

## NEW BOND ISSUE REPORT

### BOND ISSUE

Name of Bond Issue: Kentucky Housing Corporation Multifamily Conduit Revenue Bonds (The Prestonian), Series 2022

Purpose of Issue: The bonds will be used to finance the acquisition, construction, and equipping of The Prestonian, a multifamily residential rental facility consisting of three hundred and forty-three (343) units, located in Jefferson County, Kentucky, at **715 E Gray Street**. The Kentucky Housing Corporation has conducted a public hearing concerning the proposed project on June 2, 2021, following the delivery of notice to the public at least seven days prior to such hearing.

Name of Project: The Prestonian

Anticipated Date of Sale: July 29, 2022

Anticipated Date of Issuance: July 29, 2022

Anticipated Ratings: Private Placement

Anticipated Net Proceeds: \$50,000,000

Cost of Issuance: See Exhibit A attached (Fees associated paid from owner equity)

Bond Discount: \$0

Debt Service Reserve Fund: \$0, but an estimated \$1,991,997 operating reserve will be funded from equity.

Insurance Premium: N/A

Total Project Cost: \$117,484,243 (estimated)

Terms of Issue: Net interest rate: **4.30%**  
Term: July 29, 2062 (480 months)  
Average debt service: **\$2,620,729**  
Gross debt service: **\$104,829,148**

First Call Date: **TBD**

Premium at First Call: **No premium**

Method of Sale: Private Placement

Bond Counsel: Dinsmore & Shohl LLP

Underwriter Counsel: N/A

Financial Advisor: N/A

Bond Purchaser: R4 Capital Funding (or a designated affiliate)

Trustee: TBD

**Exhibit A**

**Project Funding Sources:**

KHC Tax-Exempt Bonds	\$50,000,000
Tax Credit Equity	\$36,977,226
Soft Funds	\$2,000,00
Seller Note	\$27,749,400
Deferred Developer Fee	\$2,757,617
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	\$117,484,243

**Fees Paid:**

Origination Fee	\$250,000
KHC Counsel	\$50,000
KHC Financing Fee	\$391,581
KHC Application Fees & Expenses	\$6,500
KHC Admin Fee	\$5,000
Bond Counsel	\$150,000
Trustee Counsel	\$5,000
Borrowers Counsel	\$40,000
TEFRA/Publication/Print	\$5,000
	<hr/>
	\$903,081

# Everyone Deserves a Quality Place to Live.

## Kentucky Fact Sheet

### WE ARE DRIVEN

LDG Development was founded based on our belief that everyone deserves a quality place to live. That is why, for more than 25 years, we have worked to develop close to 20,000 units of high-quality affordable housing for thousands of hardworking families and active seniors across the country, including almost 2,500 units right here in KY. From the first responders who are the front lines of keeping our communities safe; to the service workers who have sacrificed income for service, we make sure that those who help our community run have a place they are proud to call home. By building desirable, welcoming housing, we are doing more than just giving families a great place to live. We are helping communities thrive.



### WE BEGIN WITH THE END IN MIND

We understand that the needs of each city are different. That is why we partner with local leaders and organizations that meet the needs of the community and reflect those characteristics that make it a special place.

Because we have our own architectural and design firm, as well as a construction management team, you will have a single point of contact throughout the development and construction stages. Ultimately, this "one stop" experience can lead to significant cost and time savings.

### WE ARE BUSTING THE MYTHS THAT SURROUND AFFORDABLE HOUSING

To start, we never cut corners. Instead, we go above and beyond design and maintenance standards to ensure our communities stay gorgeous and our residents have a place they are proud to call home.



**LDG**  
DEVELOPMENT



## WE ARE BUSTING THE MYTHS THAT SURROUND AFFORDABLE HOUSING

At LDG, we are in it for the long haul. That means we view every development as an opportunity to make an investment in a community that we will be a part of for decades to come. This approach ensures that our properties will be maintained to look as beautiful as the day they were built.

What's more, our onsite local teams all have a direct line to LDG senior leaders, ensuring decisions can be made quickly and with the needs of the local community in mind and are empowered to make decisions that are driven by our "residents first" philosophy.

## WE IMPROVE LIVES

Because our hard-working residents live busy lives, we go out of our way to support them by offering a variety of residents-first support services.

This includes a partnership with the state's largest healthcare system to provide weekly onsite medical services to all residents regardless of their health insurance status. These services range from routine primary care services focused on prevention and wellness; to more complex patient care typically performed at a physician's office. Residents can also receive assistance enrolling in Medicaid or other federal or state sponsored programs—all without leaving their home!



## HIGH-QUALITY, AFFORDABLE HOUSING ISN'T THE ONLY WAY WE GIVE BACK

We believe in the power of education and its ability to change the trajectory in our residents' lives. This guiding philosophy is reflected in a partnership with the National Association of Housing and Redevelopment Officials that is designed to provide scholarships to students living in public housing. Through a \$1 million scholarship fund, students receive up to \$6,000 annually for four years that can be used to pay tuition and other expenses associated with obtaining a college degree. The foundation also supports dozens of local community groups focused on helping some of the nation's most vulnerable and at-risk populations.

To help ensure students living in our communities have the support they need to succeed academically, we are piloting an initiative with a local non-profit focused on improving academic outcomes for underserved populations that is designed to boost reading scores for elementary and middle school students.

## WHEN YOU'RE GOOD AT WHAT YOU DO, PEOPLE NOTICE

In addition to our scholarship fund, we are also proud to have been selected for the following awards:

- **#2** Best Places to Work in Louisville (2021)
- **#1** Developer of Affordable Housing (2020, 2019)
- **#2** Developer of Affordable Housing (2018)
- **#1** Developer of Affordable Housing (2017)
- **#20** Top 25 Builder (2019)
- **#18** Top 50 Developer (2019)

[www.ldgdevelopment.com](http://www.ldgdevelopment.com)



**LDG**  
DEVELOPMENT

### KENTUCKY OFFICE

1469 South Fourth Street  
Louisville, KY 40208  
(502) 638-0534

### GEORGIA OFFICE

510 Plaza Drive  
College Park, GA 30349

### TENNESSEE OFFICE

414 Union Street, Suite 1900  
Nashville, TN, 37219

### TEXAS OFFICE

6300 LaCalma Drive, Suite 520  
Austin, TX 78752



## NEW BOND ISSUE REPORT

### NEW BOND ISSUE

Name of bond issue: Kentucky Economic Development Finance Authority Revenue Refunding Bonds, Series 2022 (Masonic Homes of Kentucky Obligated Group). The Bonds are anticipated to be issued in one or more series in an aggregate amount not to exceed [\$75,000,000].

Purpose of issue: The purpose is to (1) refund the Authority's Healthcare Facilities Revenue and Revenue Refunding Bonds, Series 2012 (Masonic Homes of Kentucky, Inc.) (the "Prior Bonds"), which were issued for the purposes of (a) refunding the Kentucky Economic Development Finance Authority Healthcare Facilities Revenue Bonds, Series 2009 (Masonic Homes of Kentucky Inc. Project) and Kentucky Economic Development Finance Authority Healthcare Facilities Revenue Bonds, Series 2010 (Masonic Homes of Kentucky Inc. Project), the collective proceeds of which were used to finance the costs of the acquisition, construction, equipping, and installation of the Sam Swope Care Center on Masonic's campus in St. Matthews, Kentucky (b) refunding a commercial loan facility that was used by Masonic to finance the costs of construction of assisted living facilities on Masonic's campus in Shelbyville, Kentucky, (c) financing the costs of the acquisition, construction, installation, and equipping of a new entrance to the Health Care Center on Masonic's campus in Shelbyville, Kentucky, (d) financing the costs of renovation, construction, and equipping of an adult day care center on Masonic's campus in St. Matthews, Kentucky, (e) funding a debt service reserve, (f) and paying costs of issuance of the Prior Bonds; (2) refund certain commercial credit facilities with First Midwest Bank, which were used for the purpose of financing and refinancing the costs of certain capital improvements to facilities located at the Borrower's campus in St. Matthews, Kenton County, and Shelbyville, Kentucky; (3) fund debt service reserve funds for the Series 2022 Bonds, if needed, and (4) to pay certain expenses incurred in connection with the issuance of the Series 2022 Bonds

Name of project(s) covered by issue: Masonic Home Independent Living II, Inc.

Proposed date of sale: [6/02/2022] Proposed date of issue: [06/30/2022]

Ratings:

Moody's: none      Standard & Poor's: none      Fitch: [TBD]

Date authorization(s):

If multiple, list on attachment.

A resolution adopted by the City Council of the City of St. Matthews, Kentucky on April 12, 2022; a resolution adopted by the City Council of the City of Shelbyville, Kentucky on April 21, 2022; a resolution adopted by the Fiscal Court of the County of Kenton, Kentucky on April 25, 2022; a Bond Resolution by the Board of Directors of the Kentucky Economic Development Finance Authority on April 28, 2022; other approvals will be obtained in May from the Kentucky State Property & Buildings Commission and the Capital Project and Bond Oversight Joint Committee of

the General Assembly and the Governor with respect to the applicable elected representative approval under Section 147(f) of the Internal Revenue Code of 1986, as amended.

NET PROCEEDS FOR PROJECT: Not to Exceed [\$75,000,000]

Plus:

Issuance costs: Issuance costs, including underwriter's discount, will be approximately [\$1,388,480].

Bond premium: [\$53,139] (net)

Debt service reserve fund: approximately [\$6,442,212] (will also secure other outstanding parity debt)

Insurance premium: N/A

Other (specify): None

GROSS PROCEEDS: Not to exceed [\$75,000,000]

Terms of issue: Net interest rate: [6%]; Length of term: [35] years (level debt service payments, subject to refunding bonds being amortized over the maturity of the refunded bonds)

Gross debt service amount: Approximately [\$156,031,689] (assuming an average rate of approximately 5.5%)

Average annual debt service: Approximately [\$4,875,990] (less DSRF earnings)

First Call Date: To be determined – May differ if different series are issued. Taxable bonds may utilize a make-whole feature.

Premium at first call: [To be determined]

Method of sale (competitive bid or negotiation): Negotiation

Bond counsel: Dinsmore & Shohl LLP

Underwriter counsel: Katten Muchin Rosenman LLP

Financial Advisor: None

Underwriter: B.C. Ziegler and Company

Trustee: Computershare Trust Company, N.A.

