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Memorandum

TO: Financing Team

FROM: Barclays

DATE: August 27, 2015

SUBJECT: Closing Instructions –

\$48,440,000 Monterey County

Certificates of Participation (2015 Public Facilities Financing)

Summary

The closing for the \$48,440,000 Monterey County Certificates of Participation (2015 Public Facilities Financing) will occur on September 2, 2015. Pre-closing and closing will take place at the offices of Orrick, Herrington & Sutcliffe LLP in Los Angeles through their online closing room.

Pre-Closing: Monday, August 31, 2015 @ 2 p.m. PT

Closing: Wednesday, September 2, 2015 @ 8 a.m. PT

The dial-in information for the closing call is as follows:

Dial-in: 1 (866) 316-6526 Conference code: 974-218#

Wiring Instructions

On the morning of September 2, 2015, prior to closing, Barclays will send out the following wire representing the purchase price of the 2015 Certificates. Please see "Calculation of Bond Purchase Price" on the following page for more detail.

Amount: \$52,221,573.22

Bank: The Bank of New York Mellon

Instructions: ABA #021000018

Account Name: Monterey County Proceeds

Account Number: 7390038400

Reference: Attn Justin Bui (415) 263-2416

Calculation of Purchase Price:

 Principal
 \$48,440,000.00

 Plus: Net Original Issue Premium
 3,970,464.40

 Less: Underwriter's Discount
 (188,891.18)

 Settlement Amount
 \$52,221,573.22

These funds will be allocated in the following manner:

 Project Fund
 \$52,000,000.00

 Costs of Issuance Account
 221,573.22

 Total uses
 \$52,221,573.22

Attachments: Sources and Uses of Funds Bond Pricing Schedule

Please call Ahmad Thomas at (415) 274-5546 or Anton Rusev at (415) 274-5453 if you have any questions.

SOURCES AND USES OF FUNDS

Monterey County Certificates of Participation (2015 Public Facilities Financing) ** Final Numbers**

Dated Date 09/02/2015 Delivery Date 09/02/2015

Sources:	
Bond Proceeds:	
Par Amount	48,440,000.00
Net Premium	3,970,464.40
	52,410,464.40
Uses:	
Project Fund Deposits:	
Project Fund	52,000,000.00
Delivery Date Expenses:	
Cost of Issuance	221,573.22
Underwriter's Discount	188,891.18
	410,464.40
	52,410,464.40

BOND PRICING

Monterey County Certificates of Participation (2015 Public Facilities Financing) ** Final Numbers**

5 16	Maturity		ъ.	V6 11	
Bond Component	Date	Amount	Rate	Yield	Price
Bond Component:					
	10/01/2016	750,000	3.000%	0.380%	102.822
	10/01/2017	775,000	4.000%	0.760%	106.674
	10/01/2018	810,000	4.000%	1.050%	108.918
	10/01/2019	845,000	5.000%	1.280%	114.743
	10/01/2020	890,000	5.000%	1.600%	116.525
	10/01/2021 10/01/2022	935,000	5.000%	1.940% 2.190%	117.469
	10/01/2022	985,000 1,035,000	5.000% 5.000%	2.190%	118.336 119.073
	10/01/2023	1,085,000	5.000%	2.550%	119.073
	10/01/2024	1,145,000	5.000%	2.660%	120.569
	10/01/2025	1,200,000	5.000%	2.800%	119.203
	10/01/2020	1,265,000	5.000%	2.920%	118.047
	10/01/2027	1,330,000	5.000%	3.030%	117.000
	10/01/2029	1,395,000	5.000%	3.090%	116.433
	10/01/2023	1,465,000	5.000%	3.160%	115.775
	10/01/2030	1,540,000	5.000%	3.230%	115.773 (
	10/01/2031	1,620,000	5.000%	3.280%	114.659
	10/01/2032	1,695,000	3.625%	3.780%	97.980
	10/01/2034	1,765,000	5.000%	3.370%	113.830 C
	10/01/2035	1,860,000	5.000%	3.410%	113.464
	10/01/2033	24,390,000	3.00070	3.11070	115.101
Term due 2038:					
	10/01/2036	1,955,000	5.000%	3.530%	112.375
	10/01/2037	2,055,000	5.000%	3.530%	112.375
	10/01/2038	2,160,000	5.000%	3.530%	112.375
		6,170,000			
Term due 2045:					
	10/01/2039	2,260,000	4.000%	4.090%	98.452
	10/01/2040	2,350,000	4.000%	4.090%	98.452
	10/01/2041	2,445,000	4.000%	4.090%	98.452
	10/01/2042	2,545,000	4.000%	4.090%	98.452
	10/01/2043	2,650,000	4.000%	4.090%	98.452
	10/01/2044	2,760,000	4.000%	4.090%	98.452
	09/01/2045	2,870,000 17,880,000	4.000%	4.090%	98.452
		48,440,000			
		10,110,000			
Dated	Date	09/02/2015			
Delive	ry Date	09/02/2015			
First C	oupon	04	04/01/2016		
Par An	nount	48 4	48,440,000.00		
Premiu			3,970,464.40		
Produc	ction	52.4	52,410,464.40		
	writer's Discount		(188,891.18)		
	ase Price ed Interest	52,2	52,221,573.22		
Net Pr	oceeds	52.2	52,221,573.22		