ASSURANCES OWNERSHIP STRUCTURE

### Caisse des Dépôts 40.9%

100% owned by the French State



### French State 1.1%



### Sopassure 36.3%

50.02% owned by La Banque Postale<sup>(1)</sup> and 49.98% by BPCE



  Shareholder agreement 66.3%

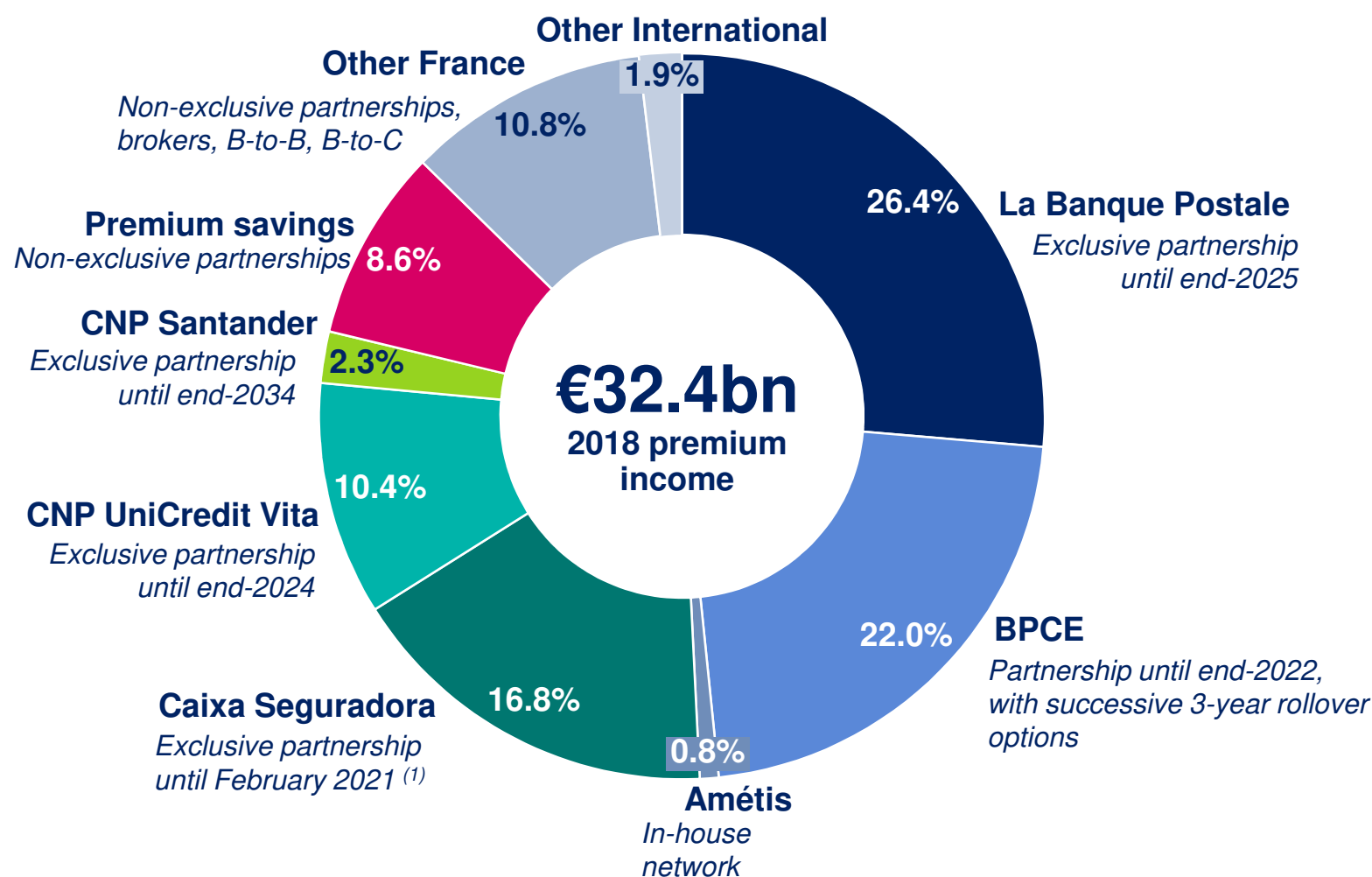
- Relations between Caisse des Dépôts, Sopassure and the French State continue to be governed by a shareholder agreement until 31 December 2019
- CNP Assurances Board of Directors: 44% of female directors, 25% of independent directors

At 31 December 2018

(1) Indirectly 100% owned by the French State and Caisse des Dépôts

(2) Institutional shareholders: 18.1% (o/w North America 7.3%, UK and Ireland 4.3%, Continental Europe excl. France 3.9%, France 1.4%, Rest of the World 1.2%)  
Individual shareholders: 1.1%  
Others: 2.6%

## MULTI-PARTNER MODEL'S SUSTAINABILITY CONFIRMED



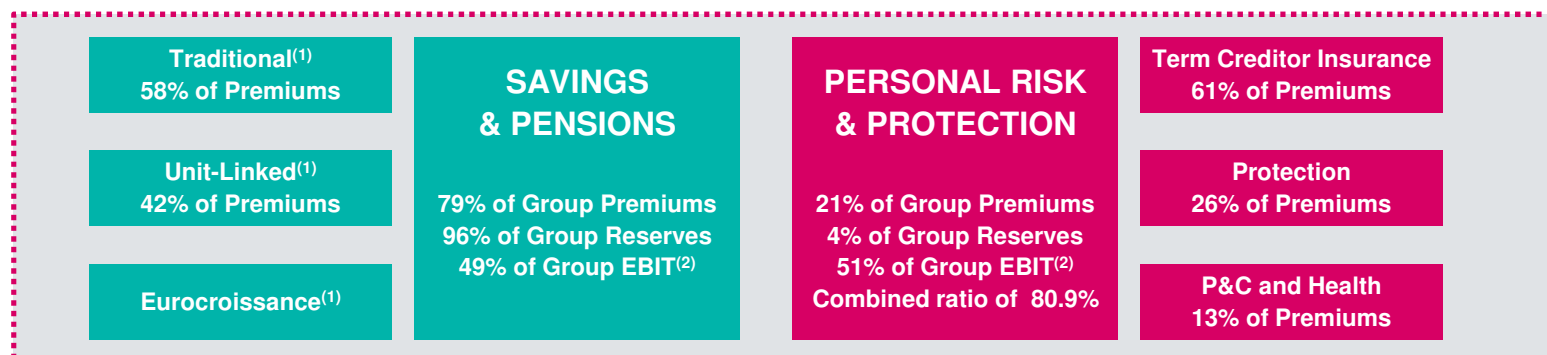
(1) Partnership extended until February 2041, subject to various conditions precedent being met

# DIVERSIFIED FRANCHISE & BUSINESS MIX

## Main markets



## Main businesses



At 31 December 2018

(1) Traditional: guarantee of capital at any time. Unit-Linked: no guarantee of capital. Eurocroissance: total or partial guarantee of capital after 8 years

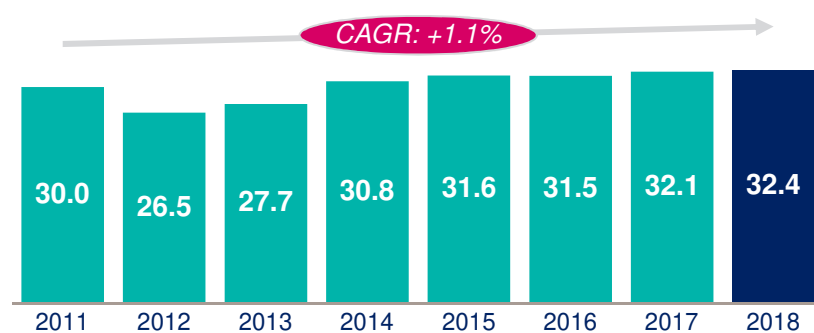
(2) EBIT excluding own-funds portfolios



# SOLID FINANCIAL PERFORMANCE

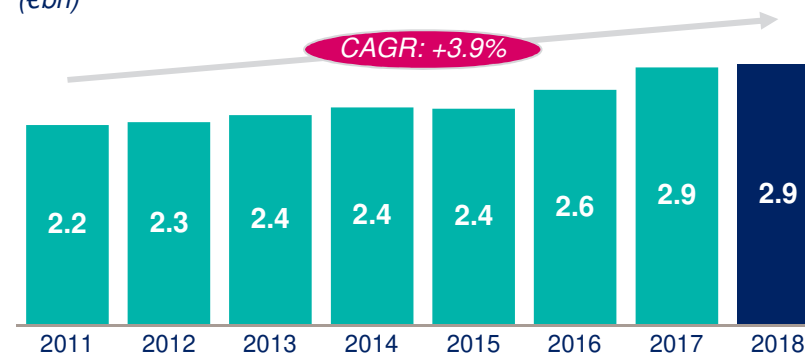
## PREMIUM INCOME

(€bn)



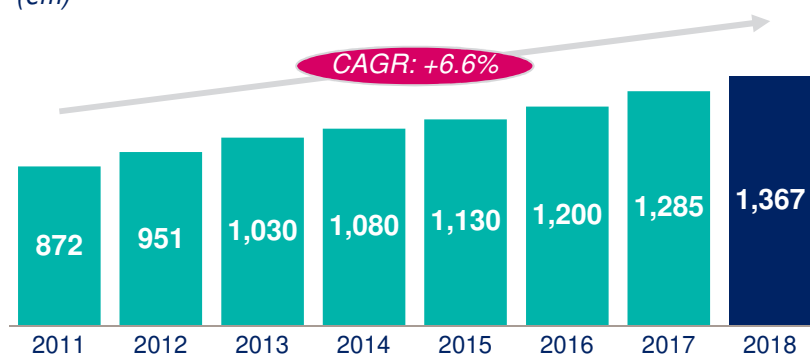
## EBIT

(€bn)



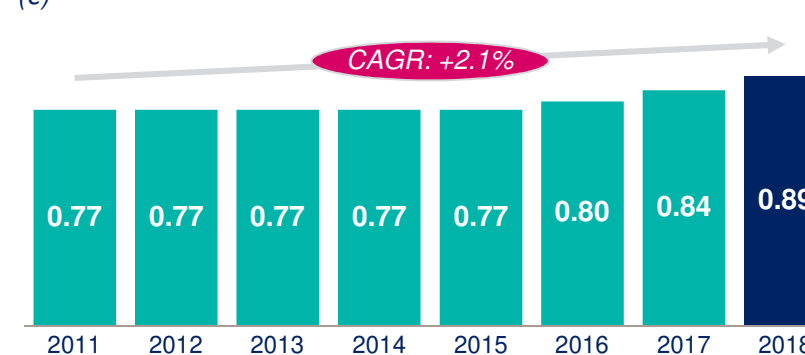
## NET PROFIT

(€m)



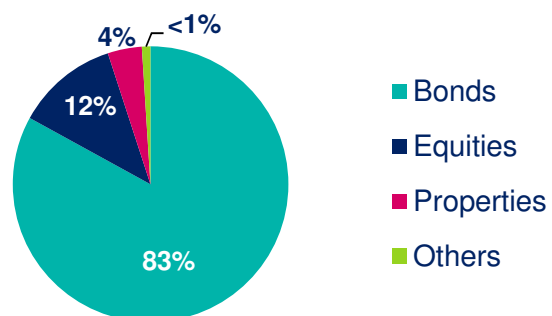
## DIVIDEND PER SHARE

(€)

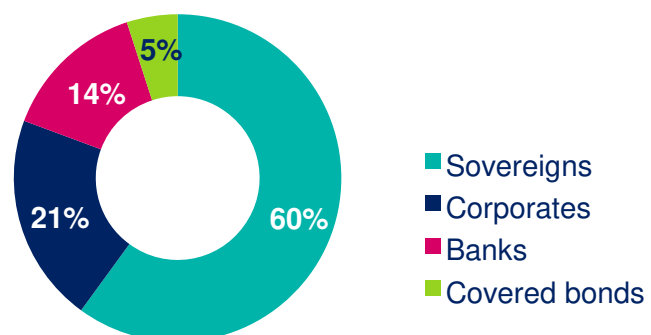


# ASSET ALLOCATION AT YEAR-END 2018

€323BN OF AUM EXCLUDING UL

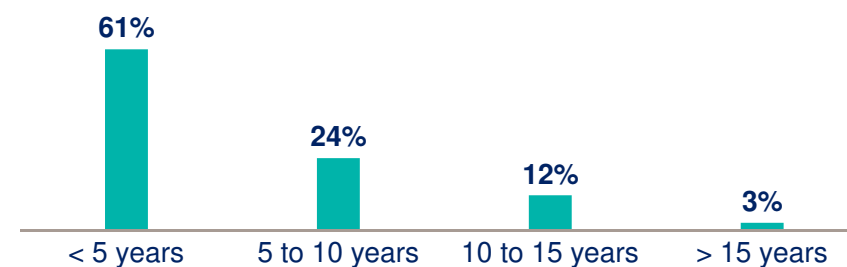


BOND PORTFOLIO BY TYPE OF ISSUER



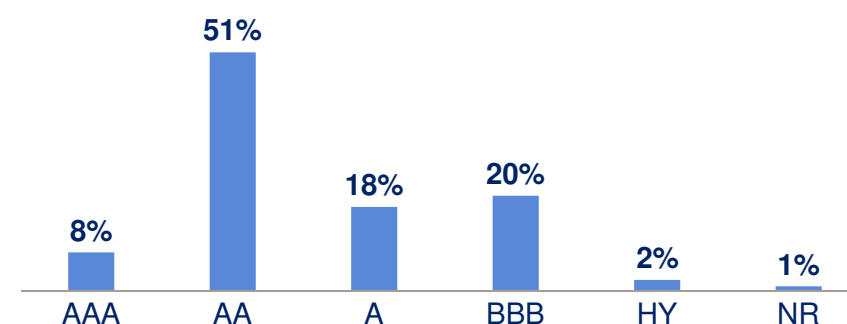
BOND PORTFOLIO BY MATURITY

(%)



BOND PORTFOLIO BY RATING\*

(%)