## Professional Services

Pursuant to the provisions of KRS Chapter 47, the

Agency: Kentucky Economic Development Finance Authority  
Issue: Refunding Revenue Bonds, Series 2022 (Masonic Homes  
of Kentucky Obligated Group)

is providing information on all costs associated, either directly or indirectly, with the issuance of revenue bonds or notes.

<u>Payee Name/Address*</u>	<u>Participation</u>	<u>Fees, commissions, or any other economic benefits received or anticipated to be received</u>
Kentucky Economic Development Finance Authority Old Capitol Annex 300 West Broadway Frankfort, Kentucky 40601	Issuance Fee	\$10,000
Stites & Harbison PLLC 400 West Market Street, Suite 1800 Louisville, Kentucky 40202	Issuer's Counsel Fee and Expenses	\$(30,000)
Dinsmore & Shohl LLP 101 South Fifth Street, Suite 2500 Louisville, Kentucky 40202	Bond Counsel Fee and Expenses	\$(120,000)
Frost Brown Todd LLC 400 West Market Street Louisville, Kentucky 40202	Borrower Counsel Fee and Expenses	\$(60,000)
Computershare Trust Company, N.A. 10 South Wacker Drive, 13 <sup>th</sup> Floor Chicago, Illinois 60606	Bond Trustee's Fee	\$(14,000)
Wells Fargo Bank, N.A. 10 South Wacker Drive, 13 <sup>th</sup> Floor Chicago, Illinois 60606	Master Trustee's Fee	\$(2,000)
Katten Muchin Rosenman LLP 525 West Monroe Street Chicago, Illinois 60661	Underwriter's Counsel	\$(90,000)
MCM CPAs & Advisors 600 Washington Avenue, Suite 1800 St. Louis, Missouri 63101	Providing Comfort Letter regarding Stub Financial Statements	\$(30,000)
Misc./Contingency	Misc.	\$(99,000)**

\* Payees listed shall include issuers, underwriters, placement agents and advisors, financial advisors, remarketing agents, credit enhancers, trustees, accountants, and the counsel of all such persons, bond counsel, special tax counsel, and any other persons receiving financing benefit from the issuance of revenue bonds or notes.

\*\* Miscellaneous costs include title insurance, environmental site testing, surveys, Blue Sky fees, printing costs, and other contingencies.

Note: Changes or additions in amounts or names of payees or recipients shall be furnished to the Capital Projects and Bond Oversight Committee and the Interim Joint Committee on Appropriations and Revenue, and shall be made available to the public, within three (3) days following such change or addition.

### **SOURCES AND USES**

Sources:	Bond Proceeds	\$[68,820,000]
	Premium	\$ [53,139]
	Equity Contribution (Excess CoI)	\$ [40,241]
	Existing Debt Service Reserve Funds	\$ [4,543,450]
	Total Sources	\$[73,456,830]

Debt Service: (attach)

Uses:	Refund Prior Bonds	\$[44,476,988]
	Refund Prior Loans	\$[21,108,000]
	Debt Service Reserve Deposit	\$ [6,442,212]
	Pay Costs of Issuance	\$ [455,000]
	Underwriter's Discount	\$ [963,480]
	Rounding	\$ [11,150]
	Total Uses	\$[73,456,830]



FOR REFUNDING ONLY

Bond issue being refinanced: Kentucky Economic Development Finance Authority Healthcare Facilities Revenue and Revenue Refunding Bonds, Series 2012 (Masonic Homes of Kentucky, Inc.) (the “Prior Bonds”)

Five commercial loans between Masonic Homes of Kentucky, Inc. and/or certain of its affiliates and First Midwest Bank (the “Prior Loans”)

Amount of outstanding principal: \$43,320,000 Prior Bonds

\$21,836,069 Prior Loans

Amount to be refunded: \$43,320,000 Prior Bonds

\$21,836,069 Prior Loans

If less than the outstanding principal is to be refunded, explain: N/A

Terms of existing bond issue: [2045 maturity Prior Bonds] [2045 maturity Prior Loans To Be Confirmed]

Prior Bonds

Net interest rate: [5.35]%

Length of term: [23] years remaining

First call date: November 15, 2022

Premium at first call: None

Average annual debt service: \$[3,260,000]

Prior Loans

Net interest rate: variable ([5%] illustrative rate)

Length of term: [25] year term (average)

First call date: currently callable

Premium at first call: [0]% for \$[N/A] of the Prior Loans

Average annual debt service: \$[1,050,000] (at assumed rate of [5%])

## CURRENT REFUNDING ACTIVITY

### Prior Bonds

	<u>Funds to apply to refunding</u>
PROCEEDS FROM NEW BONDS:	\$[39,975,000]
RELEASED DEBT SERVICE RESERVE:	\$[4,500,000]
TOTAL AVAILABLE TO PAY OLD BOND ISSUE:	\$[44,475,000]
SAVINGS RESULTING FROM REFINANCING	[\$840,000]
AVERAGE ANNUAL DEBT SERVICE SAVINGS	\$[38,000]
NUMBER OF YRS SAVINGS WILL ACCRUE:	[22] years
TOTAL PRESENT VALUE SAVINGS:	[\$475,000]

### Prior Loans

## CURRENT REFUNDING ACTIVITY

	<u>Funds to apply to refunding</u>
PROCEEDS FROM NEW BONDS:	\$[21,836,809]
RELEASED DEBT SERVICE RESERVE:	\$[0]
TOTAL AVAILABLE TO PAY OLD BOND ISSUE:	\$[21,836,809]
SAVINGS RESULTING FROM REFINANCING [N/A]	
AVERAGE ANNUAL DEBT SERVICE SAVINGS	[\$N/A]
NUMBER OF YRS SAVINGS WILL ACCRUE:	[N/A] years
TOTAL PRESENT VALUE SAVINGS:	[\$N/A]

# BOND DEBT SERVICE

Kentucky Economic Development Finance Authority  
Revenue and Revenue Refunding Bonds, Series 2022AB  
(Masonic Homes Kentucky)

Updated Preliminary Bond Model  
As of April 27, 2022

Period Ending	Principal	Coupon	Interest	Debt Service
11/15/2022	-	-	1,417,945.32	1,417,945.32
11/15/2023	775,000	6.500%	3,781,187.50	4,556,187.50
11/15/2024	825,000	6.500%	3,730,812.50	4,555,812.50
11/15/2025	880,000	6.500%	3,677,187.50	4,557,187.50
11/15/2026	940,000	6.500%	3,619,987.50	4,559,987.50
11/15/2027	1,000,000	6.500%	3,558,887.50	4,558,887.50
11/15/2028	770,000	5.000%	3,493,887.50	4,263,887.50
11/15/2029	810,000	5.000%	3,455,387.50	4,265,387.50
11/15/2030	855,000	5.000%	3,414,887.50	4,269,887.50
11/15/2031	895,000	5.000%	3,372,137.50	4,267,137.50
11/15/2032	940,000	5.000%	3,327,387.50	4,267,387.50
11/15/2033	985,000	5.250%	3,280,387.50	4,265,387.50
11/15/2034	1,035,000	5.250%	3,228,675.00	4,263,675.00
11/15/2035	1,090,000	5.250%	3,174,337.50	4,264,337.50
11/15/2036	1,150,000	5.250%	3,117,112.50	4,267,112.50
11/15/2037	1,210,000	5.250%	3,056,737.50	4,266,737.50
11/15/2038	1,275,000	5.375%	2,993,212.50	4,268,212.50
11/15/2039	1,340,000	5.375%	2,924,681.26	4,264,681.26
11/15/2040	1,415,000	5.375%	2,852,656.26	4,267,656.26
11/15/2041	1,485,000	5.375%	2,776,600.00	4,261,600.00
11/15/2042	1,565,000	5.375%	2,696,781.26	4,261,781.26
11/15/2043	1,650,000	5.375%	2,612,662.50	4,262,662.50
11/15/2044	1,740,000	5.375%	2,523,975.00	4,263,975.00
11/15/2045	1,835,000	5.500%	2,430,450.00	4,265,450.00
11/15/2046	1,935,000	5.500%	2,329,525.00	4,264,525.00
11/15/2047	3,935,000	5.500%	2,223,100.00	6,158,100.00
11/15/2048	4,150,000	5.500%	2,006,675.00	6,156,675.00
11/15/2049	4,385,000	5.500%	1,778,425.00	6,163,425.00
11/15/2050	4,620,000	5.500%	1,537,250.00	6,157,250.00
11/15/2051	4,880,000	5.500%	1,283,150.00	6,163,150.00
11/15/2052	8,980,000	5.500%	1,014,750.00	9,994,750.00
11/15/2053	9,470,000	5.500%	520,850.00	9,990,850.00
	68,820,000		87,211,689.10	156,031,689.10

# PRELIMINARY NEW BOND ISSUE REPORT \*

Issue: University of Kentucky  
General Receipts (Forward Delivery) Refunding Bonds Series 2024 A

Purpose of Issue: To (i) refund certain outstanding University of Kentucky General Receipts Bonds Series 2014 A for present value savings; and (ii) pay costs of issuance.

Date of Sale: June 1, 2022

Date of Delivery: January 9, 2024

Ratings: Moody's TBD

## Series 2024 A (\$)

### Sources:

Par amount of bonds:	20,680,000.00
Premium:	1,689,127.50
<b><u>Total Sources:</u></b>	<b>22,369,127.50</b>

### Uses:

Refunding Escrow Deposit:	22,263,000.00
Issuance Cost:	106,127.50
<b><u>Total Uses:</u></b>	<b>22,369,127.50</b>

All-in True Interest Cost:	4.2383%
Final Maturity Date:	4/1/2038
Average Annual Debt Service:	2,417,174.54
Total Debt Service:	34,391,022.22
Average Life (years):	13.26

### Refunding Summary:

Bond Issues Being Refinanced:	Series 2014 A
Par Amount of Refunded Bonds:	21,720,000.00
Net PV Savings:	1,352,660.50
Percentage Savings of Refunded Bonds:	6.2277%

Method of Sale:	Competitive
Bond Counsel:	Dinsmore & Shohl, LLP
Underwriter:	TBD
Underwriters' Counsel:	TBD
Trustee:	U.S. Bank
Financial Advisor:	Baird

Based off cashflows and rates as of 4/29/2022  
Preliminary Subject to Change

Pursuant to KRS Chapter 45, the Issuer is providing information on all costs associated, either directly or indirectly, with this bond issuance. Costs are estimated as of the date of the cashflows and are subject to change.

