NOTICE OF SALE

CITY OF ROCHESTER, NEW HAMPSHIRE
GENERAL OBLIGATION BONDS

$2,785,000* GENERAL OBLIGATION BONDS, SERIES 2026B (FEDERALLY TAXABLE)

The City of Rochester, New Hampshire (the "City") will receive electronic (as described herein) proposals until:

11:00 A.M., (LOCAL TIME) ON WEDNESDAY, AUGUST 12, 2026

at which time and place all such proposals will be publicly opened and announced for the purchase of $2,785,000* General Obligation Bonds, Series 2026B (the "Series B Bonds") of the City.

At any time prior to accepting bids, the City reserves the right to cancel or postpone the sale of the Series B Bonds. If the sale is postponed, (i) a later public sale may be held at the hour and place and on such date as communicated upon at least eighteen (18) hours' notice via the website address www.tm3.com of Thomson Municipal Market Monitor ("TM3") or (ii) the City may elect to negotiate a subsequent sale of the Series B Bonds.

The Series B Bonds will be dated the date of delivery. Principal of the Series B Bonds will be payable on August 15 of the years in which the Series B Bonds mature. Interest on the Series B Bonds will be payable on February 15 and August 15 of each year commencing February 15, 2027. **Interest on the Series B Bonds is computed on the basis of a 360-day year consisting of twelve 30-day months.**

SERIES B BONDS:

Maturity August 15	Principal Amount*(1)	Maturity August 15	Principal Amount*(1)
2027	$225,000	2032	$275,000
2028	240,000	2033	290,000
2029	255,000	2034	305,000
2030	265,000	2035	320,000
2031	275,000	2036	335,000

(1) Based on the bid of the successful underwriter for the Series B Bonds, part or all of the Series B Bonds may be designated as term bonds of one of more maturities. Any term bond must consist of the total principal payments of two or more consecutive years, bear a single interest rate and mature on latest of such years. The term bonds will be subject to redemption prior to maturity by sinking fund redemption payments equal to the amounts listed as maturities in the above table.

The Series B Bonds will be issued by means of a book-entry system with no physical distribution of the Series B Bonds made to the public. One certificate for each maturity will be issued to The Depository Trust Company ("DTC"), New York, New York, and immobilized in their custody. A book-entry system will be employed, evidencing ownership of the Series B Bonds in principal amounts of $5,000 or integral multiples thereof, with transfers of ownership effected on the records of DTC and its participants pursuant to rules and procedures adopted by DTC and its participants. The winning bidder(s), as a condition of delivery of the Series B Bonds, shall be required to deposit the Series B Bonds with DTC, registered in the name of Cede & Co., as nominee of DTC. Principal of and interest on the Series B Bonds will be payable to DTC or its nominee as registered owner of the Series B Bonds. Transfer of principal and interest payments to Participants of DTC will be the responsibility of DTC; transfer of principal and interest payments to Beneficial Owners by Participants of DTC will be the responsibility of such Participants and other nominees of Beneficial Owners. Neither the City nor the Paying Agent will be responsible or liable for maintaining, supervising or reviewing the records maintained by DTC, its Participants or persons acting through such Participants.

Right to Modify or Amend Official Notice of Sale

The City reserves the right to modify or amend this Official Notice of Sale, including changing the scheduled maturities or increasing or reducing the aggregate principal amount of the Series B Bonds and the principal amount of any maturity offered for sale, prior to the bid date. If any modifications occur, supplemental information with respect to the Series B Bonds will be communicated via TM3 not later than 5:00 p.m., Eastern Standard Time, on the day preceding the day designated for the receipt of bids, and bidders shall bid upon the Series B Bonds based upon the terms thereof set forth in this Official Notice of Sale as so modified.

* Preliminary, subject to change

Adjustment of Maturity Schedule

The City reserves the right to change the maturity schedule or the revised maturity schedule after the determination of the winning bidder(s) by increasing or decreasing the principal amount of each maturity by such amount as may be necessary and so long as such revised maturity schedule is in compliance with the requirements of New Hampshire law. In such event, the final aggregate principal amount of the Series B Bonds will be adjusted by the net amount of such change or changes in the principal amount of one or more maturities, which net change in aggregate principal amount of each series of the Series B Bonds will not exceed 15 percent. The City anticipates that the final maturity schedule will be communicated to the successful bidder(s) by 1:00 p.m. EDT on the day of bid provided the City has received the reoffering prices and yields for the Series B Bonds from the successful bidder(s). The dollar amount bid by the successful bidder(s) will be adjusted to reflect any adjustments in the aggregate principal amount of each series of the Series B Bonds, to be issued. The adjusted bid price will reflect changes in the dollar amount of the underwriter's discount and original issue discount/premium, if any, but will not change the per-bond underwriter's discount as calculated from the bid and reoffering prices required to be delivered to the City as stated herein. The successful bidder(s) may not withdraw its bid or change the interest rates bid or initial reoffering prices as a result of any changes made to the principal amounts within these limits.