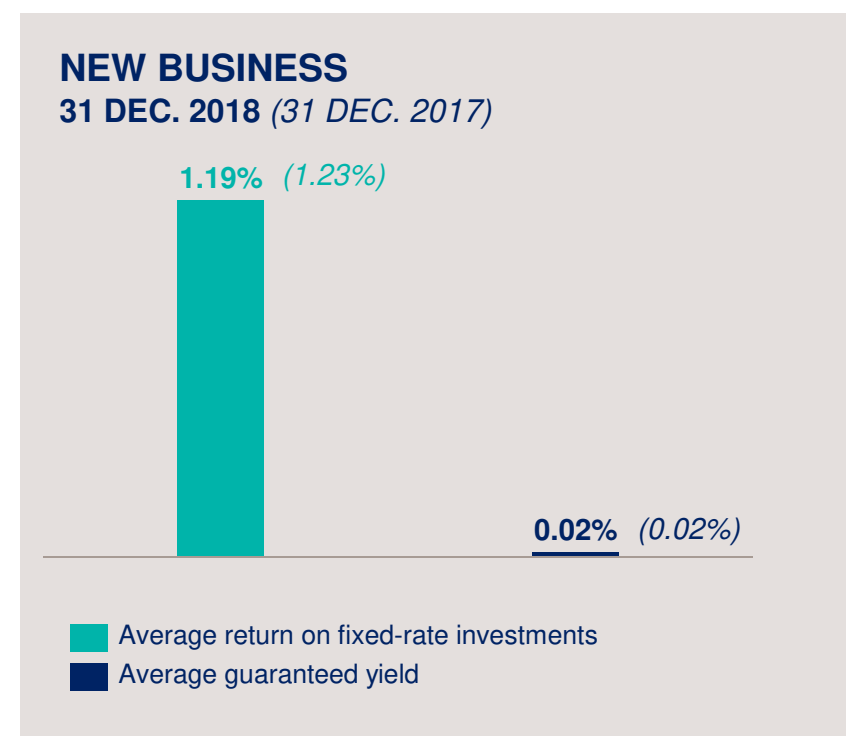
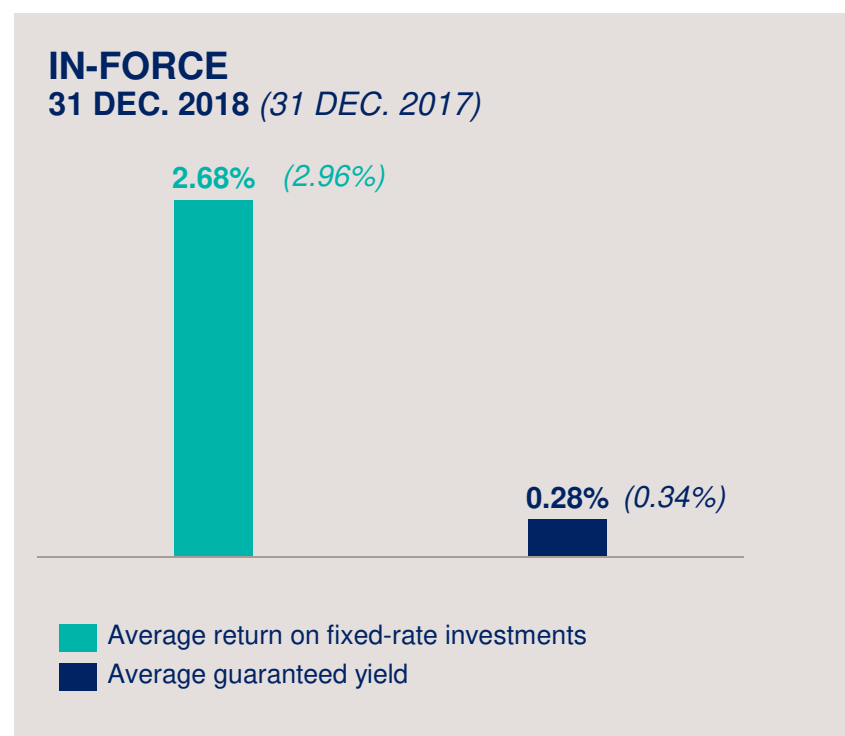


\* Second-best rating: method consisting of using the second-best rating awarded to an issue by the three leading agencies, S&P, Moody's and Fitch  
Unaudited management reporting data at 31 December 2018

## EXPOSURE TO GUARANTEED YIELDS



### ➤ Guaranteed yield on In-Force contracts reduced to 0.28%



### ➤ €11.9bn Policyholder Surplus Reserve at 31 December 2018, representing 5.3% of total technical reserves

## CNP HAS SEVERAL BUFFERS TO COPE WITH FINANCIAL MARKET VOLATILITY

### ➤ Low contractually guaranteed yield

- Current French savings production has no contractually guaranteed yield<sup>(1)</sup> and the overall average guaranteed yield across all policy liabilities is 0.28% at year-end 2018
- At the end of each year, CNP Assurances has the full flexibility to decide the yield attributed to policyholders over and above guarantees (1.58% on average in 2018)

### ➤ €27.9bn IFRS unrealized gains (9.4% of total asset portfolio) at year-end 2018

- If necessary, gains can be realized to offset the impact of asset impairments or low interest rates
- By construction, at least 85% of market movements are “pass-through” to policyholders, with equity impact to shareholders being of second order

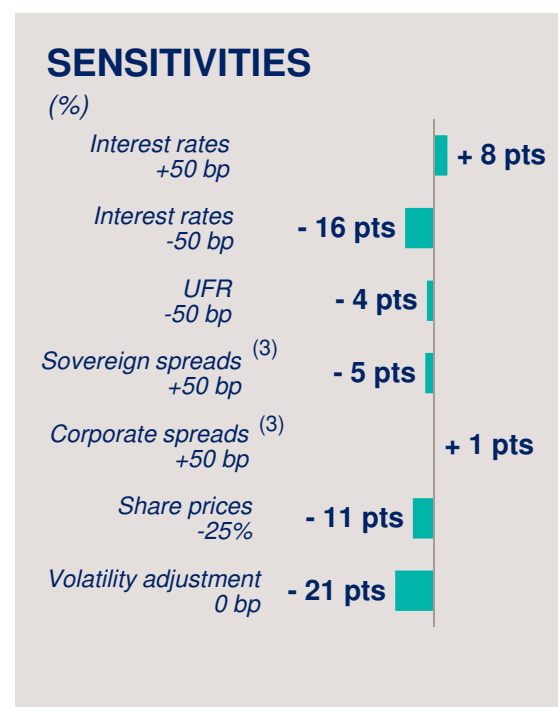
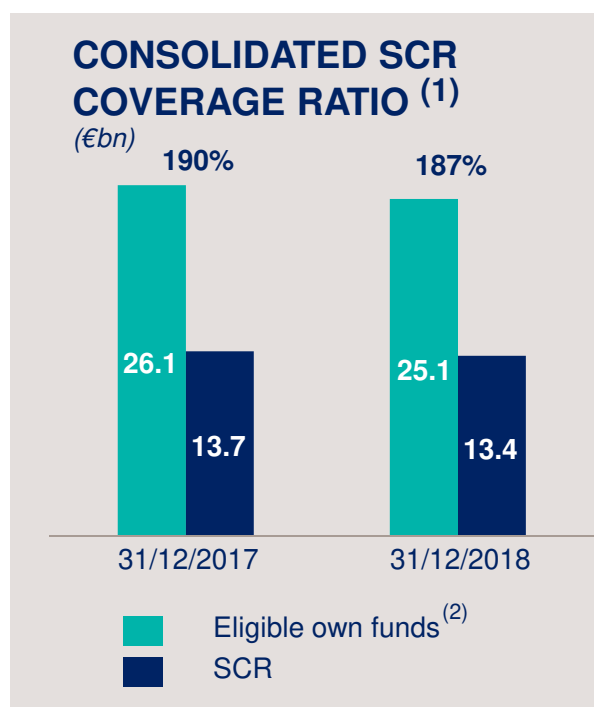
### ➤ €11.9bn Policyholder Surplus Reserve (5.3% of French technical reserves) at year-end 2018

- If necessary, amounts in the surplus reserve can be used to absorb investment losses

### ➤ Long term hedging strategy

*(1) All new policies have 0% guaranteed yield, some old policies still exist with a positive guaranteed yield on top-up premiums. These old policies, which include a guaranteed yield, will progressively disappear due to lapses and deaths of policyholders*

## CONSOLIDATED SCR COVERAGE RATIO OF 187% AT 31 DECEMBER 2018



### ➤ Consolidated SCR coverage ratio of 187% at 31 December 2018 versus 190% at 31 December 2017:

- 7 pts due to inclusion of BRL 4.65bn advance payment to roll over distribution agreements in Brazil
- + 5 pts from operational performance for the year
- 1 pt due to less favourable financial market conditions and other effects

(1) Standard formula without applying transitional measures (except for grandfathering of subordinated debt)

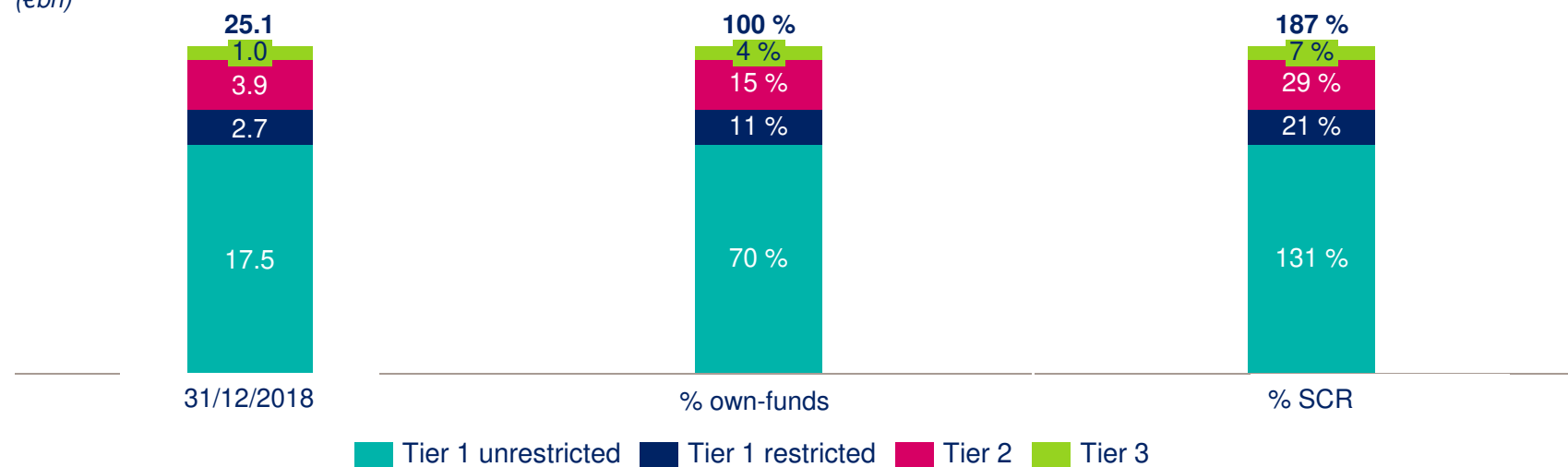
(2) Without taking into account subsidiaries' surplus own funds which are considered non-fungible at Group level (€3.1bn vs. €3.3bn at 31 December 2017)

(3) After recalibration of the volatility adjustment

## GROUP CAPITAL STRUCTURE UNDER SOLVENCY II

### ELIGIBLE CAPITAL (GROUP)

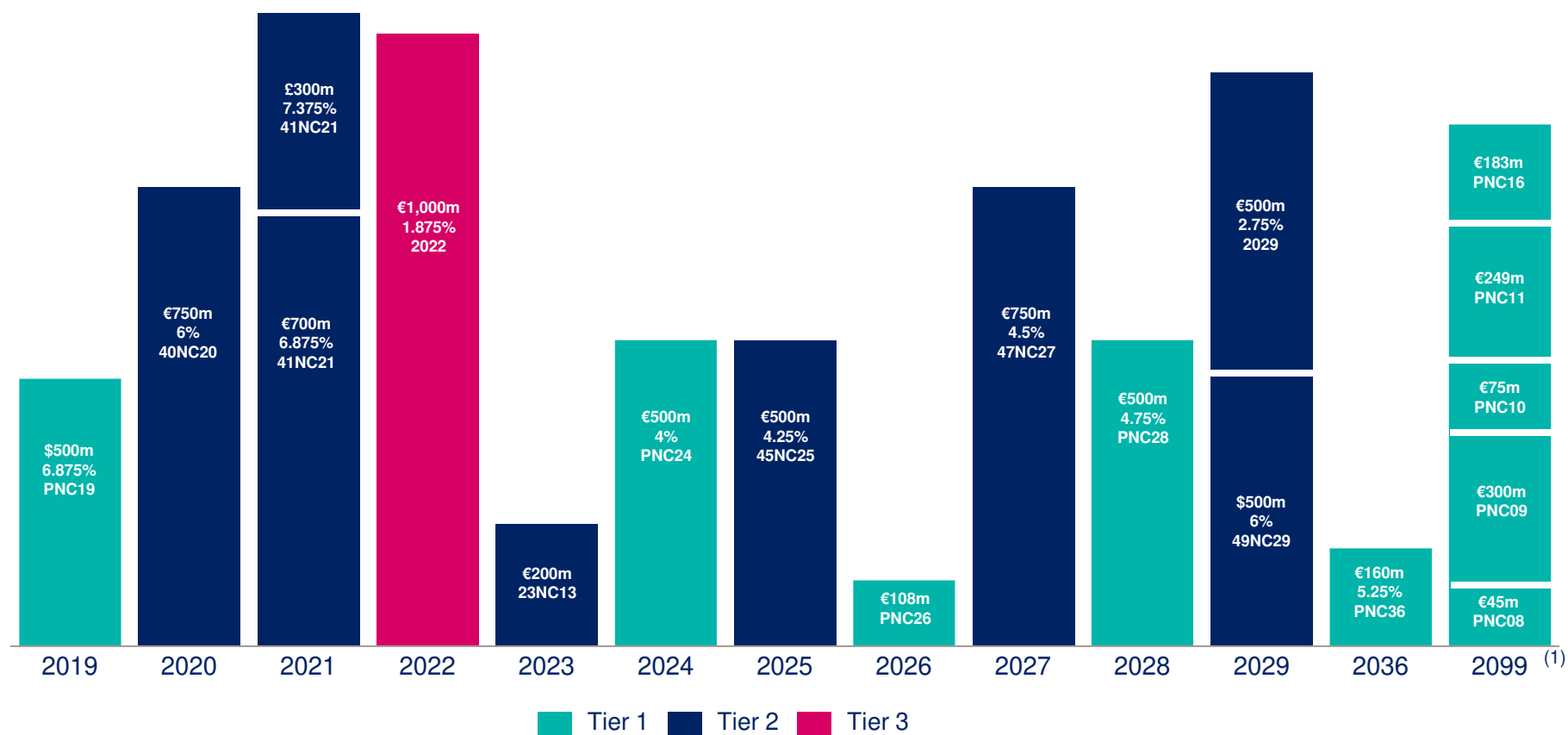
(€bn)