**PROFESSIONAL SERVICES:**

<b>Firm</b>	<b>Service</b>	<b>Series A Fee (\$)</b>
Dinsmore & Shohl	Bond Counsel	22,500.00
Baird	Financial Advisor	40,000.00
OFM	Financial Advisor	5,170.00
TBD	Underwriter's Counsel	35,000.00
US Bank	Trustee	1,000.00
Misc./Contingency		2,457.50
TOTAL		106,127.50

## BOND DEBT SERVICE

University of Kentucky  
 General Receipts Refunding Bonds, Series 2024 (Forward Delivery)  
 CR of General Receipts Bonds, 2014 Series A  
 Illustration: Direct Purchase Forward Delivery - Ref Only Callable 5.00% Maturities (2036-2038)  
 4/29/2022  
 CPBO NUMBERS

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service
04/01/2024			235,522.22	235,522.22	
06/30/2024					235,522.22
10/01/2024			517,000.00	517,000.00	
04/01/2025			517,000.00	517,000.00	
06/30/2025					1,034,000.00
10/01/2025			517,000.00	517,000.00	
04/01/2026			517,000.00	517,000.00	
06/30/2026					1,034,000.00
10/01/2026			517,000.00	517,000.00	
04/01/2027			517,000.00	517,000.00	
06/30/2027					1,034,000.00
10/01/2027			517,000.00	517,000.00	
04/01/2028			517,000.00	517,000.00	
06/30/2028					1,034,000.00
10/01/2028			517,000.00	517,000.00	
04/01/2029			517,000.00	517,000.00	
06/30/2029					1,034,000.00
10/01/2029			517,000.00	517,000.00	
04/01/2030			517,000.00	517,000.00	
06/30/2030					1,034,000.00
10/01/2030			517,000.00	517,000.00	
04/01/2031			517,000.00	517,000.00	
06/30/2031					1,034,000.00
10/01/2031			517,000.00	517,000.00	
04/01/2032			517,000.00	517,000.00	
06/30/2032					1,034,000.00
10/01/2032			517,000.00	517,000.00	
04/01/2033			517,000.00	517,000.00	
06/30/2033					1,034,000.00
10/01/2033			517,000.00	517,000.00	
04/01/2034			517,000.00	517,000.00	
06/30/2034					1,034,000.00
10/01/2034			517,000.00	517,000.00	
04/01/2035			517,000.00	517,000.00	
06/30/2035					1,034,000.00
10/01/2035			517,000.00	517,000.00	
04/01/2036	6,560,000	5.000%	517,000.00	7,077,000.00	
06/30/2036					7,594,000.00
10/01/2036			353,000.00	353,000.00	
04/01/2037	6,890,000	5.000%	353,000.00	7,243,000.00	
06/30/2037					7,596,000.00
10/01/2037			180,750.00	180,750.00	
04/01/2038	7,230,000	5.000%	180,750.00	7,410,750.00	
06/30/2038					7,591,500.00
	20,680,000		13,711,022.22	34,391,022.22	34,391,022.22



SAVINGS

University of Kentucky  
General Receipts Refunding Bonds, Series 2024 (Forward Delivery)  
CR of General Receipts Bonds, 2014 Series A  
Illustration: Direct Purchase Forward Delivery - Ref Only Callable 5.00% Maturities (2036-2038)  
4/29/2022  
CPBO NUMBERS

Date	Prior Debt Service	Refunding Debt Service	Savings	Present Value to 06/16/2022 @ 4.0189024%
06/30/2024	543,000.00	235,522.22	307,477.78	286,320.38
06/30/2025	1,086,000.00	1,034,000.00	52,000.00	47,000.53
06/30/2026	1,086,000.00	1,034,000.00	52,000.00	45,167.07
06/30/2027	1,086,000.00	1,034,000.00	52,000.00	43,405.13
06/30/2028	1,086,000.00	1,034,000.00	52,000.00	41,711.93
06/30/2029	1,086,000.00	1,034,000.00	52,000.00	40,084.78
06/30/2030	1,086,000.00	1,034,000.00	52,000.00	38,521.10
06/30/2031	1,086,000.00	1,034,000.00	52,000.00	37,018.41
06/30/2032	1,086,000.00	1,034,000.00	52,000.00	35,574.35
06/30/2033	1,086,000.00	1,034,000.00	52,000.00	34,186.62
06/30/2034	1,086,000.00	1,034,000.00	52,000.00	32,853.02
06/30/2035	1,086,000.00	1,034,000.00	52,000.00	31,571.45
06/30/2036	7,976,000.00	7,594,000.00	382,000.00	220,966.07
06/30/2037	7,976,500.00	7,596,000.00	380,500.00	211,421.63
06/30/2038	7,974,750.00	7,591,500.00	383,250.00	204,548.79
	36,416,250.00	34,391,022.22	2,025,227.78	1,350,351.26

Savings Summary

Deliv Date	Refunding Funds on Hand	Total	Present Value to 06/16/2022 @ 4.0189024%
01/09/2024	2,457.50	2,457.50	2,309.24
			2,309.24

PV of savings from cash flow	1,350,351.26
Adjustments	2,309.24
Net PV Savings	1,352,660.50

SUMMARY OF BONDS REFUNDED

University of Kentucky  
 General Receipts Refunding Bonds, Series 2024 (Forward Delivery)  
 CR of General Receipts Bonds, 2014 Series A  
 Illustration: Direct Purchase Forward Delivery - Ref Only Callable 5.00% Maturities (2036-2038)  
 4/29/2022  
 CPBO NUMBERS

Bond	Maturity Date	Interest Rate	Par Amount	Call Date	Call Price
General Receipts Bonds, Series 2014A, 2014A:					
BOND	04/01/2036	5.000%	6,890,000	04/01/2024	100.000
	04/01/2037	5.000%	7,235,000	04/01/2024	100.000
	04/01/2038	5.000%	7,595,000	04/01/2024	100.000
			21,720,000		



**Andy Beshear**  
GOVERNOR

**FINANCE AND ADMINISTRATION CABINET  
OFFICE OF THE CONTROLLER  
OFFICE OF FINANCIAL MANAGEMENT**

200 Mero Street, 5<sup>th</sup> Floor  
Frankfort, Kentucky 40622  
Phone: (502) 564-2924

**Holly M. Johnson**  
SECRETARY

**Edgar C. Ross**  
CONTROLLER

**Ryan Barrow**  
EXECUTIVE DIRECTOR

April 5, 2022

Holly M. Johnson  
Secretary  
Finance and Administration Cabinet  
State Property and Buildings Commission  
200 Mero Street, 5<sup>th</sup> Floor  
Frankfort, KY 40622

Dear Secretary Johnson:

Pursuant to KRS 42.420, the Office of Financial Management is required to review and approve the issuance of debt by all state agencies. The attached constitutes the review and approval of the \$85,365,000 State Property and Buildings Commission Revenue Bonds, Project No. 126 Series A dated April 5, 2022.

Sincerely,

Ryan Barrow  
Executive Director  
Office of Financial Management

Attachments

**OFM APPROVAL PURSUANT TO KRS 42.420**  
**\$85,365,000**  
**COMMONWEALTH OF KENTUCKY**  
**STATE PROPERTY AND BUILDINGS COMMISSION**  
**REVENUE BONDS, PROJECT NO. 126 SERIES A**

**DESCRIPTION:**

The Bonds are being issued to (i) provide permanent financing for approximately \$100 million General Fund supported capital project authorized by the General Assembly of the Commonwealth of Kentucky in H.B. 1 (2010 Special Session), H.B. 265 (2012 Session), H.B. 235 (2014 Session), H.B. 303 (2016 Session), H.B. 200 (2018 Session), H.B. 268 (2019 Session), H.B. 352 (2020 Session), H.B. 192 (2021 Session), and any additional public projects for which an appropriation is made in the 2022 Session; and, (ii) pay costs of issuance.

**BOND SUMMARY STATISTICS:**

Par Amount:	\$85,365,000
Pricing Date:	March 8, 2022
Closing Date:	April 5, 2022
Dated Date:	April 5, 2022
Final Maturity:	May 1, 2042
Arbitrage Yield:	2.4492%
TIC:	3.0124%
NIC:	3.3582%
All-In TIC:	3.0253%
Benchmark (BBWK20GO):	2.33% (March 8, 2022)
Method of Sale:	Negotiated
Underwriter:	Citigroup

**RATINGS:**

Moody's:	A1
Fitch Ratings:	A+

## **SOURCES AND USES OF FUNDS:**

### **SOURCES OF FUNDS:**

Par Amount of Bonds	\$ 85,365,000.00
Net Original Issue Premium	<u>15,111,184.00</u>
<b>TOTAL SOURCES</b>	<b>\$ 100,476,184.00</b>

### **USES OF FUNDS:**

Deposit to Project Fund	\$ 100,000,000.00
Costs of Issuance*	<u>476,184.00</u>
<b>TOTAL USES</b>	<b>\$ 100,476,184.00</b>

\*Includes underwriters' discount, insurance, legal fees, rating agency fees, trustee fees, printing and other expenses of the issuance and offering of the Bonds.

**PROFESSIONAL SERVICES:**

Pursuant to KRS Chapter 45, the Issuer is providing information on all costs associated, either directly or indirectly, with this bond issuance. Costs are actual or estimated as of the date of closing of the issue.