Redemption Prior to Maturity

The Series B Bonds are not subject to redemption prior to maturity.

Proposals

Each proposal must state the amount bid for the Series B Bonds, which shall not be less than par, and must state in a multiple of 1/8 or 1/20 of 1% the rate or rates of interest per annum which the Series B Bonds shall bear but shall not state (a) more than one interest rate for any Series B Bonds having a like maturity or (b) any interest rate for any Series B Bonds which exceeds the interest rate stated in such proposal for any other Series B Bonds by more than 2-1/2%. In addition to the amount bid for the Series B Bonds, the purchaser must pay an amount equal to the interest on the Series B Bonds accrued to the date of delivery.

As between proposals which comply with this Notice of Sale, the Series B Bonds will be sold to the bidder whose proposal offers to purchase all of the Series B Bonds at the lowest interest rate. **The lowest interest rate for each proposal shall be determined on a true interest cost (TIC) basis, being that rate which as of August 27, 2026, discounts semiannually all future payments of principal and interest payments with respect to the Series B Bonds to the price bid, excluding interest accrued to the date of delivery.** If there is more than one proposal offering to purchase the Series B Bonds at the same true interest cost, the Series B Bonds will be sold to the bidder whose proposal is selected by the Director of Finance by lot from among all such proposals.

Bids must be submitted electronically via i-Deal BiDCOMP/Parity in accordance with this Notice of Sale. To the extent any instructions or directions set forth in BiDCOMP/Parity conflict with this Notice of Sale, the terms of Notice of Sale shall control. For further information about BiDCOMP/Parity, potential bidders may contact PFM Financial Advisors LLC, 100 High Street, 23rd Floor, Boston, MA 02110, (617) 330-6914, financial advisor to the City or i-Deal at 1359 Broadway, 2nd Floor, New York, New York 10018, telephone (212) 849-5021.

Award

The City reserves the right, in its discretion, to reject any and all proposals, including any proposals not complying with this Notice of Sale, and, so far as permitted by law, to waive any irregularity or informality with respect to any proposal. Bids may not be withdrawn prior to the award. Unless all bids are rejected, the City will notify each successful bidder of its successful bid and the amount awarded promptly after the determination has been made. Each successful bidder will be required to certify in a writing satisfactory to Bond Counsel the issue price (within the meaning of section 1.148-1(b) of the Income Tax Regulations) of the Series A Bonds.

Bond Insurance

The City has not contracted for the issuance of any policy of municipal bond insurance for the Series A Bonds. If the Series B Bonds qualify for issuance of any such policy or commitment therefore, any purchase of such insurance or commitment shall be at the sole option and expense of the bidder and any increased costs of issuance or delivery of the Series B Bonds resulting by reason of such insurance shall be paid by the bidder. Proposals shall not be conditioned upon the issuance of any such policy or commitment and any failure of the Series B Bonds to be insured or of any such policy or commitment to be issued shall not in any way relieve the purchaser of his contractual obligations arising from the acceptance of his proposal for the purchase of the Series B Bonds. Should the bidder purchase municipal bond insurance, all expenses associated with such policy or commitment will be borne by the bidder, except for the fees paid to S&P Global Ratings ("S&P") for a rating on the Series B Bonds. Any such fees paid to S&P would be borne by the City.

Certification

It shall be a condition of the obligation of the successful bidder to accept delivery of and pay for the Series B Bonds, that the Series B Bonds shall be certified as to their genuineness by U.S. Bank Trust Company, National Association, as Paying Agent and that contemporaneously with or before accepting the Series B Bonds and paying therefore, they shall be furnished, without cost, with (a) the approving opinion of the firm of Devine Millimet & Branch, Professional Association Manchester, New Hampshire, substantially in the form presented in Appendix A of the Preliminary Official Statement dated August 5, 2026 (b) a certificate in form satisfactory to said firm dated as of the date of delivery of the Series B Bonds and receipt of payment therefor to the effect that there is no litigation pending or, to the knowledge of the signer or signers thereof, threatened affecting the validity of the Series B Bonds or the power of the City to levy and collect taxes to pay them, (c) a certificate of the City signed by the City Council certifying that, to the best of its knowledge and belief, as of the date of sale the Preliminary Official Statement referred to below did not, and as of the date of delivery of the Series B Bonds, the Final Official Statement referred to below, does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made therein, in the light of the circumstances under which they were made, not misleading, and (d) a continuing disclosure certificate in the form set forth in Appendix B of the Preliminary Official Statement.