### ➤ The Group's financial headroom is based on:

- high-quality eligible own funds
  - 70% of own funds are Unrestricted Tier 1
  - no ancillary own funds
- significant subordinated notes issuance capacity at 31 December 2018
  - €1.6bn of Tier 1
  - €1.8bn of Tier 2, including €1.0bn of Tier 3

## MATURITIES AND CALL DATES OF SUBORDINATED NOTES



Nominal amounts and exchange rates at 5 February 2019

(1) Undated subordinated notes for which the first call date has already passed

**2.**

**CSR profile &  
commitments**



## PILLARS OF CNP ASSURANCES' CSR STRATEGY & ACHIEVEMENTS



### Contribute to a sustainable society

- Fight inequalities by avoiding financial exclusion
  - Satisfy policyholders as much as possible
  - Ensure good business ethics
  - Implement a responsible HR policy
  - Develop social initiatives
- 36% of female senior executives
- Less than 0.2% term creditor insurance rejection rate for the past eight years

### Contribute to a sustainable environment

- Optimize the environmental footprint of the Group
  - Gear our customers towards a low-carbon economy through insurance products and investments
- 2 business sites are equipped with renewable energies
- 199,000 life insurance policies including a SRI fund at year-end 2018

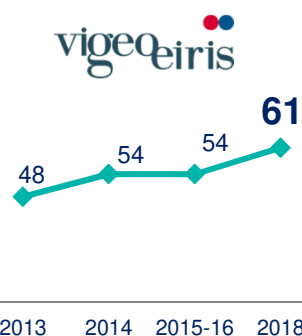
### Contribute to a sustainable economy

- Be a responsible investor
  - Be a responsible purchaser
- 55% of purchasers were assessed under their environmental, social and ethical criteria
- €279bn of assets managed under ESG criteria

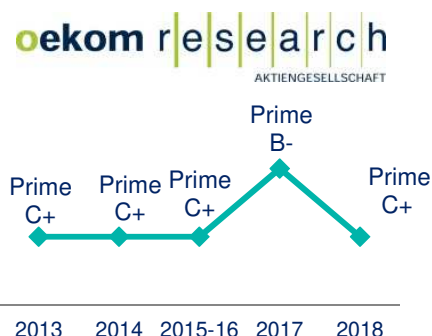
- **CSR department is directly supervised by a member of the Executive Committee, and reports to the CEO, the Board of Directors and the Chairman on the Group's activities and objectives**

## EXTERNAL CSR EVALUATIONS & SRI INDICES

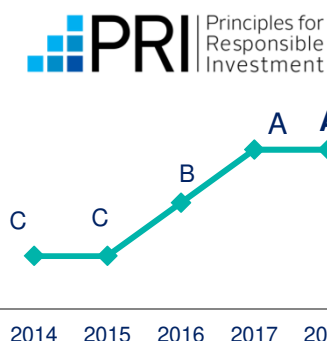
### CSR evaluation



➤ #4 out of 53 European insurers



➤ #1 out of 131 insurers worldwide



➤ Continuous rating upgrade

### SRI Indices



Highest rating maintained over the years



Since 2010



Since the inception of the indices (2013)



Since 2015

➤ CNP Assurances ranks among the leading players in the insurance sector

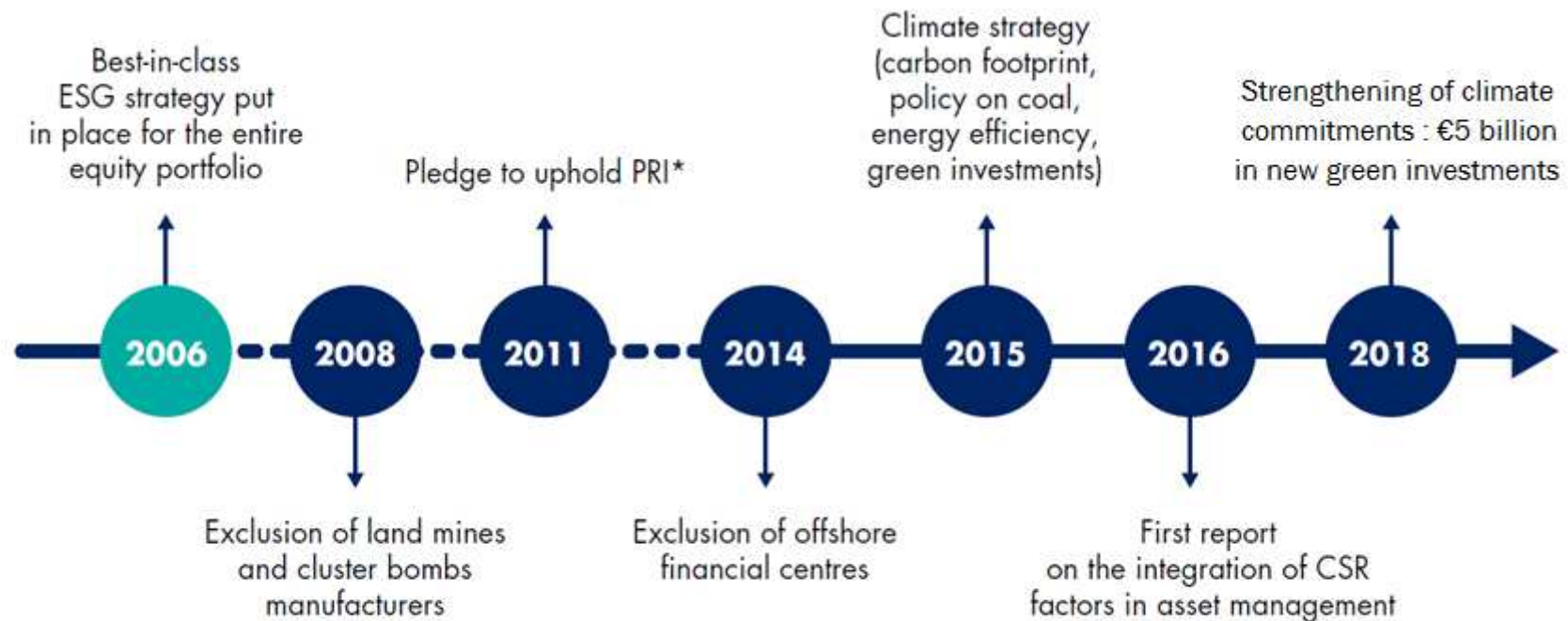
## FOCUS ON HUMAN RESOURCES: A ROBUST POLICY ON DIVERSITY



\*QWL: Quality of Work Life

- In early 2019, CNP Assurances scores **99/100 on the gender and diversity index**. The firm obtained the maximum score for practically all of the indicators:
  - ✓ gender pay gap for people of comparable ages in comparable positions,
  - ✓ individual pay rise differences and discrepancies in promotions between men and women,
  - ✓ pay rises when women come back from maternity leave,
  - ✓ gender-based apportionment of the ten employees with the highest salaries.
- **Employees with disabilities** represented **7 % of CNP Assurances' workforce** at year-end 2018. Our 7<sup>th</sup> internal agreement signed on this topic with three union organizations for 2015-2018 is a testimony to CNP Assurances' enduring commitment

## RESPONSIBLE INVESTMENT COMMITMENT STRENGTHENED OVER TIME



\*PRI: the United Nations' Principles for Responsible Investment

## A RESPONSIBLE INVESTOR CONTRIBUTING TO THE 2°C CLIMATE OBJECTIVE

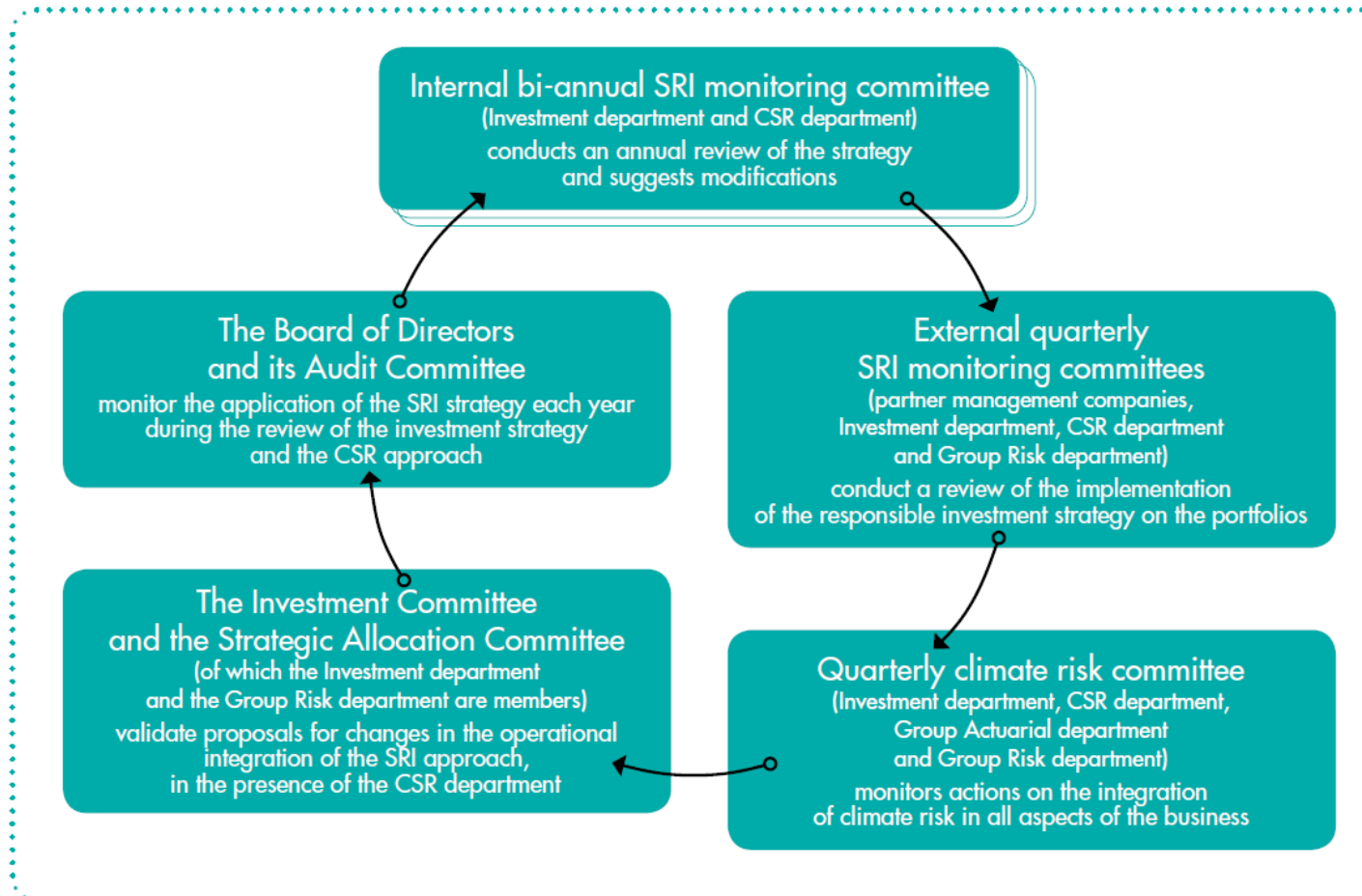


Objective	% of target achieved at end-2018
Reduction of the carbon footprint on directly owned listed equities (0.25 teqCO <sub>2</sub> per thousand euros invested in 2021, i.e., a 47% reduction between 2014 and 2021)	91%
Reduction of greenhouse gas emissions linked to the energy consumption of directly held property (in teqCO <sub>2</sub> /sq.m/year: -40% between 2006 and 2021)*	85%
New “green” investments for the energy and environmental transition (€5 billion between 2018 and 2021)	61%
Exclusion of acquisitions in companies that derive over 10% of their revenue from thermal coal	100%

\* Change in the indicator: To meet France’s objectives and as part of its “low carbon” component, CNP Assurances has modified its indicator by committing to reducing the greenhouse gas emissions linked to the energy consumption of property assets held directly or through wholly owned subsidiaries by 40% by 2021

- **Shareholder’s engagement and voting policy**
- **In house climate indexes for the equity portfolio**

## GOVERNANCE OF THE RESPONSIBLE INVESTMENT POLICY

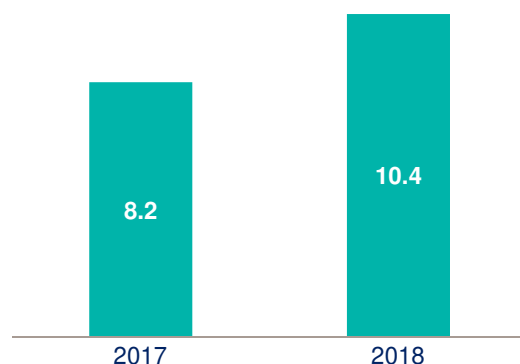


➤ The principles are written in a charter, validated by all the relevant departments

# SOCIALLY RESPONSIBLE INVESTING: A CORE COMMITMENT

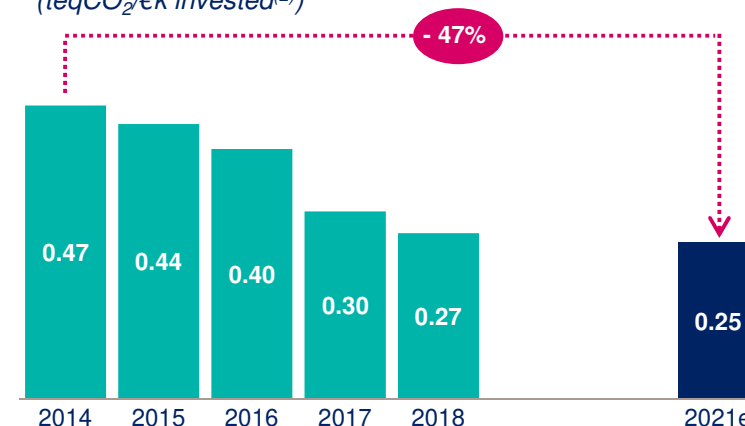
## Green investments portfolio <sup>(1)</sup>