<b>Firm</b>	<b>Service</b>	<b>Fee</b>
Bond Link	Printer / Roadshow	\$ 11,511.90
U.S. Bank	Trustee	1,500.00
Kutak Rock LLP	Bond Counsel	15,000.00
Moody's	Rating Service	26,500.00
Fitch Ratings	Rating Service	34,000.00
OFM	Financial Advisor	21,341.25
	Contingency / Misc.	<u>14,638.01</u>
<b>TOTAL</b>		<b>\$ 124,491.16</b>

**GROSS SPREAD/UNDERWRITER'S DISCOUNT:**

	<b>Per Bond</b>	<b>Total</b>
Underwriter's Average Takedown	3.86764	\$ 330,161.25
Underwriter's Other Fee	0.15223	12,995.09
Underwriter's Counsel	<u>0.10000</u>	<u>8,536.50</u>
<b>TOTAL</b>	<b>4.11987</b>	<b>\$ 351,692.84</b>

**COST OF ISSUANCE GRAND TOTAL:** \$476,184.00

**ATTACHMENTS:**

OS Cover  
Bond Debt Service Schedule



*In the opinion of Bond Counsel for the Bonds, based upon an analysis of laws, regulations, rulings and court decisions, and assuming continuing compliance with certain covenants made by the Commission, and subject to the conditions and limitations set forth herein under the caption "TAX TREATMENT," interest on the Bonds is excludible from gross income for federal income tax purposes and is not a specific item of tax preference for purposes of the federal alternative minimum tax. Interest on the Bonds is exempt from Kentucky income tax and the Bonds are exempt from ad valorem taxation by the Commonwealth of Kentucky and any of its political subdivisions. See "TAX TREATMENT" herein for a more complete discussion, and EXHIBIT E – "FORM OF BOND COUNSEL OPINION FOR THE BONDS."*



**COMMONWEALTH OF KENTUCKY**  
**State Property and Buildings Commission**  
**\$85,365,000 Revenue Bonds, Project No. 126 Series A**

**Dated: Date of Delivery**

**Maturity: May 1, as shown on inside cover**

The Commonwealth of Kentucky State Property and Buildings Commission (the "Commission") is issuing its Revenue Bonds, Project No. 126 Series A (the "Bonds"). The Bonds will be issued only as fully registered bonds, and when issued, will be registered in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York ("DTC"), which will act as securities depository for the Bonds. Purchasers will not receive certificates representing their ownership interest in the Bonds purchased. So long as DTC or its nominee is the registered owner of the Bonds, payments of the principal of, premium, if any, and interest due on the Bonds will be made directly to DTC. The Bonds will be issued in denominations of \$5,000 or any integral multiple thereof. The Bonds will bear interest payable on each May 1 and November 1, commencing on November 1, 2022. Principal of, premium, if any, and interest on the Bonds will be paid directly to DTC by U.S. Bank Trust Company, National Association, Louisville, Kentucky, as Trustee and Paying Agent.

The Bonds mature on the dates and in the principal amounts, bearing semiannual interest and have the prices and/or yields shown on the inside cover.

The Bonds are subject to redemption prior to maturity as described herein. See "THE BONDS – Redemption".

The Bonds are being issued by the Commission, an independent agency of the Commonwealth of Kentucky (the "Commonwealth"), at the request of the Finance and Administration Cabinet of the Commonwealth (the "Cabinet") pursuant to a Bond Resolution adopted on February 8, 2022 (the "Resolution"). The Bonds are being issued to (i) pay the costs of the Project (as defined herein) and (ii) pay costs of issuing the Bonds.

THE BONDS ARE SPECIAL AND LIMITED OBLIGATIONS OF THE COMMISSION. THE BONDS DO NOT CONSTITUTE A DEBT, LIABILITY, OR OBLIGATION OF THE COMMONWEALTH, OR A PLEDGE OF THE FULL FAITH AND CREDIT OR TAXING POWER OF THE COMMONWEALTH, BUT ARE PAYABLE SOLELY FROM AMOUNTS DEPOSITED IN CERTAIN FUNDS AND ACCOUNTS CREATED BY THE RESOLUTION AND FROM RENTAL INCOME DERIVED FROM THE BIENNIAL RENEWABLE LEASE WITH THE CABINET AND THE SUBLEASES (AS DESCRIBED AND DEFINED HEREIN), THE RENT FROM WHICH IS SUBJECT TO APPROPRIATION BY THE GENERAL ASSEMBLY OF THE COMMONWEALTH ON A BIENNIAL BASIS. THE BONDHOLDERS HAVE NO SECURITY INTEREST IN ANY PROPERTIES CONSTITUTING THE PROJECT OR ANY AMOUNTS DERIVED THEREFROM. See "SECURITY FOR THE BONDS" herein.

The cover page contains information for quick reference only and is not a summary of this issue. Investors must read the entire Official Statement to obtain information essential to the making of an informed investment decision.

The Bonds are offered when, as and if issued and accepted by the Underwriters, subject to the approving legal opinion of Kutak Rock LLP, Omaha, Nebraska, Bond Counsel. Certain legal matters will be passed on for the Underwriters by their counsel, Stites & Harbison, PLLC, Louisville, Kentucky. It is expected that the Bonds will be available for delivery in New York New York, through the book entry procedures of DTC, on or about April 5, 2022.

**Citigroup**

**Morgan Stanley**

**Baird**

**FHN Financial Capital Markets**

**Raymond James**

**PNC Capital Markets LLC**

**First Kentucky Securities Corp.**

## BOND DEBT SERVICE

Kentucky State Property and Buildings Commission  
Revenue Bonds, Project No. 126 Series A  
Rates as of March 7, 2022  
\*\*\*Final Cashflows\*\*\*

Period Ending	Principal	Coupon	Interest	Debt Service
06/30/2023	2,405,000	** %	4,341,454.58	6,746,454.58
06/30/2024	2,800,000	** %	3,948,775.00	6,748,775.00
06/30/2025	2,915,000	** %	3,828,775.00	6,743,775.00
06/30/2026	3,045,000	** %	3,703,025.00	6,748,025.00
06/30/2027	3,175,000	** %	3,570,775.00	6,745,775.00
06/30/2028	3,320,000	5.000%	3,427,025.00	6,747,025.00
06/30/2029	3,485,000	5.000%	3,261,025.00	6,746,025.00
06/30/2030	3,660,000	5.000%	3,086,775.00	6,746,775.00
06/30/2031	3,840,000	** %	2,903,775.00	6,743,775.00
06/30/2032	4,025,000	5.000%	2,721,150.00	6,746,150.00
06/30/2033	4,225,000	5.000%	2,519,900.00	6,744,900.00
06/30/2034	4,440,000	5.000%	2,308,650.00	6,748,650.00
06/30/2035	4,660,000	5.000%	2,086,650.00	6,746,650.00
06/30/2036	4,895,000	5.000%	1,853,650.00	6,748,650.00
06/30/2037	5,135,000	** %	1,608,900.00	6,743,900.00
06/30/2038	5,350,000	4.000%	1,393,500.00	6,743,500.00
06/30/2039	5,565,000	5.000%	1,179,500.00	6,744,500.00
06/30/2040	5,845,000	5.000%	901,250.00	6,746,250.00
06/30/2041	6,135,000	5.000%	609,000.00	6,744,000.00
06/30/2042	6,445,000	** %	302,250.00	6,747,250.00
	85,365,000		49,555,804.58	134,920,804.58

## THE PROJECT<sup>1</sup>

<b>Agency</b>	<b>Project Title</b>	<b>Amount</b>
<b><u>2010-12</u></b>		
Local Government	Flood Control - State Match	\$1,000
Economic Development-Financial Incentives	Economic Development Bonds	1,048,768
Economic Development-Financial Incentives	KEDFA	22,050,000.0
<b><u>2012-14</u></b>		
Environmental Protection	Maxey Flats Cap	1,618,129
Finance-Facilities & Supp Svcs	Statewide Microwave Network (KEWS) Maintenance	219,857
Behavioral Health	Electrical System Upgrade at Western - Design	330,069
<b><u>2014-16</u></b>		
Veterans' Affairs	Construct Fourth State Veterans' Nursing Home - Additional	620,769
Economic Development	High Tech Construction/Investment Pool - 2014-2016	2,250,000
Finance and Admin-General Admin	Next Generation Kentucky Information Highway	3,356,661
Finance and Admin-General Admin	Business-One Stop Portal - Phase II	2,444
Public Health	Radiation Monitoring Equipment	566,895
Eastern Ky University	Construct Science Building – Phase II & III	561,591
Ky State University	Replace Boilers and Repair Aging Distribution Lines	344,238
Morehead State University	Renovate/Expand Student Services Facility	212,574
KCTCS	Construct Advanced Manufacturing Facility - Georgetown	130,868
State Fair Board	Ky International Convention Center Renovation and Expansion	1,015,632
State Fair Board	Freedom Hall Sewer Line Replacement	705,022
Ky Center for the Arts	Roof Replacement	495,856
Parks	Upgrade Guest Accommodations	171,229
Murray State University	Construct New Breathitt Veterinary Center	1,284,542
University of Louisville	Construct Belknap Classroom/Academic Building	611,106
Western Ky University	Renovate Science Campus – Phase IV	102,749
<b><u>2016-2018</u></b>		
Economic Development	Economic Development Bond Program - 2016-2018	7,000,000
Economic Development	High-Tech Construction/Investment Pool - 2016-2018	7,000,000
Economic Development	Kentucky Economic Development Finance Authority Loan Pool - 2016-2018	7,000,000
Education and Workforce-Gen Admin & Program Support	Workforce Development Construction Pool	8,908,433
Dept of Education-Operations & Support Services	Kentucky School for the Blind Howser Hall Renovation	40,424
Dept of Education-Operations & Support Services	Kentucky School for the Deaf New Elementary Building	117,072
Dept of Education-Operations & Support Services	Kentucky School for the Deaf McDaniel/Scoggin Education Building	20,195
Finance-General Administration	Business One-Stop Portal-Phase III	6,992,462
Facilities and Support Services	Maintenance Pool 2016-2018	125,178
Facilities and Support Services	Upgrade L&N Building	665,989

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<sup>1</sup> The Project shall include such additional Projects as are approved by the Kentucky General Assembly for Fiscal Years ending June 30, 2023 and June 30, 2024.