Continuing Disclosure

In order to assist bidders in complying with Rule 15c2-12(b)(5) promulgated by the Securities and Exchange Commission, the City will undertake to provide annual information and notices of certain material events. A description of this undertaking is set forth in the Preliminary Official Statement and the proposed form of Continuing Disclosure Certificate which is provided in Appendix B thereto. The Continuing Disclosure Certificate will be executed by the signers of the Series B Bonds and incorporated by reference in the Series B Bonds.

The Director of Finance, or such official's designee from time to time, shall be the contact person on behalf of the City from whom the information, data and notices required by the Rule may be obtained. The name, address and telephone number of the initial contact person is Mark Sullivan, Director of Finance, City of Rochester, 31 Wakefield Street, Rochester, NH 03867, 603-509-1908.

Other

Additional information concerning the City and the Series B Bonds is contained in the Preliminary Official Statement dated August 5, 2026 which has been distributed and to which prospective bidders are directed. Such Preliminary Official Statement is provided for informational purposes only and is not a part of this Notice of Sale. Such Preliminary Official Statement is deemed final by the City except for the omission of the offering price(s), interest rate(s), delivery date, and any other terms of the Series B Bonds depending on such matters and the identity of the underwriter(s), and any other pertinent terms of the Series B Bonds depending on such matters, but is subject to change without notice to completion or amendment in a Final Official Statement. Copies of the Preliminary Official Statement and a suggested form of proposal for the Series B Bonds may be obtained from PFM Financial Advisors LLC, 100 High Street, 23rd Floor, Boston, MA 02110 (617) 502-5642. Within seven (7) business days following the award of the Series B Bonds in accordance herewith, the City will provide up to 20 copies of a Final Official Statement to the successful bidder. Upon request, additional copies will be provided at the expense of the successful bidder.

CUSIP Numbers

It is anticipated that CUSIP identification numbers will be printed on the Series B Bonds. All expenses in relation to the printing of the CUSIP numbers on the Series B Bonds will be paid for by the City, provided, however, that the City assumes no responsibility for any CUSIP Service Bureau charge or other charge that may be imposed for the assignment of such numbers.

Delivery

It is expected that the Series B Bonds, in definitive form, will be available for delivery to DTC in Brooklyn, New York, or to its custodial agent, on or about August 27, 2026 against payment of purchase price in Federal Reserve funds payable to the order of the "City of Rochester, New Hampshire."

CITY OF ROCHESTER, NEW HAMPSHIRE

/s/ Mark Sullivan
Director of Finance

Dated: August 5, 2026

PROPOSAL FOR BONDS – SERIES B

August 12, 2026

Mark Sullivan
City of Rochester, New Hampshire
31 Wakefield Street
Rochester, NH 03867

Re: $2,785,000* General Obligation Bonds, Series 2026B of the City of Rochester, New Hampshire, Dated August 27, 2026

Dear Mr. Sullivan:

Subject to the provisions and in accordance with the terms of the Notice of Sale dated August 5, 2026, which is hereby made a part of this proposal, we hereby offer to purchase all of the $2,785,000* General Obligation Bonds, Series 2026B (the "Series B Bonds") of the City of Rochester described in said Notice of Sale, and to pay therefore the price of $______________* plus a premium of _________, provided that the Series B Bonds maturing in the several years set forth below shall bear interest from their date until maturity at the respective rates per annum stated in the following table:

Maturity August 15	Principal Amount*	Interest Rate	Maturity August 15	Principal Amount*	Interest Rate
2027	$225,000	________	2032	$275,000	________
2028	240,000	________	2033	290,000	________
2029	255,000	________	2034	305,000	________
2030	265,000	________	2035	320,000	________
2031	275,000	________	2036	335,000	________

CROSS OUT THE SERIAL BOND MATURITIES BEING BID AS TERM BONDS)
Term Bonds (Optional – No More Than Two Term Bonds)

First Year Redemption	Year of Maturity	Total Principal Amounts	Interest Rate
____________	____________	$ ____________	____________ %
____________	____________	$ ____________	____________ %

We acknowledge receipt of the Preliminary Official Statement referred to in the Notice of Sale.

By:________________________________

The following is our computation of the true interest rate, computed on a true interest cost (TIC) basis, as provided in the above - mentioned Notice of Sale but not constituting any part of the foregoing proposal of the purchase of $2,785,000* General Obligation Bonds, Series 2026B under the foregoing proposal:

Interest __________________%
(to four decimal places)

Approved
City of Rochester, New Hampshire
August 12, 2026

By:____________________
City of Rochester, New Hampshire

* Preliminary, subject to change.