(€bn)



## Equity portfolio's carbon footprint

(teqCO<sub>2</sub>/€k invested<sup>(2)</sup>)



### ➤ To help limit global warming, CNP Assurances has made the following commitments:

- Hold a €3bn portfolio of “green” investments <sup>(3)</sup> by the end of 2018 → Objective 125% met
- Make €5bn worth of investments over the period 2018-2021 to support energy and environmental transition → Objective 61% met (with portfolio at that date representing €10bn)
- Reduce the equity portfolio's carbon footprint to 0.25 teqCO<sub>2</sub>/€k invested by end-2021 → Objective 91% met

### ➤ The Group has announced new ambitions to withdraw from the coal industry

- No shares will be held in companies that derive over 10% of revenue from thermal coal
- The Group has stopped investing in companies that are involved in building new coal-fired power stations

Unaudited management reporting data. Achievement rates at end-2018



(1) Green bonds, infrastructure investments, private equity, property and forestry assets, SRI funds

(2) CO<sub>2</sub>-equivalent tonnes per thousand euros invested




(3) Green bonds, infrastructure investments and private equity



## RESPONSIBLE INVESTMENT POLICY

	 Country exclusion	 Securities exclusion	 Food speculation funds exclusion	 ESG rating analysis	 Systematic integration of ESG in investment policy
Property	✓			✓	✓
Woodland	✓			✓	✓
Equities	✓	✓		✓	✓
Corporate bonds	✓	✓		✓	
Private equity/Infrastructure	✓	✓		✓	
Government bonds	✓				
CNP Assurances-dedicated funds	✓	✓	✓		
Other funds	Watchlist	Watchlist	✓		

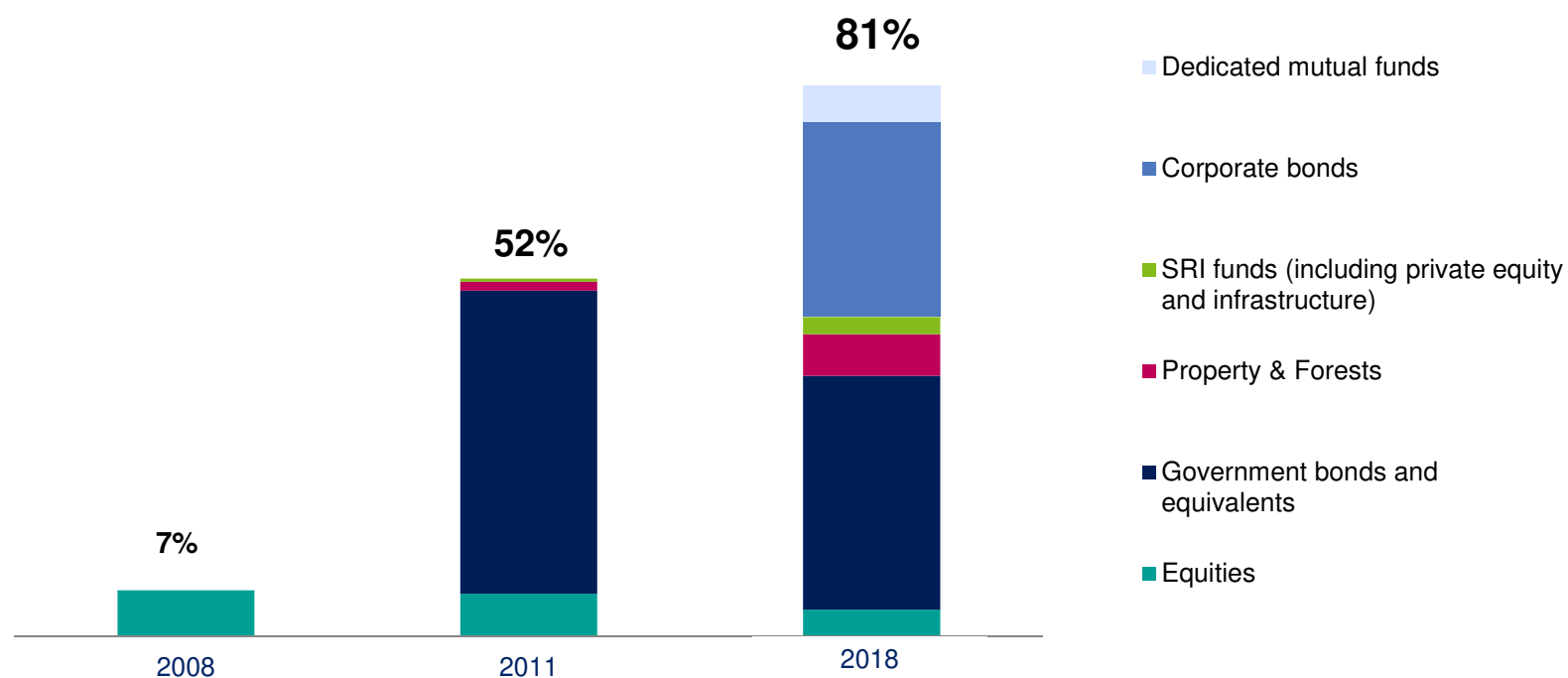
  

 Undemocratic countries deemed at risk, with a low level of freedom or corrupt judges, and tax havens.
  In accordance with the UN Global Compact: arms manufacturers whose products include anti-personnel mines or cluster munitions and coal mining and coal-based energy producing companies.
  Speculation on agricultural commodities.
  ESG data collection for investment analysis.
  ESG analysis and/or ratings systematically impact the decision to invest.



## ESG SCREENING SIGNIFICANTLY ENLARGED TO A WIDER RANGE OF ASSET CLASSES SINCE 2008

% of assets managed under ESG criteria <sup>(1)</sup>



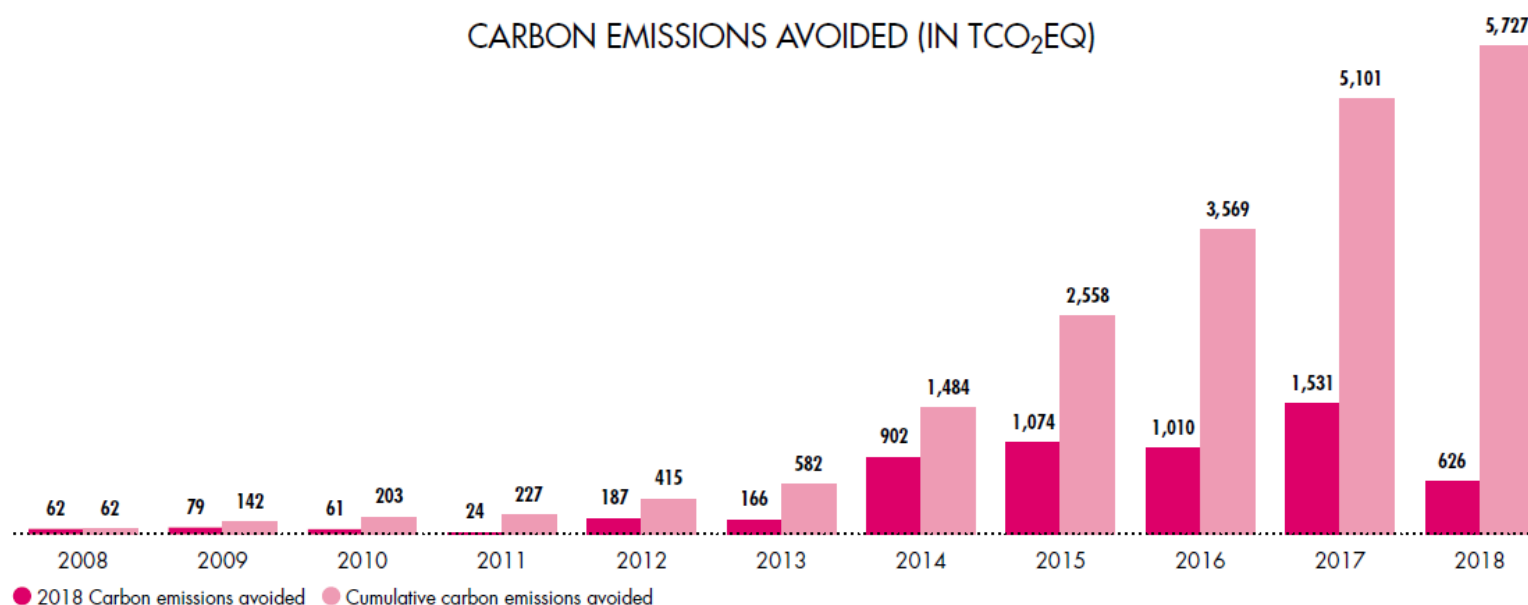
(1) CNP Assurances France including unit-linked

## PROPERTY PORTFOLIO

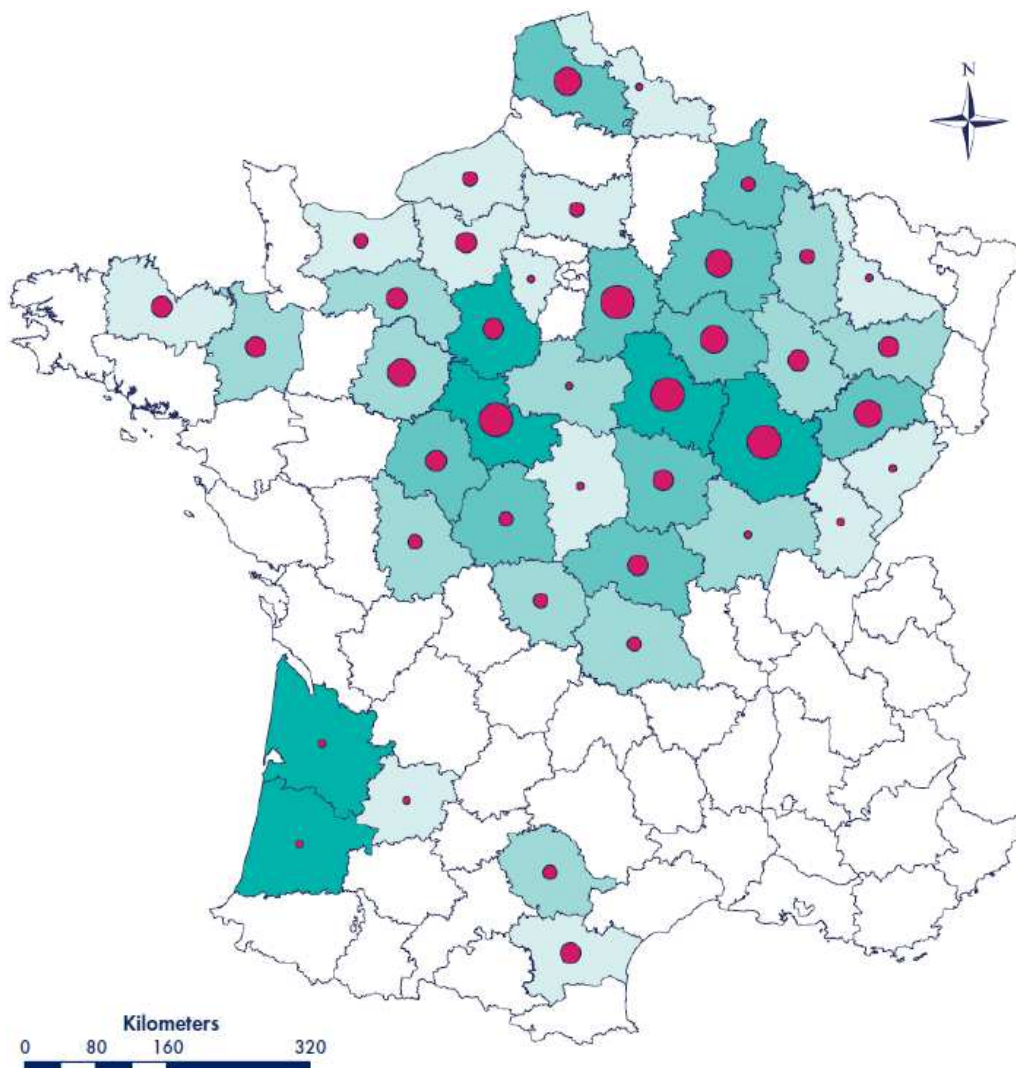
### REDUCTION IN THE PROPERTY PORTFOLIO'S CARBON FOOTPRINT

- Systematic analysis of the improvement of energy performance when planning work
- Commitment to reduce GHG emissions related to energy consumption by 40% on owned assets (plus wholly-owned property assets) between 2006 and 2021

Gréco project launched by CNP Assurances in 2012 with the aim of drafting work plans tailored to each building from the outset in order to reduce CO<sub>2</sub> emissions and energy



# CNP ASSURANCES IS FRANCE'S 1<sup>ST</sup> PRIVATE OWNER OF WOODLAND



## Key

DEPARTMENT Number of species	DEPARTMENT Surface (ha)
• 1-8	1-300
• 9-14	301-1,000
• 15-19	1,001-2,500
• 20-24	Over 2,500
• 24 or more	

➤ **203 forest areas** owned, covering a total of nearly **57,090 ha**

➤ Net storage of **204,179 tonnes** of **CO2** in 2018 <sup>(1)</sup>

➤ **Sustainable management certification and preservation of biodiversity** are the key ESG criteria included in CNP Assurances' woodland investments

*(1) CO2 sequestration calculation method is based on "Label Bas Carbone" and Intergovernmental Panel on Climate Change indexes. It was considered robust by EcoAct Company and will be formalized and implemented by our Asset Manager*