Facilities and Support Services	HVAC Replacement-CHR Building	646,777
Health & Family Services-BHDID	Western State Hospital-Electrical Upgrade-Phase I	104,559
Corrections-Adult Institutions	Ky Correctional Institution for Women-Sewer Plant/Lines	2,403,487
Parks	Maintenance Pool 2016-2018	21,165
State Fair Board	Kentucky Exposition Center Roof Repair	3,768,887
<b><u>2018</u></b>		
Ky Infrastructure Authority	KIA Fund A Federally Assisted Wastewater Program 2018-2020	1,099,545
Education and Workforce Development-KET	FCC Transmitter Repack 2018-2020	535,466
Environmental Protection	State-Owned Dam Repair - 2018-2020	320,303
Facilities and Support Services	Maintenance Pool - 2018-2020	627,473
Facilities and Support Services	L&N Building Security and Structural Repairs	2,751,906
Facilities and Support Services	Upgrade Capitol Mechanical and Electrical System, Phase I	3,887,036
Facilities and Support Services	Emergency Generator Replacement COT/CHR	777,246
Health & Family Services-BHDID	Electrical & Telecommunications Upgrade-Western State Hospital, Phase II	3,410,000
Health & Family Services-BHDID	HVAC System Replacement – Hazelwood	3,711,996
Health & Family Services-BHDID	Renovate/Replace Cottages - Oakwood, Phase I	3,544,966
Justice Cabinet-Corrections-Adult Institutions	Maintenance Pool - 2018-2020	14,250
Justice Cabinet-Corrections-Adult Institutions	Demolish and Repair Tower Ky State Reformatory	3,450,294
Justice Cabinet-Corrections-Adult Institutions	Replace Perimeter Fence, Kentucky State Reformatory	214,807
Justice Cabinet - State Police	Two-Way Radio System Replacement, Phase I	65,255,259
Military Affairs	Armory Modernization Pool - 2018-2020	49,866
Parks	Maintenance Pool - 2018-2020	312,710
State Fair Board	Kentucky International Convention Center East Roof Replacement	525,716
State Fair Board	Maintenance Pool - 2018-2020	82,336
Revenue	Integrated Tax System	79,736,390
Finance - COT	Legacy System Replacement	7,657,965
KYTC	Kentucky Aviation Economic Development Fund	2,973,366
University of Kentucky	HealthCare Disparities Initiative	7,969,584
<b><u>2019</u></b>		
Economic Development	Economic Development Bond Bool	25,000,000
Parks	Hospitality Upgrades Pool	562,035
Parks	Life Safety System Upgrade and ADA Improvements Pool	1,427,200
Parks	Utilities & Comm Cabling Infrastructure Rep Pool	8,990,601
Parks	Waste Water Treatment and Infrastructure Upgrades Pool	20,100,000
Parks		11,383,016
<b><u>2020</u></b>		
EKU	Purchase Aviation Maintenance Technician/Pilot Training	5,000,000
EKU	Construct Aviation/Aerospace Instructional Facility	3,016,000
Attorney General	Technology Upgrades	2,000,000
Ky Infrastructure Authority	Fund A-Federally Assisted Wastewater Program	4,086,000
Ky Infrastructure Authority	Fund F-Drinking Water Revolving Loan Program	4,561,000
Finance & Administration	Maintenance Pool	5,000,000
Finance & Administration	Capitol Campus Upgrade	22,000,000
Finance & Administration	Air Handler Replacement and Repair-Central Lab	2,201,000

Finance & Administration	Elevator Upgrades-Phase I	2,000,000
Corrections	Repair/Replace Roofs-Eastern KY Correctional Complex	6,531,000
Corrections	Install Emergency Generators-Luther Luckett & Green River	5,700,000
Corrections	Maintenance Pool	5,000,000
CHFS-Behavioral Health	Western State Hospital-Electrical Upgrade-Phase III	3,493,000
CHFS-Behavioral Health	Oakwood Renovate/Replace Cottages-Phase II	8,000,000
CHFS-Behavioral Health	Oakwood Replace, Upgrade and Enhance Emergency Generators	1,825,000
State Fair Board	Prestonia Grounds and Infrastructure Improvements	4,000,000
State Fair Board	Maintenance Pool	1,500,000
Parks	Wastewater Treatment Upgrades Pool	5,000,000
Parks	Maintenance Pool	5,000,000
Environmental Protection	State-Owned Dam Repair Pool	7,000,000
Education	State Schools Roof Replacement Pool	3,272,000
Education	State Schools HVAC Pool	5,000,000
Education	School Safety Facilities Upgrade	18,200,000
Health and Family Services	Maintenance Pool	5,000,000
<b>2021</b>	Construct Bowling Green Veterans Center	
Veterans' Affairs	Fund A-Federally Assisted Wastewater Program	10,500,000
Ky Infrastructure Authority	Fund F-Drinking Water Revolving Loan Program	4,086,000
Ky Infrastructure Authority	Economic Development Bond Program	3,661,000
Economic Development	High-Tech Construction/Investment Pool	2,500,000
Economic Development	Ky Economic Development Finance Authority Loan Pool	2,500,000
Economic Development	Wastewater Treatment Upgrades Pool	2,500,000
Parks	State Schools HVAC Pool	5,000,000
Education	Maintenance Pool	5,000,000
Parks	Maintenance Pool	5,000,000
Finance & Administration	Maintenance Pool	5,000,000
Corrections	Maintenance Pool	5,000,000
Health & Family Services	Maintenance Pool	5,000,000
State Fair Board	Records Digitization	1,500,000
Heritage Council	Flood Control – state match for Federal Funds	1,000,000
Local Government	Fourth Floor Capitol Renovation	6,000,000
Finance & Administration	Design Relocation of Corrections Medical Facility	5,000,000
Corrections	Design of the Expansion of Little Sandy Correctional Complex	3,100,000
Corrections	Roof Repair and Replacement Pool	8,000,000
Kentucky State University	Sanders-Brown Center on Aging	5,000,000
University of Kentucky		14,000,000
	Unallocated Bond Proceeds from SPBC 124	
		(150,000,000)
	<b>Grand Total</b>	<b>422,617,961</b>



**Andy Beshear**  
GOVERNOR

**FINANCE AND ADMINISTRATION CABINET  
OFFICE OF THE CONTROLLER  
OFFICE OF FINANCIAL MANAGEMENT**

200 Mero Street, 5<sup>th</sup> Floor  
Frankfort, Kentucky 40622  
Phone: (502) 564-2924

**Holly M. Johnson**  
SECRETARY

**Edgar C. Ross**  
CONTROLLER

**Ryan Barrow**  
EXECUTIVE DIRECTOR

April 5, 2022

The Turnpike Authority of Kentucky  
200 Mero Street, 5<sup>th</sup> Floor  
Frankfort, KY 40622

Dear Chairman Beshear:

Pursuant to KRS 42.420, the Office of Financial Management is required to review and approve the issuance of debt by all state agencies. The attached constitutes the review and approval of the Turnpike Authority debt issuance which consisted of tax-exempt \$56,875,000 Turnpike Authority of Kentucky Economic Development Road Revenue Refunding Bonds (Revitalization Projects), Series 2022 A dated April 5, 2022.

Sincerely,

*Ryan Barrow*

Ryan Barrow  
Executive Director, Office of Financial Management

Attachments



**FINAL BOND ISSUE REPORT**  
**OFM APPROVAL PURSUANT TO KRS 42.420**

\$56,875,000

Kentucky Turnpike Authority  
Economic Development Road Revenue Refunding Bonds, 2022 Series A  
(Revitalization Project)

**DESCRIPTION:**

The transaction design authorized multiple series of bonds to allow for financing flexibility and positioned the Authority to capture economic savings utilizing current and advance refunding of existing debt service. The 2022 Series A Bonds were issued to current refund on a forward basis certain outstanding Economic Development Road Revenue Refunding Bonds (Revitalization Projects), 2012 Series A. Any Series issued financed the costs associated with the issuance.

**BOND SUMMARY STATISTICS:**

	Series A
Par Amount:	\$56,875,000.00
Pricing Date:	9/21/21
Closing Date:	4/5/22
Dated Date:	4/5/22
Final Maturity:	7/1/32
Average Annual Debt Service:	\$7,998,874.80
Total Debt Service:	\$81,899,590.28
Average Life (years):	8.800
Arbitrage Yield:	1.362%
TIC:	1.561%
NIC:	1.801%
All-In TIC:	1.576%
Benchmark (BBWK20GO September 21, 2021):	2.15%

## FINAL BOND ISSUE REPORT

### RATINGS:

Moody's	Aa3
Kroll	AA-

### SOURCES AND USES OF FUNDS:

	Series A
<b>SOURCES OF FUNDS:</b>	
Par amount of bonds:	\$56,875,000.00
Plus Premium	16,249,556.25
<b>TOTAL SOURCES</b>	<b>\$73,124,556.25</b>
<b>USES OF FUNDS:</b>	
Cash Deposit	\$72,800,950.05
Cost of Issuance*	323,606.20
<b>TOTAL USES</b>	<b>\$73,124,556.25</b>

\*Includes underwriter's discount, legal, printing, rating agency fees, and other expenses of the issuance and offering of the Bonds.

### REFUNDING:

Par Amount of Refunded Bonds:	\$71,100,000.00
Net PV Savings:	\$17,787,267.40
% Savings of Refunded Bonds:	25.017%
Additional Forward Investment Earnings:	\$84,109.29

Method of Sale:	Negotiated
Bond Counsel:	Dinsmore & Shohl, LLP
Underwriter:	J.P. Morgan
Underwriters' Counsel:	Stites & Harbison
Trustee:	BNY Mellon Trust Co.
Financial Advisor:	OFM

Final Cashflows as of October 11, 2021

Pursuant to KRS Chapter 45, the Issuer is providing information on all costs associated, either directly or indirectly, with this bond issuance. Costs are actual or estimated as of the date of closing of the issue.

**PROFESSIONAL SERVICES:**

<b>Service</b>	<b>Series A</b>
Bond Counsel	\$22,750.00
Moody's	13,004.67
Kroll	12,731.86
Trustee	9,094.18
Verification Agent	563.84
OFM Fee	14,218.75
Misc./Contingency	6,091.60
Delivery of Bond Transcripts	491.08
BondLink	4,910.86
TOTAL	<u>\$83,856.84</u>

**GROSS SPREAD/UNDERWRITER'S DISCOUNT:**

	<b>Series A</b>
Average Takedown	\$220,737.50
Day Loan	1,822.12
CUSIP	380.00
DTC Charge	400.00
DALCOMP/IPREO	3,715.36
Underwriter's Counsel	12,512.50
Out-of-Pocket	181.88
TOTAL	<u>\$239,749.36</u>

**COST OF ISSUANCE GRAND TOTAL:** \$323,606.20

**NEW ISSUE—BOOK-ENTRY-ONLY**RATINGS: Moody's: Aa3  
Kroll: AA-

*In the opinion of Dinsmore & Shohl, LLP, Bond Counsel, under existing law, (i) interest on the 2021 Series A Bonds and the 2022 Series A Bonds will be excludible from gross income of the holders thereof for purposes of federal income taxation and interest on the 2021 Series A Bonds and the 2022 Series A Bonds will not be a specific item of tax preference for purposes of the federal alternative minimum tax, (ii) interest on the 2021 Series B Bonds, is not excludible from the gross income of the holders thereof for purposes of federal income taxation, and (iii) interest on the Bonds is exempt from income taxation by the Commonwealth of Kentucky and the Bonds are exempt from ad valorem taxation by the Commonwealth of Kentucky and any of its political subdivisions, all subject to the qualifications described herein under the heading "TAX MATTERS."*

**\$156,350,000**  
**THE TURNPIKE AUTHORITY OF KENTUCKY**  
**Economic Development Road Revenue Refunding Bonds**  
**(Revitalization Projects)**

**Economic Development Road  
Revenue Refunding Bonds  
(Revitalization Projects)**  
**\$13,580,000**  
**2021 Series A**

**Economic Development Road  
Revenue Refunding Bonds  
(Revitalization Projects)**  
**\$85,895,000**  
**2021 Series B**  
**(Federally Taxable)**

**Economic Development Road  
Revenue Refunding Bonds  
(Revitalization Projects)**  
**\$56,875,000**  
**2022 Series A**  
**(Forward Delivery)**

**Dated: Date of delivery****Due: July 1, as shown on inside cover.**

The Turnpike Authority of Kentucky (the "Authority") is issuing its Economic Development Road Revenue Refunding Bonds (Revitalization Projects), 2021 Series A (the "2021 Series A Bonds"), Economic Development Road Revenue Refunding Bonds (Revitalization Projects), 2021 Series B (Federally Taxable) (the "2021 Series B Bonds"), which together with the 2021 Series A Bonds, the "2021 Series Bonds") and Economic Development Road Revenue Refunding Bonds (Revitalization Projects), 2022 Series A (Forward Delivery) (the "2022 Series A Bonds", and together with the 2021 Series Bonds, the "Bonds") pursuant to a Trust Indenture dated as of October 1, 1990, as supplemented by a First Supplemental Trust Indenture dated as of November 15, 2000 (collectively, the "Indenture") between the Authority and The Bank of New York Mellon Trust Company, N.A. as successor to J.P. Morgan Trust Company, National Association, Louisville, Kentucky, as Trustee and Paying Agent (the "Trustee"). The 2021 Series A Bonds are being issued pursuant to a resolution adopted by the Authority on January 14, 2021 (the "Bond Resolution") to (i) currently refund serial maturities of the Outstanding Economic Development Road Revenue and Revenue Refunding Bonds (Revitalization Projects), 2011 Series A, and (ii) pay certain costs of issuance of the 2021 Series A Bonds. The 2021 Series B Bonds are being issued pursuant to the Bond Resolution to (i) advance refund certain serial maturities of the Outstanding Economic Development Road Revenue and Revenue Refunding Bonds (Revitalization Projects), 2013 Series A, and (ii) pay certain costs of issuance of the 2021 Series B Bonds. The 2022 Series A Bonds are being issued pursuant to the Bond Resolution to (i) currently refund on a forward basis a portion of certain serial maturities of the Outstanding Economic Development Road Revenue Bonds (Revitalization Projects), 2012 Series A, and (ii) pay certain costs of issuance of the 2022 Series A Bonds.

The Bonds will be issued only as fully registered bonds without coupons in denominations of \$5,000 or any integral multiples thereof, and, when issued, will be registered in the name of Cede & Co., as nominee of The Depository Trust Company ("DTC"), New York, New York. Interest on the 2021 Series Bonds will be payable on each January 1 and July 1, beginning January 1, 2022. Interest on the 2022 Series A Bonds will be payable on each January 1 and July 1 beginning July 1, 2022. Purchases will be made in book-entry-only form, except as permitted by the Indenture. Purchasers of the Bonds will not receive physical delivery of bond certificates. So long as Cede & Co. is the registered owner of the Bonds, as nominee of DTC, interest together with the principal of the Bonds will be paid directly to DTC by the Trustee. See "DESCRIPTION OF BONDS — Book-Entry-Only System."

The Bonds will mature on the dates and in the amounts set forth on the inside cover page hereof. The Bonds are subject to redemption, as further described herein. See "DESCRIPTION OF THE BONDS – Redemption Provisions."

THE BONDS ARE SPECIAL OBLIGATIONS OF THE AUTHORITY, A DE JURE MUNICIPAL CORPORATION AND POLITICAL SUBDIVISION OF THE COMMONWEALTH OF KENTUCKY. THE BONDS WILL BE SECURED UNDER THE INDENTURE AND BY A PLEDGE OF LEASE RENTAL PAYMENTS TO BE MADE BY THE TRANSPORTATION CABINET OF THE COMMONWEALTH OF KENTUCKY TO THE AUTHORITY PURSUANT TO A RENEWABLE BIENNIAL LEASE. THE BONDS DO NOT CONSTITUTE A DEBT OF THE COMMONWEALTH OF KENTUCKY AND NEITHER THE FAITH AND CREDIT NOR THE TAXING POWER OF THE COMMONWEALTH OF KENTUCKY OR ANY POLITICAL SUBDIVISION THEREOF IS PLEDGED TO THE PAYMENT OF THE PRINCIPAL OF, OR INTEREST ON THE BONDS. THE AUTHORITY HAS NO TAXING POWER.

The Bonds are offered, subject to prior sale, when, as and if issued by the Authority and accepted by the Underwriters, subject to the approval of legality by Dinsmore & Shohl LLP, Covington, Kentucky, Bond Counsel, and subject to certain other conditions. Certain legal matters will be passed upon for the Underwriters by their counsel, Stites & Harbison, PLLC, Louisville, Kentucky. It is expected that the 2021 Series Bonds will be available for delivery through DTC in New York, New York on or about October 12, 2021. It is expected that the 2022 Series A Bonds will be available for delivery through DTC in New York, New York on or about April 5, 2022. See "INVESTMENT CONSIDERATIONS – Certain Forward Delivery Considerations For The 2022 Series A Bonds" for certain conditions regarding the obligations of the Underwriters to purchase the 2022 Series A Bonds and certain risks to the purchasers of the 2022 Series A Bonds resulting from the forward delivery thereof.

**J.P. MORGAN**

**Baird**  
**FHN Financial Capital Markets**

**Raymond James**

**PNC Capital Markets**  
**First Kentucky Securities Corp.**

Dated: September 21, 2021

## SUMMARY OF BONDS REFUNDED

Kentucky Turnpike Authority  
Economic Development Road Revenue Refunding Bonds (Revitalization Projects)  
Final Verified Cash Flows

Bond	Maturity Date	Interest Rate	Par Amount	Call Date	Call Price
Series 2011A: Econ Dev Road Rev & Rev Refunding, SERIAL:					
	07/01/2029	4.750%	520,000.00	10/22/2021	100.000
	07/01/2029	5.000%	5,165,000.00	10/22/2021	100.000
	07/01/2030	4.875%	600,000.00	10/22/2021	100.000
	07/01/2030	5.000%	5,345,000.00	10/22/2021	100.000
	07/01/2031	4.875%	6,285,000.00	10/22/2021	100.000
			17,915,000.00		
Series 2012: Econ Dev Road Rev, SERIAL:					
	07/01/2023	2.500%	100,000.00	07/01/2022	100.000
	07/01/2027	3.125%	2,890,000.00	07/01/2022	100.000
	07/01/2029	4.000%	3,000,000.00	07/01/2022	100.000
	07/01/2029	5.000%	12,825,000.00	07/01/2022	100.000
	07/01/2030	5.000%	16,585,000.00	07/01/2022	100.000
	07/01/2031	5.000%	17,415,000.00	07/01/2022	100.000
	07/01/2032	3.625%	4,830,000.00	07/01/2022	100.000
	07/01/2032	5.000%	13,455,000.00	07/01/2022	100.000
			71,100,000.00		
Economic Development Road Revenue Bonds, 2013 Series A, SER:					
	07/01/2028	4.250%	3,365,000.00	07/01/2023	100.000
	07/01/2028	5.000%	8,115,000.00	07/01/2023	100.000
	07/01/2029	5.000%	12,025,000.00	07/01/2023	100.000
	07/01/2030	5.000%	12,625,000.00	07/01/2023	100.000
	07/01/2031	5.000%	13,260,000.00	07/01/2023	100.000
	07/01/2032	5.000%	13,920,000.00	07/01/2023	100.000
	07/01/2033	4.625%	1,685,000.00	07/01/2023	100.000
	07/01/2033	5.000%	12,935,000.00	07/01/2023	100.000
			77,930,000.00		
			166,945,000.00		

## BOND DEBT SERVICE

Kentucky Turnpike Authority  
Economic Development Road Revenue Refunding Bonds, 2022 Series A

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service
07/01/2022			679,340.28	679,340.28	679,340.28
01/01/2023			1,421,875.00	1,421,875.00	
07/01/2023			1,421,875.00	1,421,875.00	2,843,750.00
01/01/2024			1,421,875.00	1,421,875.00	
07/01/2024			1,421,875.00	1,421,875.00	2,843,750.00
01/01/2025			1,421,875.00	1,421,875.00	
07/01/2025			1,421,875.00	1,421,875.00	2,843,750.00
01/01/2026			1,421,875.00	1,421,875.00	
07/01/2026			1,421,875.00	1,421,875.00	2,843,750.00
01/01/2027			1,421,875.00	1,421,875.00	
07/01/2027			1,421,875.00	1,421,875.00	2,843,750.00
01/01/2028			1,421,875.00	1,421,875.00	
07/01/2028			1,421,875.00	1,421,875.00	2,843,750.00
01/01/2029			1,421,875.00	1,421,875.00	
07/01/2029	13,195,000	5.000%	1,421,875.00	14,616,875.00	16,038,750.00
01/01/2030			1,092,000.00	1,092,000.00	
07/01/2030	13,855,000	5.000%	1,092,000.00	14,947,000.00	16,039,000.00
01/01/2031			745,625.00	745,625.00	
07/01/2031	14,550,000	5.000%	745,625.00	15,295,625.00	16,041,250.00
01/01/2032			381,875.00	381,875.00	
07/01/2032	15,275,000	5.000%	381,875.00	15,656,875.00	16,038,750.00
	56,875,000		25,024,590.28	81,899,590.28	81,899,590.28