**3.**

**Green bond rationale**

# CNP ASSURANCES' GREEN BOND FRAMEWORK



## Use of Proceeds

- Green buildings
  - ✓ New Green Buildings Constructions
  - ✓ Renovation & restructuring of existing buildings
  - ✓ Energy efficiency of existing buildings
- Sustainable forestry
  - ✓ Sustainable management of forests and lands
- Green Infrastructure
  - ✓ Renewable energy
  - ✓ Clean transport

## Process for Project Evaluation & Selection

- Compliance with the internal CSR policy of CNP Assurances, including the ESG criteria
- Green Bond Committee in charge of the evaluation and selection of the eligible assets & of the validation of the annual reporting








## Management of Proceeds

- Allocation management
  - ✓ 24-month look back period
  - ✓ Refinancing up to 50% of the proceeds maximum
- Proceeds tracking system
  - ✓ Internal tracking system within its treasury management
- Unallocated proceeds management
  - ✓ Invested according to CNP Assurances' Treasury policy and to the extent possible in SRI funds

## Reporting

- Allocation reporting
  - ✓ Available one year from the date of the bond issuance, and thereafter once a year until bond maturity
  - ✓ External review by an independent auditor
- Impact reporting
  - ✓ Where feasible, on annual basis until bond maturity
  - ✓ Output and impact indicators

## USE OF PROCEEDS

Project categories	Subcategories	Definition	Eligibility Criteria	Environmental Benefits	Alignment with the UN SDGs
Green buildings	New Green Buildings Constructions	Investments in new or recently built buildings that have obtained or expected to obtain one or more environmental certification or label		<ul style="list-style-type: none"> <li>✓ Reduction of GHG emissions</li> <li>✓ Increase in energy savings</li> </ul>	  
	Renovation & Restructuring of existing Buildings	Investment in major renovation of existing buildings in order to: obtain at least one environmental certification or label and/or upgrade them in to the top 15% of the most energy-efficient buildings in the correspondent local market and/or demonstrate at least 30% of energy consumption savings	<ul style="list-style-type: none"> <li>✓ HQE: [≥ "Excellent"]</li> <li>✓ LEED: [≥ "Gold"]</li> <li>✓ BREEAM: [≥ "Very Good"]</li> <li>✓ BBC Effinergie+</li> <li>✓ BBCA (Bâtiments Bas Carbone)</li> <li>✓ HPE [RT 2012 -10%]</li> <li>✓ THPE [RT 2012 -20%]</li> <li>✓ BePOS</li> <li>✓ E+/C-</li> <li>✓ NF Habitat HQE</li> </ul>		
	Energy efficiency of existing buildings	Investments in energy efficiency works including: heating systems renovation, geothermal energy systems, insulation retrofitting, solar panels installation, LED lightening... in order to : obtain at least one environmental certification or label and/or demonstrate at least 20% of energy consumption savings.			
Sustainable Forestry	Sustainable management of forests and lands	Investments to finance acquisition, maintenance and sustainable management of forests and lands	Including <ul style="list-style-type: none"> <li>✓ Certified forests (FSC, PEFC or equivalent)</li> <li>✓ Forest regeneration</li> </ul>	<ul style="list-style-type: none"> <li>✓ CO2 sequestration</li> <li>✓ Reduction of air pollution</li> <li>✓ Biodiversity protection</li> </ul>	
Green Infrastructure	Renewable energy	Investments in renewable energy production including equipment, development, manufacturing, construction, operation, distribution and maintenance from sources	Including <ul style="list-style-type: none"> <li>✓ Onshore and offshore wind energy</li> <li>✓ Solar energy</li> <li>✓ Geothermal energy with direct emissions ≤ 100g CO2e/ kWh</li> </ul>	<ul style="list-style-type: none"> <li>✓ Reduction of GHG emissions</li> </ul>	  
	Clean transport	Investment in clean vehicles infrastructures and services	Including <ul style="list-style-type: none"> <li>✓ Public mass transportation</li> <li>✓ Charging infrastructure for electric vehicles</li> <li>✓ Railway extensions</li> </ul>	<ul style="list-style-type: none"> <li>✓ Reduction of GHG emissions</li> <li>✓ Reduction of air pollution</li> </ul>	

## PROCESS FOR PROJECT EVALUATION AND SELECTION

### ➤ Alignment with the internal CSR policy of CNP Assurances, including the ESG criteria

### ➤ Green Bond Committee's functions

- **Verifying the compliance** with potential Eligible Green Assets & internal CSR policy of CNP Assurances including the ESG criteria
- **Selecting** the pool of Eligible Green Assets in line with the eligibility criteria stated in Use of Proceeds section of the Framework
- **Monitoring** the aforementioned pool by replacing assets that no longer satisfy the eligibility criteria (i.e. divestment, cancellation, ineligibility) with new Eligible Green Assets if need be
- **Validating** the annual reporting publication

### ➤ Green Bond Committee's organization

- The committee will be chaired by the Chief Investment Officer, member of the EXCOM
- Will meet at least on annual basis
- Composed of relevant parties including Investment Department and CSR Department

## MANAGEMENT OF PROCEEDS

### Allocation management

- The net proceeds of any CNP Assurances Green Bond issuance will be used to finance and/or refinance Eligible Green Assets identified under the eligible assets section of the Green Bond Framework
- Eligible Green Assets for Green Bond financing are:
  - ✓ Investments disbursed 2 years maximum prior to the Calendar year of issuance of the Green Bond(refinancing)
  - ✓ Investments to be disbursed 2 years maximum next to the year of issuance of the Green Bond (new financing)
- No more than 50% of the proceeds from each Green Bond issued to be allocated to refinancing

### Proceeds tracking system

- Set up an internal tracking system within its treasury management to facilitate the allocation process during the lifetime of the Green Bonds issued

### Unallocated proceeds management

- The balance of unallocated proceeds to be invested according to CNP Assurances' Treasury policy
- To the extent possible, investments in SRI funds



## REPORTING

### Allocation reporting

- Will be available to investors within approximately one year from the date of the bond issuance, and thereafter once a year until bond maturity
- Provide information such as follows:
  - ✓ Total amount of proceeds allocated to Eligible Green Assets per category
  - ✓ The share of financing and refinancing
  - ✓ The share of CNP Assurances in the total project cost
  - ✓ Total amount of unallocated proceeds

### Impact reporting

- CNP Assurances will report on the environmental impact of the projects funded on an annual basis and until bond maturity, subject to data availability
- The relevant metrics could include:

Project categories	Subcategories	Examples of output indicators	Examples of impact indicators
Green buildings	New Green Buildings Constructions	Number of dwellings Number/m2 of commercial buildings by type of certification	Avoided CO2 emissions (in t.CO2/year)
	Renovation & Restructuring of existing Buildings	Number of dwellings renovated Number/m2 of newly certified buildings	Estimated energy savings (in MWh/year)
	Energy efficiency of existing buildings		
Sustainable Forestry	Sustainable management of forests and lands	Surface of FSC and/or PEFC certified forests (in ha)	Estimated CO2 sequestered (in t.CO2/year)
Green Infrastructure	Renewable energy	Capacity installed (GW or MW) Power Energy production (MWh)	Avoided CO2 emissions (in t.CO2/year)
	Clean transport	Number of clean transportation systems financed by type Number of km of rail constructed or maintained	

## SECOND-PARTY OPINION & EXTERNAL REVIEW

### Second-Party Opinion

- Vigeo Eiris was appointed to provide a Second-Party Opinion on the Green Bond Framework
- The Second-Party Opinion document will be made available on CNP Assurances' website  
<https://www.cnp.fr/le-groupe-cnp-assurances/investisseurs>



*"Vigeo Eiris is of the opinion that the Green Bond Framework of CNP Assurances is aligned with the four core components of the Green Bond Principles 2018"*

### External Review

- The external auditor will verify that the proceeds of the bonds are either allocated to eligible assets or invested in approved financial instruments
- The audit report will be published annually

**4.**

## **Green bond transaction summary**

## INDICATIVE TERMSHEET

Issuer	CNP Assurances
Expected issue ratings	BBB+ by S&P, A3 by Moody's
Scheduled Maturity Date	[●] 2029, subject to the Conditions to Redemptions and Purchase
Size	EUR Benchmark
Issue Type	Green Bond to be issued within CNP Assurances Green Bond Framework
Status of the Notes	Ordinary Subordinated Obligations, Tier 2 Notes
Interest Rate	[●] %, paid annually Act/Act
Optional Interest Deferral	No optional interest deferral
Mandatory Interest Deferral	Mandatory deferral of interest at each Interest Payment Date in case a (i) a Regulatory Deficiency has occurred and such Regulatory Deficiency is continuing on such Interest Payment Date or (ii) the payment of such interest would of itself cause a Regulatory Deficiency, provided however that interest may still be paid on such Interest Payment Date to the extent permitted under, and in accordance with the Solvency II Directive and the Applicable Supervisory Regulations and subject to conditions
Regulatory Deficiency	(A) the own funds regulatory capital of the Issuer and/or the Group is not sufficient to cover its capital requirements; or (B) the Relevant Supervisory Authority has notified the Issuer that it has determined, in view of the financial condition of the Issuer and/or the Group, that in accordance with the then Applicable Supervisory Regulations at such time, the Issuer must take specified action in relation to payments under the Notes
Early Redemption Rights	At par, in whole but not in part with any accrued interest for Regulatory Reasons, Rating Reasons, Taxation Reasons (including Gross-up Event, Withholding Tax Event and Tax Deductibility Event) or Clean-Up Call (80% of the Notes issued on the Issue Date has been purchased and cancelled), subject to the Conditions to Redemptions and Purchase
Format / Denomination / Listing	Dematerialised bearer form / EUR100,000 / Euronext Paris
Governing law	French Law
Documentation	CNP Assurances EUR 7,000,000,000 EMTN Programme dated 21 December 2018
Use of Proceeds	An amount equivalent to the net proceeds of the Green Bonds issuances ("the net proceeds") will be exclusively used to finance and/or refinance Eligible Green Assets as defined in CNP Assurances Green Bond Framework
Green Bond Structuring Advisors and Global Coordinators	Crédit Agricole CIB , Natixis
Joint Bookrunners	BofA Merrill Lynch, Crédit Agricole CIB, HSBC, J.P. Morgan, Natixis, Société Générale

## EXAMPLES OF ELIGIBLE ASSETS – GREEN BUILDINGS

### CNP ASSURANCES' NEW HEADQUARTERS

#### Project description

- Asset: future CNP Assurances Headquarters
- Location: Issy-les-Moulineaux, Paris region, in the new eco-district of "Issy Coeur de Ville" including 100 000 sqm of mixed use new constructions, being built around a central green park of 1.3 ha, all very well served with public transportation
- HQ Description: 40 000 sqm office, with the objective of having all CNP's Paris region employees working in the same place

#### Key features

- Certifications: BREEAM "Excellent", BEPOS-Effinergie 2013, NF HQE Bâtiment tertiaire 2015 "Exceptionnel", WELL "Silver"
- 3 300 sqm of solar panels on the roofs of the office building
- Share of CNP Assurances financing: 100%
- Operating stage: to be delivered in Q2-2022



Future CNP Assurances Headquarters – Issy-les-Moulineaux  
Photos : Valode&Pistre

## EXAMPLES OF ELIGIBLE ASSETS – GREEN BUILDINGS

### NEW OFFICE BUILDING IN FINLAND

#### Project description

- Asset: Kasarminkatu 21, Helsinki, Finland
- Description : 17,000 sqm office, restaurants, retail unit
- Location: Historical city center of Helsinki (first newly built office in this part of the city for several decades)

#### Key features

- Certification: LEED Platinum
- Share of CNP Assurances financing: 100%
- Operating stage: Completed and in full operation (Q4 2017)



Kasarminkatu 21 – Helsinki - Finland



## EXAMPLES OF ELIGIBLE ASSETS – GREEN BUILDINGS

### NEW SENIOR HOUSING

#### Project description

- Assets : Three new Senior Housing Projects
- Description : 340 units in total in three French regional cities
- Location: Toulon (South of France), Perros Guirrec (Brittany) and Lagny (Paris Region)

#### Key features

- Certification: NF HQE Residential buildings – RT 2012
- Share of CNP Assurances financing: 100%
- Operating stage: Toulon and Perros Guirrec are recently completed, Lagny will be delivered later in Q3 2019



Senior Housing – Toulon - France



Senior Housing – Perros Guirrec - France

## EXAMPLES OF ELIGIBLE ASSETS – GREEN BUILDINGS

### HEAVY RESTRUCTURING OF 1970’S EXISTING BUILDING

#### Project description

- Project : 85/ 89 rue Richelieu, Paris 2
- Description : Heavy restructuring of a 32 000 sqm city center office building with ground floor retail.
- Location: Paris CBD

#### Key features

- Certifications: BREAM “Excellent”, BBC Effinergie Rénovation, HQE Renovation “Excellent”, WELL “Silver”
- Share of CNP Assurances financing: 100%
- Operating stage: to be completed in Q4 2019



Richelieu – Paris 2ème  
Photo : Wilmotte & Associés



# EXAMPLES OF ELIGIBLE ASSETS – GREEN BUILDINGS RENOVATION OF EXISTINGS BUILDING IN THE PORTFOLIO

## Projects description

- |   |  |
|---|--|
| <ul style="list-style-type: none"> <li>▪ Asset: “Ilot 14” , Paris 19</li> <li>▪ Description : 25,000 sqm of residential buildings (338 units) and ground floor retail</li> <li>▪ Renovation and additional insulation resulting in significant (&gt;40%) improvement of the energy performance</li> </ul> | <ul style="list-style-type: none"> <li>▪ Asset: “Ancienne Comédie”, Paris 6</li> <li>▪ Description : 1 000 sqm mixed residential (4 units) &amp; offices</li> <li>▪ Restructuring and conversion of an old city center office building to a mixed use building.</li> </ul> |
|---|--|

## Key features

- | Ilot 14  | Ancienne Comédie   |
|--|--|
| <ul style="list-style-type: none"> <li>▪ Certification: BBC Effinergie Rénovation</li> <li>▪ Share of CNP Assurances financing: 100%</li> <li>▪ Operating stage: to be completed in Q1 2020</li> </ul> | <ul style="list-style-type: none"> <li>▪ Certification: BBCA Renovation</li> <li>▪ Share of CNP Assurances financing: 100%</li> <li>▪ Operating stage: to be completed in Q1 2020</li> </ul> |