## SAVINGS

Kentucky Turnpike Authority  
Economic Development Road Revenue Refunding Bonds, 2022 Series A

Date	Prior Debt Service	Refunding Debt Service	Savings	Annual Savings	Present Value to 10/12/2021 @ 1.3623583%
07/01/2022	1,700,950.00	679,340.28	1,021,609.72	1,021,609.72	1,011,679.03
01/01/2023	1,700,950.00	1,421,875.00	279,075.00		274,492.43
07/01/2023	1,800,950.00	1,421,875.00	379,075.00	658,150.00	370,327.78
01/01/2024	1,699,700.00	1,421,875.00	277,825.00		269,577.83
07/01/2024	1,699,700.00	1,421,875.00	277,825.00	555,650.00	267,753.95
01/01/2025	1,699,700.00	1,421,875.00	277,825.00		265,942.40
07/01/2025	1,699,700.00	1,421,875.00	277,825.00	555,650.00	264,143.12
01/01/2026	1,699,700.00	1,421,875.00	277,825.00		262,356.00
07/01/2026	1,699,700.00	1,421,875.00	277,825.00	555,650.00	260,580.98
01/01/2027	1,699,700.00	1,421,875.00	277,825.00		258,817.96
07/01/2027	4,589,700.00	1,421,875.00	3,167,825.00	3,445,650.00	2,931,136.09
01/01/2028	1,654,543.75	1,421,875.00	232,668.75		213,827.99
07/01/2028	1,654,543.75	1,421,875.00	232,668.75	465,337.50	212,381.30
01/01/2029	1,654,543.75	1,421,875.00	232,668.75		210,944.39
07/01/2029	17,479,543.75	14,616,875.00	2,862,668.75	3,095,337.50	2,577,820.80
01/01/2030	1,273,918.75	1,092,000.00	181,918.75		162,708.71
07/01/2030	17,858,918.75	14,947,000.00	2,911,918.75	3,093,837.50	2,586,808.58
01/01/2031	859,293.75	745,625.00	113,668.75		100,294.66
07/01/2031	18,274,293.75	15,295,625.00	2,978,668.75	3,092,337.50	2,610,421.65
01/01/2032	423,918.75	381,875.00	42,043.75		36,596.67
07/01/2032	18,708,918.75	15,656,875.00	3,052,043.75	3,094,087.50	2,638,655.07
	101,532,887.50	81,899,590.28	19,633,297.22	19,633,297.22	17,787,267.40

### Savings Summary

PV of savings from cash flow	17,787,267.40
Net PV Savings	17,787,267.40

## AGGREGATE DEBT SERVICE

Kentucky Turnpike Authority  
Economic Development Road Revenue Refunding Bonds (Revitalization Projects)  
Final Verified Cash Flows

Date	Economic Development Road Revenue Refunding Bonds, 2021 Series A	Economic Development Road Revenue Refunding Bonds, 2021 Series B	Economic Development Road Revenue Refunding Bonds, 2022 Series A	Unrefunded Bonds	Aggregate Debt Service
01/01/2022	149,002.78	347,810.23		20,093,909.03	20,590,722.04
07/01/2022	339,500.00	2,617,479.00	679,340.28	108,877,959.03	112,514,278.31
01/01/2023	339,500.00	790,964.25	1,421,875.00	16,240,436.13	18,792,775.38
07/01/2023	339,500.00	1,825,964.25	1,421,875.00	110,520,436.13	114,107,775.38
01/01/2024	339,500.00	789,587.70	1,421,875.00	13,975,042.35	16,526,005.05
07/01/2024	339,500.00	1,829,587.70	1,421,875.00	112,885,042.35	116,476,005.05
01/01/2025	339,500.00	786,717.30	1,421,875.00	11,606,031.15	14,154,123.45
07/01/2025	339,500.00	1,831,717.30	1,421,875.00	115,256,031.15	118,849,123.45
01/01/2026	339,500.00	782,140.20	1,421,875.00	9,038,081.25	11,581,596.45
07/01/2026	339,500.00	1,837,140.20	1,421,875.00	99,298,081.25	102,896,596.45
01/01/2027	339,500.00	775,936.80	1,421,875.00	6,778,768.50	9,316,080.30
07/01/2027	339,500.00	1,840,936.80	1,421,875.00	85,153,768.50	88,756,080.30
01/01/2028	339,500.00	768,385.95	1,421,875.00	4,820,324.93	7,350,085.88
07/01/2028	339,500.00	13,328,385.95	1,421,875.00	78,170,324.93	93,260,085.88
01/01/2029	339,500.00	663,635.55	1,421,875.00	2,953,948.80	5,378,959.35
07/01/2029	4,649,500.00	13,428,635.55	14,616,875.00	38,558,948.80	71,253,959.35
01/01/2030	231,750.00	550,792.95	1,092,000.00	2,009,397.45	3,883,940.40
07/01/2030	4,731,750.00	13,540,792.95	14,947,000.00	28,674,397.45	61,893,940.40
01/01/2031	119,250.00	429,466.35	745,625.00	1,285,002.50	2,579,343.85
07/01/2031	4,889,250.00	13,664,466.35	15,295,625.00	10,135,002.50	43,984,343.85
01/01/2032		299,233.95	381,875.00	1,081,602.50	1,762,711.45
07/01/2032		13,794,233.95	15,656,875.00	8,981,602.50	38,432,711.45
01/01/2033		156,321.90		884,102.50	1,040,424.40
07/01/2033		13,941,321.90		10,534,102.50	24,475,424.40
01/01/2034				642,852.50	642,852.50
07/01/2034				10,772,852.50	10,772,852.50
01/01/2035				429,965.00	429,965.00
07/01/2035				10,984,965.00	10,984,965.00
01/01/2036				225,715.00	225,715.00
07/01/2036				8,265,715.00	8,265,715.00
01/01/2037				57,000.00	57,000.00
07/01/2037				2,337,000.00	2,337,000.00
	19,523,502.78	100,621,655.03	81,899,590.28	931,528,409.18	1,133,573,157.27



## CABINET FOR ECONOMIC DEVELOPMENT

**Andy Beshear**  
Governor

Old Capitol Annex  
300 West Broadway  
Frankfort, Kentucky 40601

**Larry Hayes**  
Interim Secretary

April 1, 2022

The Honorable Christian McDaniel, Co-Chair  
The Honorable Jason Petrie, Co-Chair  
Joint Committee on Appropriations and Revenue  
Room 160, Capitol Annex  
702 Capital Avenue  
Frankfort, Kentucky 40601

Dear Senator McDaniel and Representative Petrie:

Pursuant to KRS 45.816, I have enclosed information relative to the costs associated with the issuance of revenue bonds issued by the Kentucky Economic Development Finance Authority (KEDFA) for the Baptist Healthcare System Obligated Group Series 2022.

The listing of costs associated with the bond issue is submitted to KEDFA and the Office of Financial Management (OFM) from bond counsel and is commonly referred to as "Exhibit B" (see attached form). The Commonwealth is not responsible for the payment of costs for the revenue bond issue; however, KRS 45.816 requires the cost information to be furnished to the Capital Projects and Bond Oversight Committee (CPBOC) and the Interim Joint Committee on Appropriations and Revenue.

If you have any questions or if I can be of assistance to you, please contact me at (502) 782-1987.

Sincerely,

Katie Smith  
Commissioner

Enclosure

cc: Jennifer Hays

**KEDFA BOND INFORMATION FORM**

**Name of Issue:** Kentucky Economic Development Finance Authority Hospital Revenue Refunding Bonds, Series 2022A-1 and Series 2022A-2 (Baptist Healthcare System Obligated Group)

**Name of project(s) covered by Issue:** Refunding of costs of various existing Baptist Healthcare System Projects – See Exhibit A

**Purpose of Issue:** The 2022A-1 and 2022A-2 Bonds are being issued to refund all of the outstanding Kentucky Economic Development Finance Authority Variable Rate Demand Hospital Revenue Bonds, Series 2009B-1 through 2009B-4 (Baptist Healthcare System Obligated Group), currently outstanding in a total principal amount of \$284,435,000

**Size:** \$284,435,000

**Date of Sale:** March 31, 2022

**Date of Issue:** April 1, 2022

**Maturity:** August 15, 2038

**Ratings:** A1 (Moody's) / A+ (Fitch)

**Security:** Master Trust Indenture Obligation of Baptist Healthcare System Obligated Group, secured by a pledge of revenues of the Baptist Healthcare System Obligated Group

**Date authorization(s):** February 24, 2022 (KEDFA approval)  
 March 10, 2022 (State Property and Buildings Commission)  
 March 16, 2022 (Capital Projects and Bond Oversight Committee via Cabinet Notification)  
 March 17, 2022 (Office of Financial Management of the Finance and Administration Cabinet)

Net Proceeds for Refunding: \$284,435,000

**GROSS PROCEEDS:** \$284,435,000

**Terms of issue:** The 2022A-1 Bonds will be privately placed with Bank of America National Association. The 2022A-2 Bonds will be privately placed with DNT Asset Trust, a wholly-owned subsidiary of JPMorgan Chase Bank, N.A.

**Net interest rate:** 2022A-1 Bonds: 1.85%  
2022A-2 Bonds: 1.80%

**Length of term:** 16.5 years

**Gross debt service amount:** \$343,388,582

**Average annual debt service:** \$20,199,328

**First call date:** Non-Callable at par  
**Premium at first call:** Make-Whole Premium

**Security:** See above

**Method of sale:** Negotiated

**Purchasers:** 2022A-1: Bank of America National Association  
2022A-2: DNT Asset Trust, a wholly-owned subsidiary of JPMorgan Chase Bank, N.A.

### Professional Services

Pursuant to the provisions of KRS Chapter 47, the

Agency: Kentucky Economic Development Finance Authority  
Issue: Hospital Revenue Refunding Bonds, Series 2022A (Baptist Healthcare System Obligated Group)

is providing information on all costs associated, either directly or indirectly, with the issuance of revenue bonds or notes.