Ilot 14 – Paris 19<sup>ème</sup> *Novack Architecte*



Etat existant



Etat futur

Ancienne Comédie – Paris 6<sup>ème</sup>  
*Raf Listowski Architecte*

## EXAMPLES OF ELIGIBLE ASSETS SUSTAINABLE FORESTS



Forets de Nan (Haute-Saône) and de Rangevilliers (Doubs)



Forest planting – Knows and Keltie (Scotland)

### Project descriptions

- |   |   |
|---|---|
| <ul style="list-style-type: none"> <li>Asset: Foret de Nan (Haute-Saône) and Massif de Rangevilliers (Doubs),</li> <li>Locations: Regional France</li> <li>Description: 935.8ha and 38.4ha</li> </ul> | <ul style="list-style-type: none"> <li>Asset: Woodland Invest</li> <li>Locations: UK (Scotland)</li> <li>Description: 1,723ha of forests – 9 areas</li> </ul> |
|---|---|

### Key features

- | French forests   | Scottish forests  |
|--|---|
| <ul style="list-style-type: none"> <li>Certifications: PEFC</li> <li>Share of CNP Assurances financing: 100 %</li> </ul> | <ul style="list-style-type: none"> <li>Certifications: PEFC</li> <li>Share of CNP Assurances financing: 100%</li> </ul> |

## PUBLICATIONS AND CONTACTS



**2018 Corporate Social Responsibility Report**



**2018 Sustainable Investment Report**  
*will be released soon*

➤ **More information on CNP Assurances' website:**

<https://www.cnp.fr/en/the-cnp-assurances-group/who-we-are/our-csr-commitments>

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[infofi@cnp.fr](mailto:infofi@cnp.fr) or [debtir@cnp.fr](mailto:debtir@cnp.fr)

### CORPORATE AND SOCIAL RESPONSABILITY

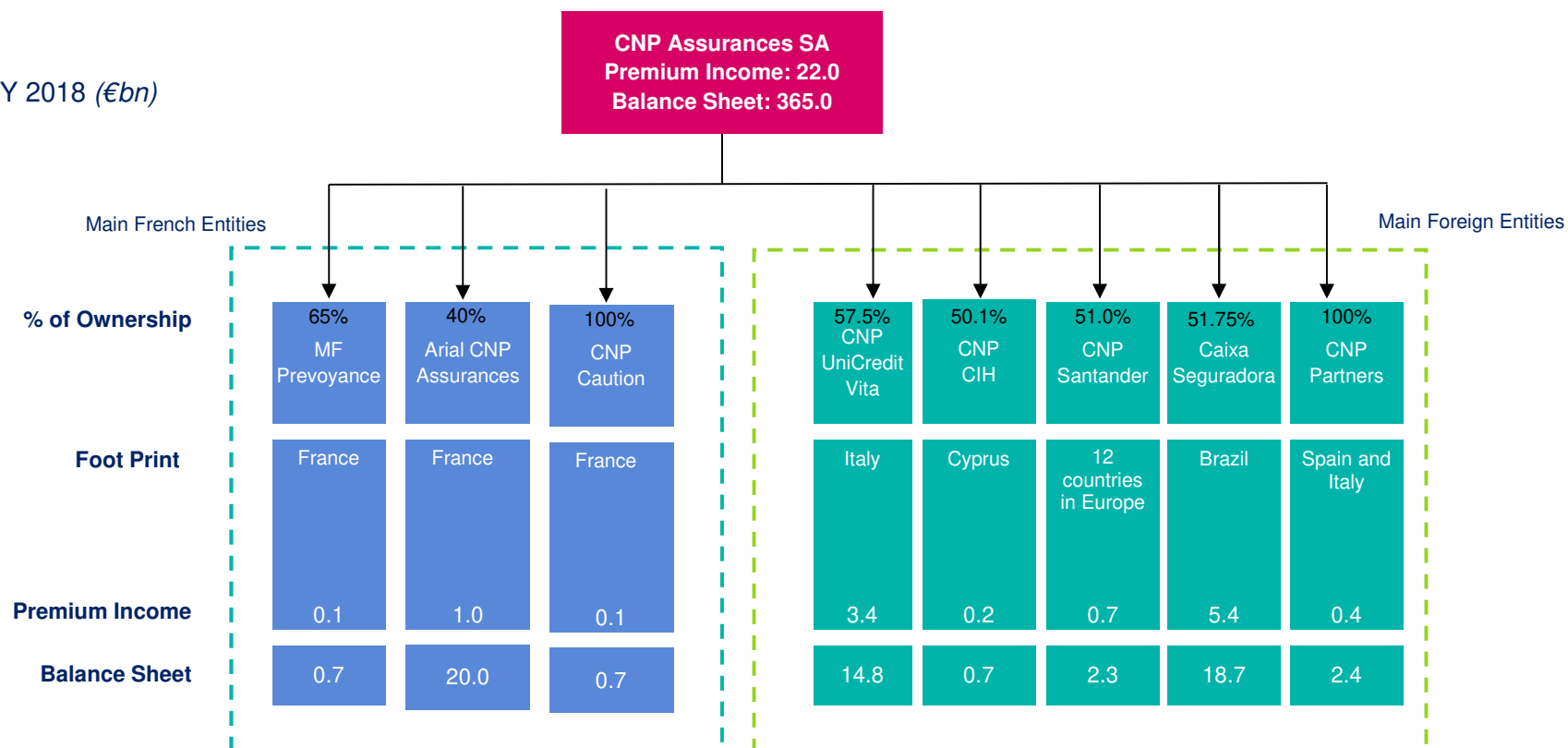
Elisabeth Michaux | +33 (0)1 42 18 74 45



# Appendices

# GROUP STRUCTURE

FY 2018 (€bn)



- The Group issues bonds through CNP Assurances SA which is the listed entity and the main operating company of the Group (~85% of the consolidated balance sheet)
- Bonds are not issued through a pure holding company nor a SPV
- No senior bond outstanding within the capital structure

## 2018 NET PROFIT AND ROE BY GEOGRAPHY/SUBSIDIARY

(€m)	GROUP	FRANCE	CAIXA SEGURADORA	OTHER LATIN AMERICA	CNP SANTANDER INSURANCE	CNP UNICREDIT VITA	OTHER EUROPE EXCL. FRANCE
Premium income	32,367	21,571	5,452	27	743	3,369	1,204
Period-end technical reserves net of reinsurance	313,935	280,772	15,541	19	1,742	12,956	2,905
Total revenue	3,846	2,514	1,081	18	87	83	62
Administrative costs	922	611	178	8	19	35	71
<b>EBIT</b>	<b>2,924</b>	<b>1,903</b>	<b>903</b>	<b>10</b>	<b>68</b>	<b>48</b>	<b>(9)</b>
Finance costs	(248)	(247)	0	0	0	(1)	0
Income tax expense	(901)	(480)	(394)	(3)	(9)	(15)	1
Equity-accounted and non-controlling interests	(281)	18	(249)	(2)	(29)	(14)	(6)
Fair value adjustments and net gains (losses)	89	136	(24)	0	(27)	3	0
Non-recurring items	(216)	(215)	0	0	0	(1)	0
<b>Attributable net profit</b>	<b>1,367</b>	<b>1,115</b>	<b>236</b>	<b>5</b>	<b>4</b>	<b>20</b>	<b>(13)</b>
<b>ROE</b>	<b>8.4%</b>	<b>8.2%</b>	<b>14.1%</b>		<b>1.3%</b>		

## TECHNICAL RESERVES AND PREMIUM INCOME BY GEOGRAPHY/SEGMENT

### AVERAGE TECHNICAL RESERVES NET OF REINSURANCE

(€m)		Savings/Pensions excl. unit-linked	Unit-linked Savings/Pensions	Personal Risk/ Protection	Total
2018	France	240,464	32,155	8,288	280,908
	Europe excl. France	6,771	8,111	2,328	17,210
	Latin America	788	12,571	1,558	14,917
	<b>Total</b>	<b>248,023</b>	<b>52,838</b>	<b>12,174</b>	<b>313,036</b>

### PREMIUM INCOME

(€m)		Savings/Pensions excl. unit-linked	Unit-linked Savings/Pensions	Personal Risk/ Protection	Total
2018	France	13,510	3,914	4,148	21,571
	Europe excl. France	1,388	2,919	1,009	5,316
	Latin America	55	3,945	1,479	5,480
	<b>Total</b>	<b>14,953</b>	<b>10,778</b>	<b>6,635</b>	<b>32,367</b>

## MAIN CHARACTERISTICS OF FRENCH SAVINGS PRODUCTS

Tax change since January 1 <sup>st</sup> , 2018	Bank Deposits & Taxable Passbooks	Tax Free Passbooks e.g. Livret A	Stocks, Bonds & Mutual Funds	Life Insurance	Properties
% of French household wealth	8% (€0.9tn)	5% (€0.6tn)	12% (€1.4tn)	17% (€1.9tn)	58% (€6.6tn)
Maximum amount per person	Unlimited	€23k	Unlimited	Unlimited	Unlimited
Possibility to convert into annuities	No	No	No	Yes	No
Wealth tax [0.5% to 1.5%]	None	None	None	None	Yes, above €1.3m of properties per household
Inheritance tax [0% to 60%]	Yes	Yes	Yes	None below €152k per beneficiary (with illimited # of beneficiaries)	Yes
Income tax [0% to 45%] & Social tax [17.2%]	30% flat tax	0%	30% flat tax	30% flat tax before 8 years 17.2% to 30% after 8 years <sup>(1)</sup>	17.2% to 62.2%
Guarantee of capital	Yes	Yes	None	Traditional: guarantee at any time Unit-linked: optional guarantee in case of death, disability or survival	None
Liquidity	Fully liquid	Fully liquid	Depending on capital markets liquidity	Fully liquid	Illiquid

Simplified description for illustration purpose only. Source: INSEE and Banque de France

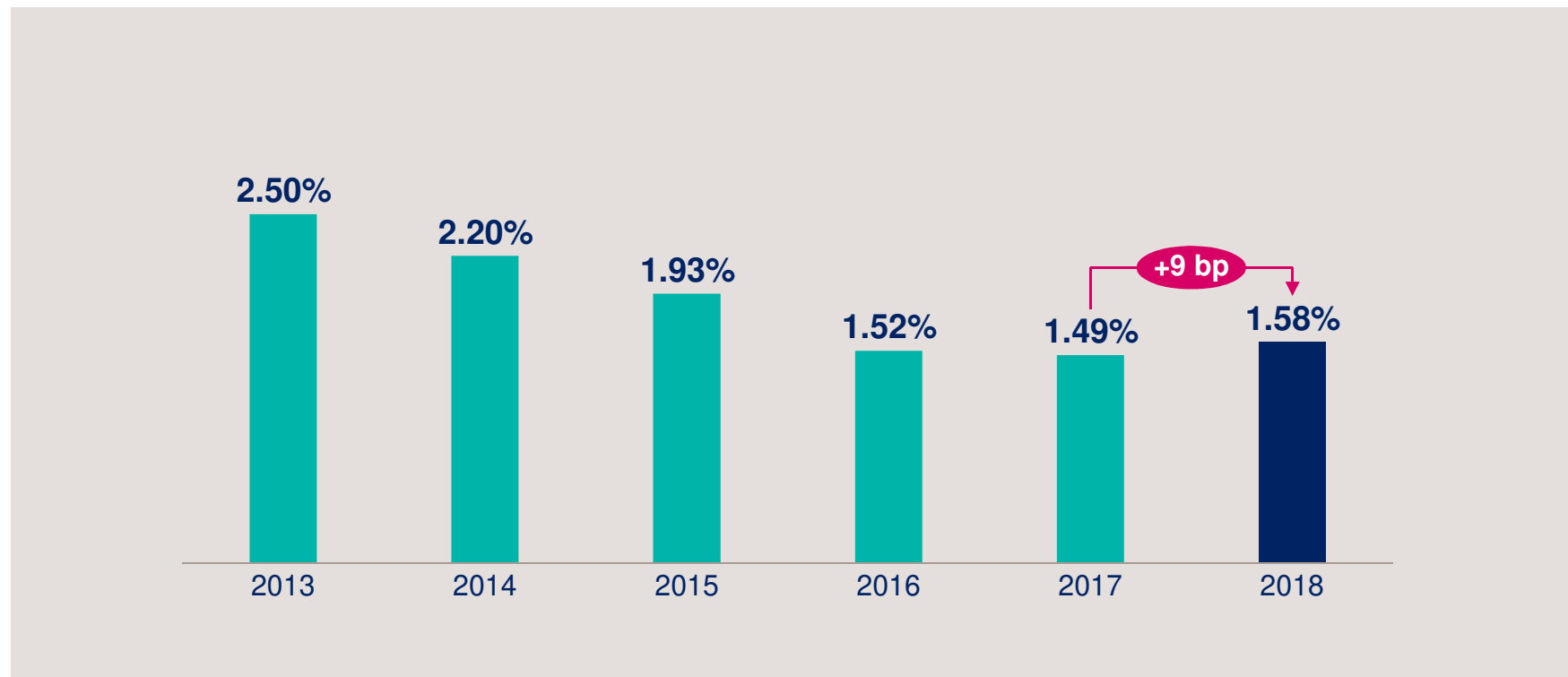
(1) 17.2% for the part of annual gains below €4.6k for a single person (€9.2k for a couple)

24.7% for premiums written before 2018 or with an AUM below €150k for a single person

30% flat tax for premiums written after 2018 and with an AUM above €150k for a single person, for the fraction of AUM above this threshold



## AVERAGE POLICYHOLDER YIELD IN FRANCE\*




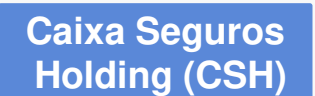

- Increased average policyholder yields on all contracts in the portfolio
- Narrower gap between yields on CNP Assurances' various contracts
- Policyholders' surplus reserve up €1bn in 2018 at €11.9bn (5.3% of technical reserves)

\* Traditional Savings contracts




# CNP'S GROUP STRUCTURE IN BRAZIL

**New Distribution Agreement in Brazil**


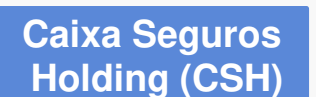

## Current structure

 <div>   </div>			
<b>51.8%</b> Voting rights & Economic rights		<b>48.2%</b> Voting rights & Economic rights	
Distribution channels	CEF	Brokers	Youse
Private pension plans	x		
Consumer credit life insurance	x		
Mortgage credit life insurance	x		
Life insurance	x	x	x
P&C	x	x	x
Savings	x	x	
Health	x	x	
Dental insurance	x	x	
Credit	x		