<u>Payee Name/Address*</u>	<u>Participation</u>	<u>Fees, commissions, or any other economic benefits received or anticipated to be received</u>
Kentucky Economic Development Finance Authority Old Capitol Annex 300 West Broadway Frankfort, KY 40601	Issuance Fee	\$10,000

Hall, Render, Killian, Heath & Lyman 500 North Meridian St., Suite 400 Indianapolis, IN 46204	Bond Counsel Fee and Expenses	\$105,000
Dinsmore 101 South Fifth Street, Suite 2500 Louisville, KY 40202	Borrower Counsel Fee and Expenses	\$93,319
U.S. Bank Trust Company National Association 435 N. Whittington Parkway Louisville, KY 40202	Trustee's Fee	\$20,300
Stites & Harbison PLLC 400 West Market Street, Suite 1800 Louisville, KY 40202	Issuer's Counsel Fee and Expenses	\$20,000
H2C Securities Inc. 623 Fifth Avenue, 29 <sup>th</sup> Floor New York, NY 10022	Financial Advisory Fee	\$856,035
Chapman and Cutler LLP 111 West Monroe Street Chicago, IL 60603	Counsel to to 2022A-2 Purchaser	\$40,000
Mark Raymond 8416 Man O War Road Palm Beach Gardens, FL 33418	Counsel to 2022A-1 Purchaser	\$30,030
Misc./Contingency	Misc.	\$0

- \* Payees listed shall include issuers, underwriters, placement agents and advisors, financial advisors, remarketing agents, credit enhancers, trustees, accountants, and the counsel of all such persons, bond counsel, special tax counsel, and any other persons receiving financing benefit from the issuance of revenue bonds or notes.

Note: Changes or additions in amounts or names of payees or recipients shall be furnished to the Capital Projects and Bond Oversight Committee and the Interim Joint Committee on Appropriations and Revenue, and shall be made available to the public, within three (3) days following such change or addition.

**SOURCES AND USES** (attach)

Sources:	Bond Proceeds	\$284,435,000
	Total Sources	\$284,435,000

Debt Service: (attach)

Uses:	Refunding of 2009B-1 Bonds	\$66,065,000
	Refunding of 2009B-2 Bonds	\$65,660,000
	Refunding of 2009B-3 Bonds	\$76,555,000
	Refunding of 2009B-4 Bonds	\$76,155,000
	Rounding	\$0
	Total Uses	\$284,435,000

FOR REFUNDING ONLY

**Bond issue being refinanced:** All of the outstanding Kentucky Economic Development Finance Authority Variable Rate Demand Hospital Revenue Bonds, Series 2009B-1 through 2009B-4 (Baptist Healthcare System Obligated Group)

<b>Amount of principal:</b>	Same as to be refunded	<b>Amount to be refunded:</b>	2009B-1 through 2009B-4 = \$284,435,000 (See sources and uses for sub-series amounts)
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**Terms of existing bond issue:**

<b>Net interest rate (spot rates):</b>	2009B-1 = 0.68%	<b>Length of term remaining until mandatory tender:</b>	2009B-1 = 3 years
	2009B-2 = 0.78%		2009B-2 = 3 years
	2009B-3 = 0.64%		2009B-3 = 3 years
	2009B-4 = 0.64%		2009B-4 = 3 years

<b>First call date:</b>	Any date	<b>Call at par:</b>	Any date
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<b>Average annual debt service</b>	2009B-1 through 2009B-4 = \$21,185,491
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REFUNDING ACTIVITY

Funds to apply to refunding:	\$0.00
Proceeds from New Bonds:	\$284,435,000
Released Debt Service Reserve:	\$0.00
Total Available to Pay Old Bond Issue:	\$284,435,000

#### SAVINGS RESULTING FROM REFINANCING

Average annual debt service savings:	\$986,163
Number of years savings will accrue:	16.5
Total present value savings:	\$13,354,931

Assumes: 30-year average of 1-ML, no change to Baptist's credit rating, Baptist's existing variable direct placements could be renewed at existing rates and terms until maturity, PV rate of 4.0%



## **EXHIBIT A**

### **PRIOR BONDS TO BE REFUNDED**

The Prior Bonds will be refunded with the proceeds of the Bonds.

### **PRIOR PROJECTS**

Proceeds of the Prior Bonds were used to finance and refinance all or any portion of the purchase, acquisition, construction, enlargement, remodeling, renovation, improvement, furnishing or equipping of the hospitals, health care and health related facilities, including land, owned or operated by Baptist Health or its affiliates and generally located at the addresses, all as described below:

1. Baptist Health Corbin, generally located at 1 Trillium Way, Corbin, Whitley County, Kentucky (\$20,000,000 maximum principal amount).
  - a. Acquisition, construction or renovation of inpatient and outpatient hospital facilities, including, but not limited to, facilities for surgical, cardiovascular, pharmacy and behavioral health services, and associated medical and office equipment and furnishings.
2. Baptist Health LaGrange, generally located at 1025 New Moody Land, LaGrange, Oldham County, Kentucky (\$6,000,000 maximum principal amount).
  - a. Acquisition, construction or renovation of inpatient and outpatient hospital facilities, including, but not limited to, facilities for women's health, emergency and endoscopy services, and associated medical and office equipment and furnishings.
3. Baptist Health Lexington, generally located at 1740 Nicholasville Road, Lexington, Fayette County, Kentucky (\$60,000,000 maximum principal amount).
  - a. Acquisition, construction or renovation of inpatient and outpatient hospital facilities, including, but not limited to, facilities for surgical, obstetrical, intensive care, emergency, and radiation therapy services, purchase of associated land, and associated site improvements, and associated medical and office equipment and furnishings.
4. Baptist Health Paducah, generally located at 2501 Kentucky Avenue, Paducah, McCracken County, Kentucky (\$71,000,000 maximum principal amount).
  - a. Acquisition, construction or renovation of inpatient and outpatient medical facilities, including, but not limited to, facilities for cardiovascular services and associated medical and office equipment and furnishings.

5. Baptist Health Louisville, generally located at 4000 Kresge Way, St. Matthews, Jefferson County, Kentucky (\$140,000,000 maximum principal amount).
  - a. Acquisition, construction or renovation of inpatient and outpatient medical facilities, medical office buildings and educational buildings, including, but not limited to, facilities for emergency, cardiovascular, surgical, radiology, intensive care, rehabilitation, pediatric, women's health, dialysis, pharmacy, dietary and lab services, and associated medical and office equipment and furnishings.
6. Baptist Health Support Services, generally located at 4007 Kresge Way, St. Matthews, Jefferson County, Kentucky (\$75,000,000 maximum principal amount).
  - a. Acquisition, construction or renovation of facilities and purchase of and upgrades to medical and office equipment and furnishings and information technology infrastructure and equipment.

**SOURCES AND USES**

**Series 2022A-1**  
**Refunding of Baptist's Series 2009B1 and 2009B2 Bonds**

***Sources:***

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Bond Proceeds:	
Par Amount	131,725,000.00
	131,725,000.00

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***Uses:***

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Refunding Escrow Deposits:	
Cash Deposit	131,725,000.00
	131,725,000.00

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# SOURCES AND USES OF FUNDS

## Series 2022A-2

### Refunding of Baptist's Series 2009B3 and 2009B4 Bonds

#### ***Sources:***

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Bond Proceeds:	
Par Amount	152,710,000.00
	152,710,000.00

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#### ***Uses:***

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Refunding Escrow Deposits:	
Cash Deposit	152,710,000.00
	152,710,000.00

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**BOND DEBT SERVICE**

**Series 2022A-1  
Refunding of Baptist's Series 2009B1 and 2009B2 Bonds**

<b><i>Period Ending</i></b>	<b><i>Principal</i></b>	<b><i>Coupon</i></b>	<b><i>Interest</i></b>	<b><i>Debt Service</i></b>
08/15/2022			832,611.76	832,611.76
08/15/2023			2,470,758.48	2,470,758.48
08/15/2024			2,477,527.68	2,477,527.68
08/15/2025			2,470,758.48	2,470,758.48
08/15/2026			2,470,758.48	2,470,758.48
08/15/2027	8,825,000	1.850%	2,476,654.07	11,301,654.07
08/15/2028	9,370,000	1.850%	2,317,803.85	11,687,803.85
08/15/2029	9,720,000	1.850%	2,135,969.44	11,855,969.44
08/15/2030	10,045,000	1.850%	1,953,869.06	11,998,869.06
08/15/2031	10,395,000	1.850%	1,765,689.33	12,160,689.33
08/15/2032	10,750,000	1.850%	1,575,232.34	12,325,232.34
08/15/2033	11,145,000	1.850%	1,369,574.74	12,514,574.74
08/15/2034	11,525,000	1.850%	1,160,782.50	12,685,782.50
08/15/2035	11,930,000	1.850%	944,879.31	12,874,879.31
08/15/2036	12,340,000	1.850%	723,336.64	13,063,336.64
08/15/2037	12,450,000	1.850%	489,995.65	12,939,995.65
08/15/2038	13,230,000	1.850%	256,992.79	13,486,992.79
	131,725,000		27,893,194.60	159,618,194.60

**Series 2022A-2**  
**Refunding of Baptist's Series 2009B3 and 2009B4 Bonds**

<i><b>Period Ending</b></i>	<i><b>Principal</b></i>	<i><b>Coupon</b></i>	<i><b>Interest</b></i>	<i><b>Debt Service</b></i>
08/15/2022			1,023,157	1,023,157
08/15/2023			2,748,780	2,748,780
08/15/2024			2,748,780	2,748,780
08/15/2025			2,748,780	2,748,780
08/15/2026			2,748,780	2,748,780
08/15/2027	10,185,000	1.800%	2,748,780	12,933,780
08/15/2028	10,820,000	1.800%	2,565,450	13,385,450
08/15/2029	11,200,000	1.800%	2,370,690	13,570,690
08/15/2030	11,595,000	1.800%	2,169,090	13,764,090
08/15/2031	12,000,000	1.800%	1,960,380	13,960,380
08/15/2032	12,420,000	1.800%	1,744,380	14,164,380
08/15/2033	12,850,000	1.800%	1,520,820	14,370,820
08/15/2034	13,300,000	1.800%	1,289,520	14,589,520
08/15/2035	13,765,000	1.800%	1,050,120	14,815,120
08/15/2036	14,245,000	1.800%	802,350	15,047,350
08/15/2037	15,075,000	1.800%	545,940	15,620,940
08/15/2038	15,255,000	1.800%	274,590	15,529,590
	152,710,000		31,060,387	183,770,387