## New structure

 <div>   </div>			
<b>51% / 40%</b> Voting rights / Economic rights		<b>49% / 60%</b> Voting rights / Economic rights	
Distribution channels	CEF	Brokers	Youse
Private pension plans	x		
Consumer credit life insurance	x		
Life insurance	x		

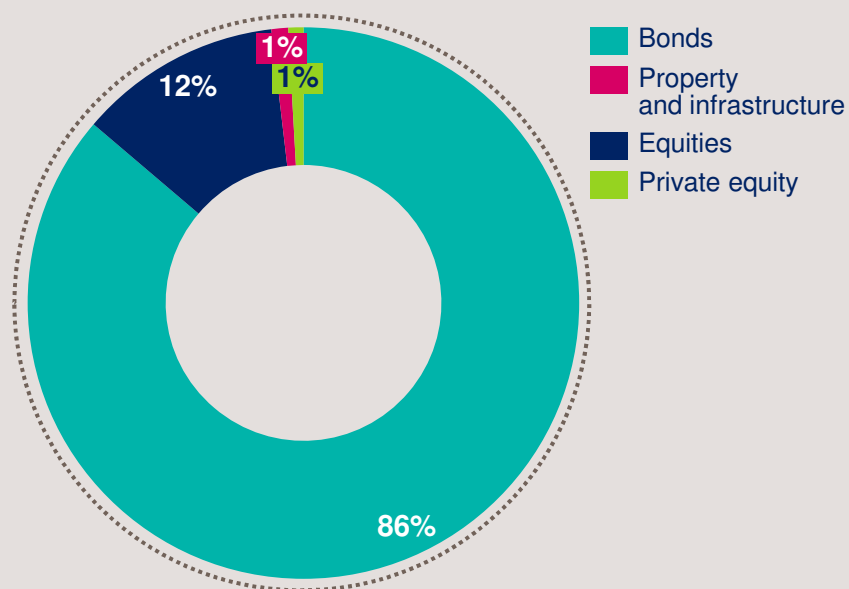
 <div>   </div>			
<b>51.8%</b> Voting rights & Economic rights		<b>48.2%</b> Voting rights & Economic rights	
Distribution channels	CEF	Brokers	Youse
All business lines	x <sup>(1)</sup>	x	x

<sup>1</sup> CNP agreed to waive the existing exclusive distribution rights of CSH for other insurance products should Caixa Seguridade decide to transfer the distribution rights for these products to other companies. The existing in-force insurance portfolios related to these products will remain on CSH's balance sheet. They could potentially be sold in the future, after discussions with CEF and with the companies that would then be selling these products

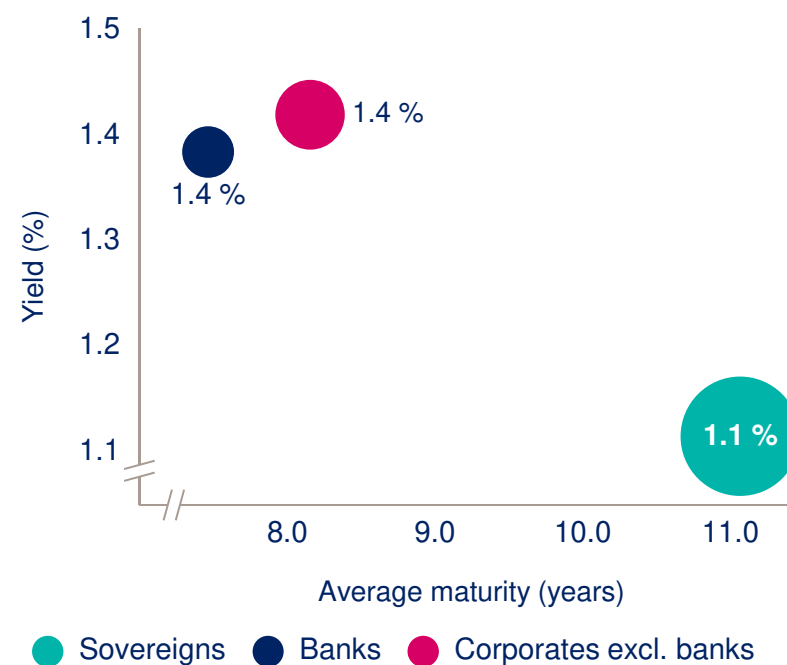
## INVESTMENTS IN 2018



INVESTMENT FLOWS IN 2018 (%)



BOND INVESTMENT FLOWS IN 2018



➤ European bond portfolios: average 2018 reinvestment rate of 1.2%

## ENGAGED INVESTMENT STRATEGY IN 2018: STRONG CONTRIBUTION TO THE REAL ECONOMY

### PRIVATE EQUITY – SMEs, MIDCAPs AND START-UPS

**€500m in 2018**

*CNP Assurances is one of the world's  
50 biggest investors in private equity*

### PROPERTY– FORESTRY ASSETS

**€700m in 2018**

*Increased investment in office, retail, warehouse  
and residential property and forestry assets*

*Ongoing geographical diversification (Italy, Germany, United States)*

*Ongoing strategy to improve the portfolio's energy performance*

### INFRASTRUCTURE

**€100m in 2018**

*Investment in renewable energies,  
telecoms, social infrastructure, etc.*

### PRIVATE DEBT

**€1,000m in 2018**

*Investments in the wind and solar power,  
transport and telecoms sectors*

*Financing for SMEs and midcaps  
to accelerate their growth*

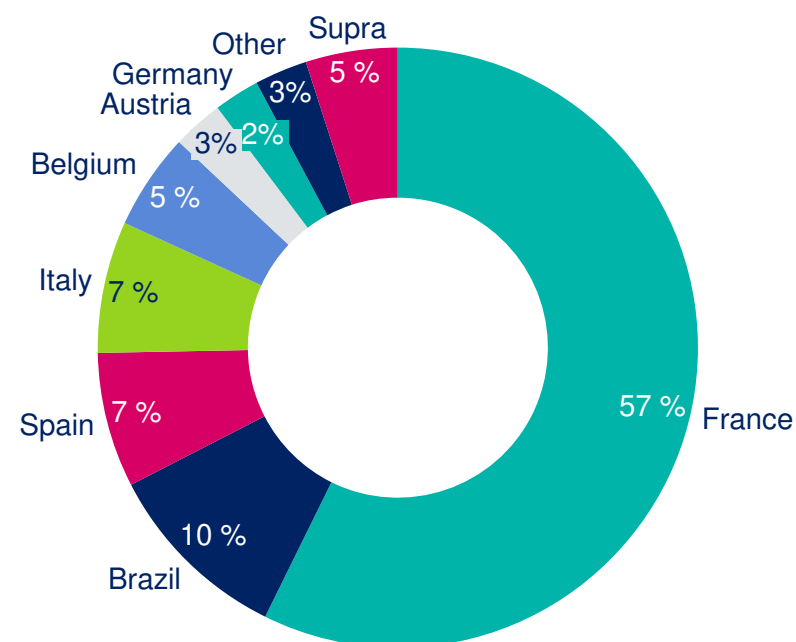
## IFRS UNREALISED GAINS BY ASSET CLASS

<i>(€m)</i>	31 December 2018	31 December 2017
Bonds	16,618	22,183
Equities	8,045	14,113
Property	4,194	3,608
Other	(990)	(1,217)
<b>TOTAL</b>	<b>27,867</b>	<b>38,687</b>

<i>(as a % of total asset portfolio)</i>	31 December 2018	31 December 2017
Bonds	5.6%	7.5%
Equities	2.7%	4.8%
Property	1.4%	1.2%
Other	-0.3%	-0.4%
<b>TOTAL</b>	<b>9.4%</b>	<b>13.1%</b>

## SOVEREIGN BOND PORTFOLIO

(€m)	31 December 2018		
	Gross exposure Cost*	Gross exposure Market value	Net exposure Market value
France	76,106	85,046	6,315
Brazil	13,482	13,529	1,089
Spain	9,681	10,283	960
Italy	9,411	10,043	804
Belgium	6,900	7,544	477
Austria	3,641	4,019	144
Germany	3,255	3,566	162
Other	3,782	3,928	1,135
Supranational issuers	6,590	7,222	0
<b>TOTAL</b>	<b>132,848</b>	<b>145,178</b>	<b>11,086</b>



Sovereign exposure including shares held directly by consolidated mutual funds

\* Cost less accumulated amortisation and impairment, including accrued interest

## COUNTRY RISK EXPOSURE – ITALY

	31 December 2018			
(€m)	BONDS	EQUITIES	TOTAL	AVERAGE YEARS TO MATURITY
Sovereigns	9,411	0	9,411	4.4
Banks	2,564	201	2,765	2.0
Corporate excl. banks	3,358	316	3,674	2.8
<b>TOTAL</b>	<b>15,333</b>	<b>517</b>	<b>15,850</b>	<b>3.6</b>

## HEDGING STRATEGY

HEDGED RISK		Type of hedge	Hedge maturity	Options set up in 2018		Outstanding options at 31 December 2018	
				Option premiums	Notional amount	Fair value	Notional amount
EQUITY RISK	Protects equity portfolio against a falling market	Put	< 7 years	€217m	€2.4bn	€724m	€10.2bn
CURRENCY RISK	Protects profit and dividend paid to parent by Caixa Seguradora	Put	< 2 years	€14m	BRL 1.8bn	€8m	BRL 1bn
	Financing for the payment made to roll over distribution agreements in Brazil	Call	< 2 years	€35m	BRL 2.4bn	€48m	BRL 2.4bn
INTEREST RATE RISK	Protects traditional savings portfolio against rising interest rates	Cap	< 10 years	€161m	€24.1bn	€177m	€70.9bn
CREDIT RISK	Protects bond portfolio against wider corporate spreads	Put	1 year	€3m	€1.2bn	€1m	€1.2bn

### ➤ The 2018 hedging programme covered all market risks

Equity portfolio hedging strategy expanded

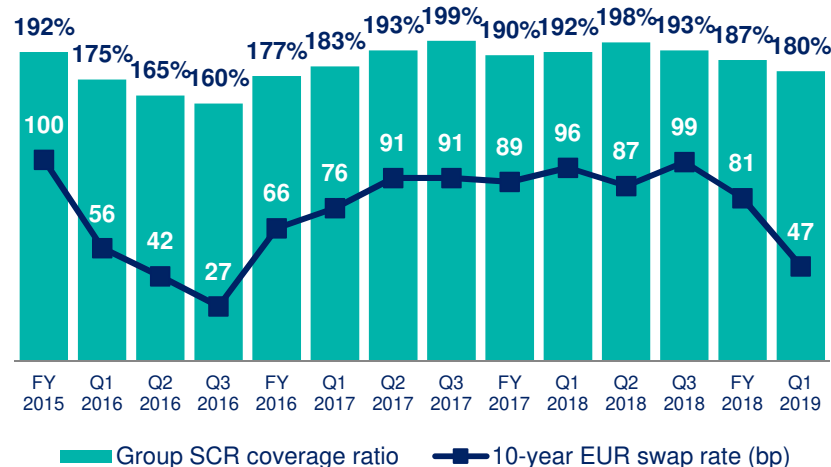
- Brazilian real hedging strategy maintained and call purchased to hedge the payment to be made to roll over the distribution agreements in Brazil
- Interest rate hedging strategy maintained
- Credit spread risk hedging strategy maintained



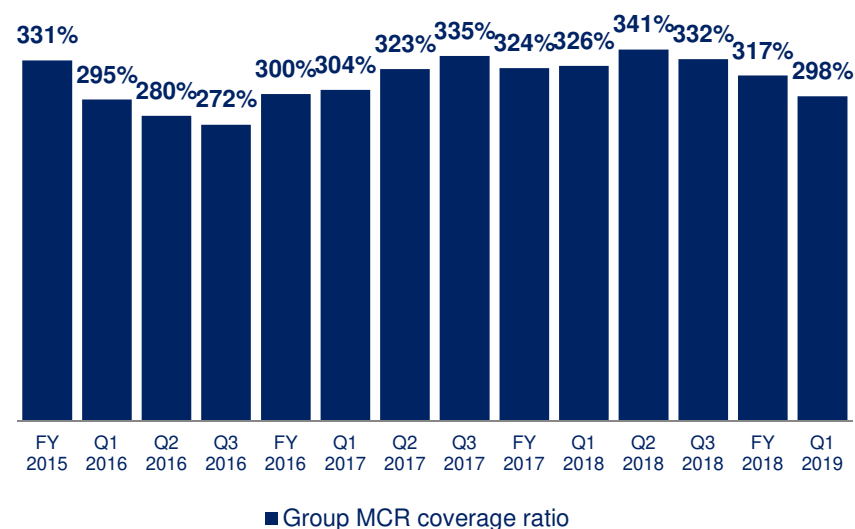
## RISK AND CAPITAL MANAGEMENT

- Risk management of the Group takes into account SII impacts of all day-to-day management actions (underwriting policy, reinsurance program, asset allocation, hedging program, etc.) and the Board of Directors closely monitors SII coverage ratio, both at Group level and at legal entity level
- The Own Risk and Solvency Assessment (ORSA) is a core component of the Group's risk and capital management framework. ORSA is a 5-year prospective and stressed view of the SII ratio, and is therefore more conservative. The risk factors taken into account in ORSA include the Group's own risk factors (e.g. sovereign risk) over and above those identified for SCR purposes
- ORSA provides more stability in the medium term capital management compared to SII ratio as it includes more efficient countercyclical measures. ORSA results are presented for approval to CNP's Board of Directors and communicated to the Group's supervisor (ACPR)

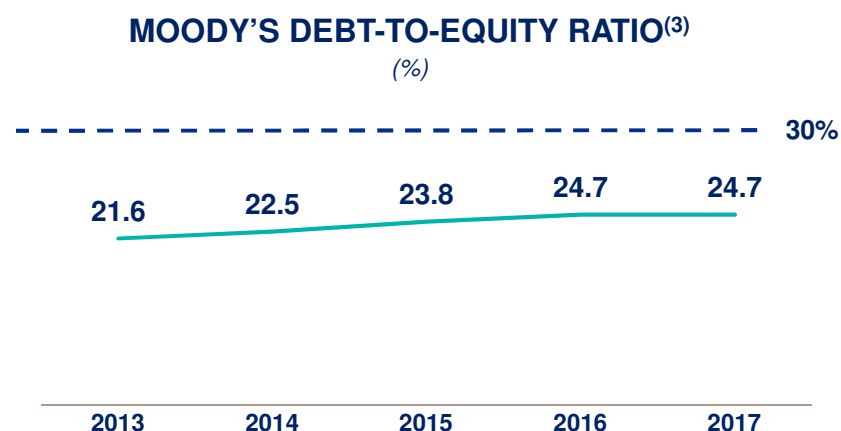
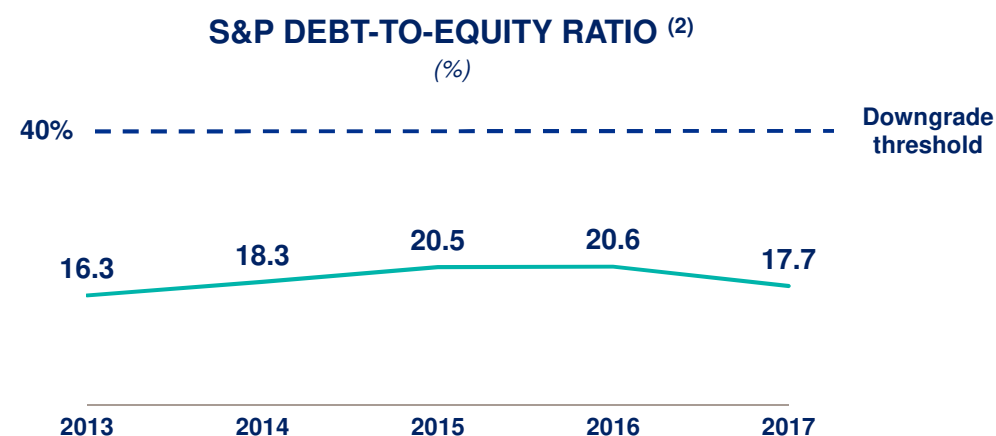
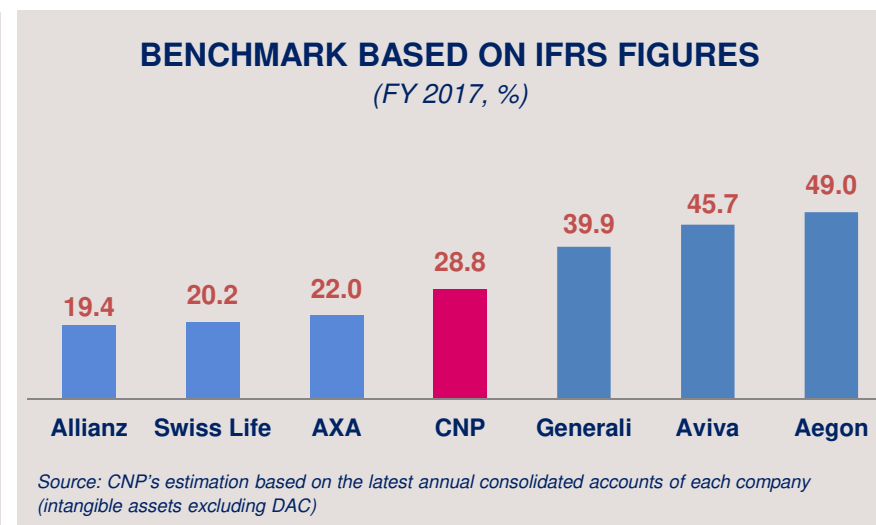
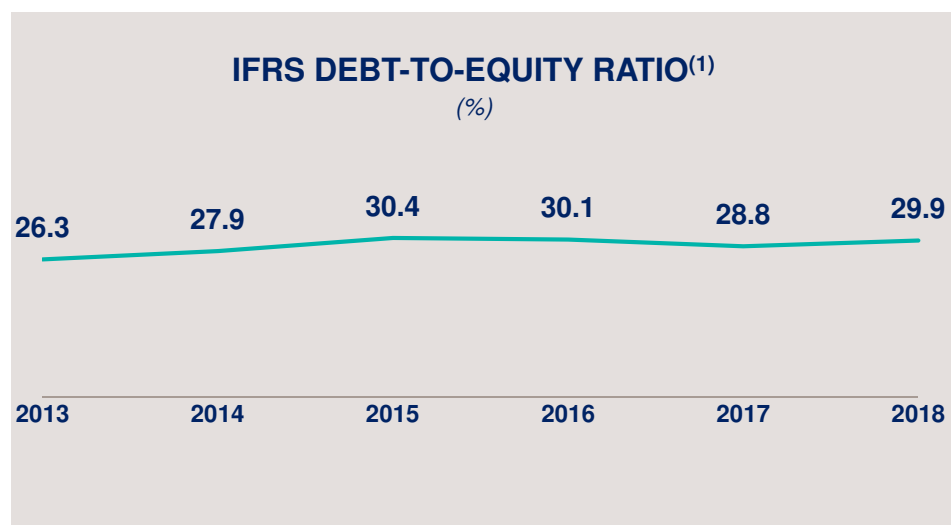
### GROUP SCR COVERAGE RATIO



### GROUP MCR COVERAGE RATIO



# DEBT RATIOS



(1) Debt-to-equity ratio (IFRS) = Debt / (Equity - Intangible assets + Debt)

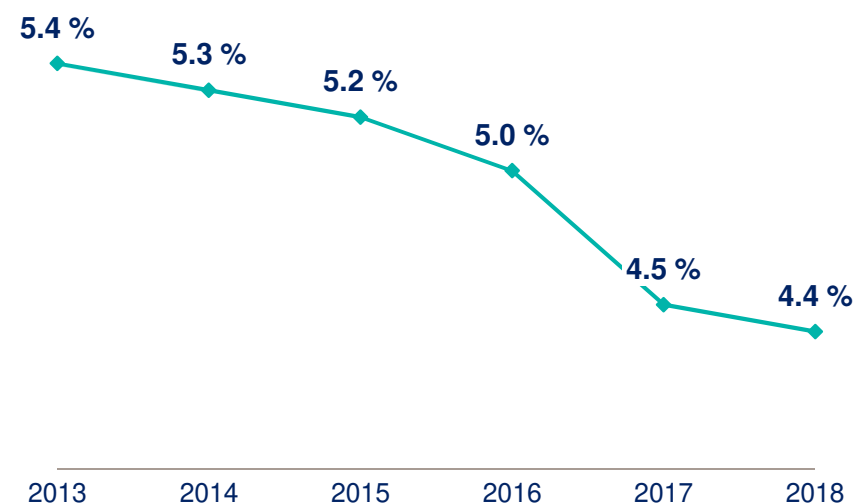
(2) Debt-to-equity ratio (S&P method) = Debt / (Economic Capital Available + Debt)

(3) Debt-to-equity ratio (Moody's method) = Adjusted debt / (Equity + Adjusted debt)

## INTEREST COVER AT A SATISFACTORY LEVEL

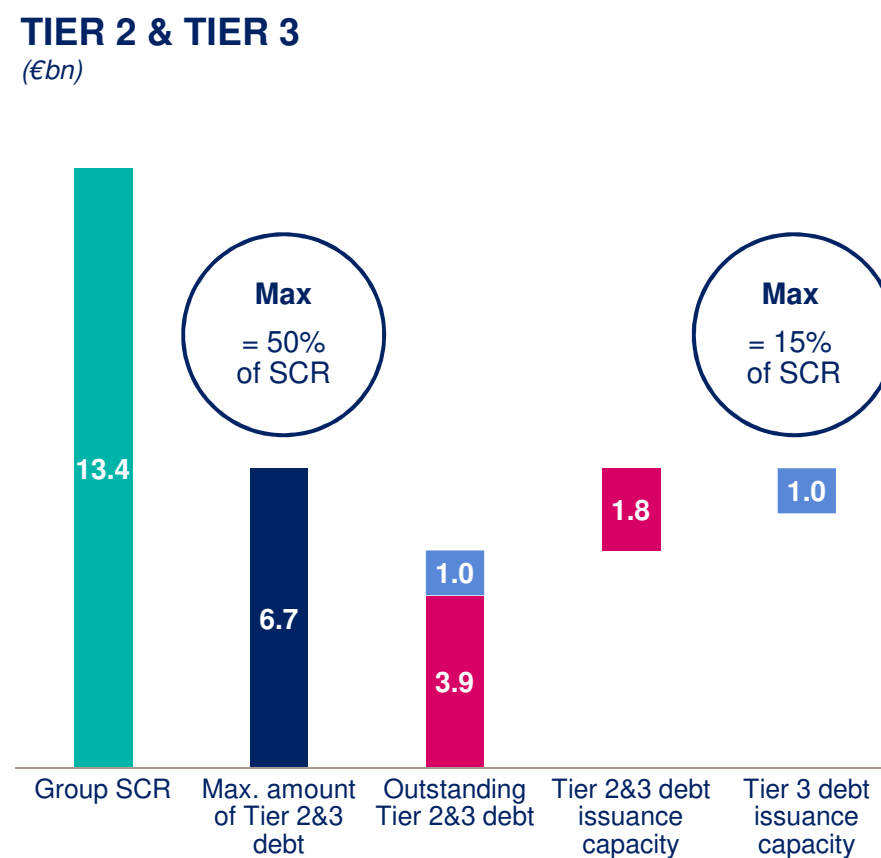
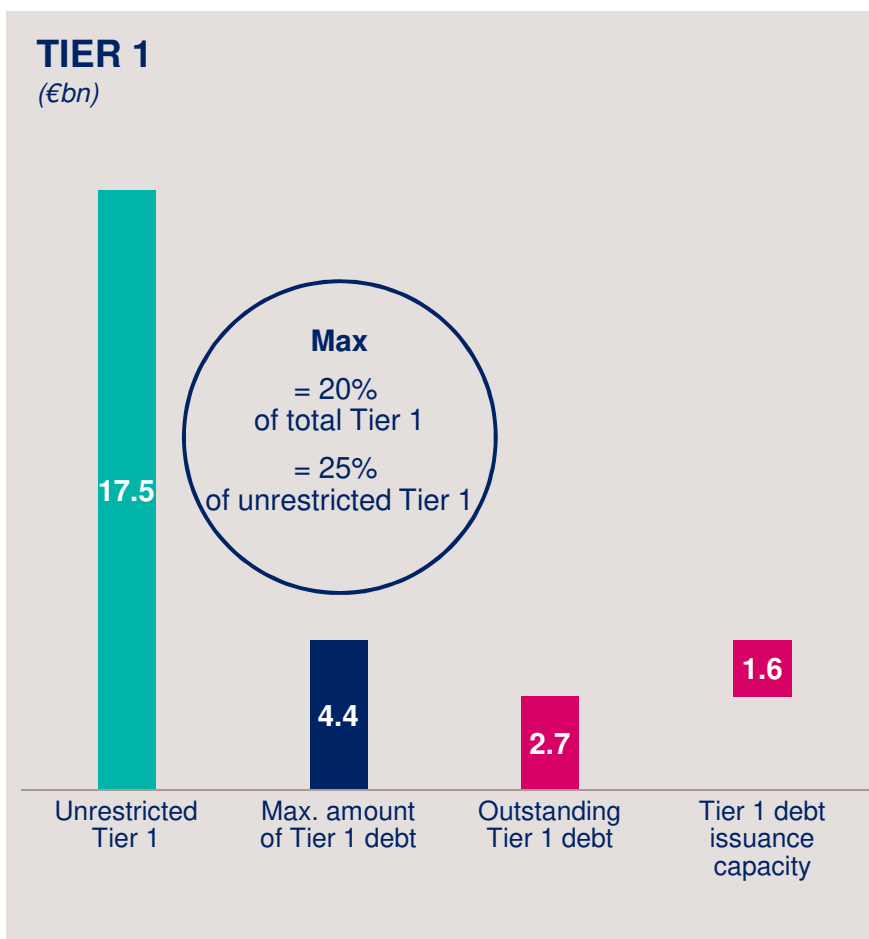


## AVERAGE COST OF DEBT



(1) EBIT divided by interest paid on total subordinated notes (classified in both debt and equity).

# SOLVENCY II SUBORDINATED NOTES ISSUANCE CAPACITY



At 31 December 2018

## RECOGNIZED FINANCIAL STRENGTH

MOODY'S

**A1**

Stable outlook

June 2019  
Latest update

*"CNP Assurances (CNP)'s credit profile is supported by (1) the group's very strong market position in the French life insurance market, (2) a low liability risk profile thanks to a low average guaranteed rate on traditional savings products, (3) a very stable level of profitability, as well as (4) a very good financial flexibility owing to a strong shareholder, Caisse des Dépôts et Consignations (CDC, Aa2 positive)." [Credit Opinion – 14 Feb. 2019]*

Moody's highlights that the *"On 4 June, the French bank BPCE (A1/A1 stable, ba11) announced its plan to extend its distribution agreement with CNP Assurances (CNP, financial strength A1 stable) until December 2030 from December 2022 and remain a long-term shareholder in CNP. The plan is credit positive for CNP because the insurer will retain access to a large banking network, supporting its market position and profitability."* [Issuer Comment - 11 June 2019]

S&P

**A**

Stable outlook

June 2019  
Latest update

*"La Poste's banking subsidiary La Banque Postale may become the majority shareholder of insurer CNP Assurances by 2020. Prospectively, we view CNP Assurances as highly strategic to La Poste. Our view of CNP Assurances' stand-alone creditworthiness has improved thanks to its sustainably stronger capital position and the signing of a new long-term partnership in Brazil". [Research Update – 30 Oct. 2018]*

*"We believe this transaction will not transform the historical model of CNP Assurances as an independent and multi-partnership bank-insurer." [Full Analysis – 11 June 2019]*

CNP Assurances stand-alone rating has been upgraded by 1 notch (from A- to A) to consider the improvement of the Group's solvency position according to S&P's capital model, whereas the 1-notch uplift linked to Caisse des Dépôts support has been withdrawn, leaving the final rating unchanged at A.

