

NOTICE OF SALE

ROCKINGHAM COUNTY, NEW HAMPSHIRE \$15,000,000 General Obligation Tax Anticipation Notes

ELECTRONIC PROPOSALS and bids by E-MAIL (as described herein) will be received by the County Treasurer of Rockingham County, New Hampshire, at the office of PFM Financial Advisors LLC, 100 High Street, Suite 2300, Boston, Massachusetts, until:

11:00 A.M. (EASTERN TIME) ON THURSDAY, SEPTEMBER 24, 2026

at which time and place all such proposals will be opened for the purchase of all, or a part, of the \$15,000,000 General Obligation Tax Anticipation Notes (the "Notes") of Rockingham County, New Hampshire (the "County").

The Notes will be dated October 8, 2026 and will mature on December 18, 2026 and the Notes will bear interest, calculated on the basis of a 30-day month and a 360-day year at such rate or rates per annum as are specified by the successful bidder or bidders therefor in accordance herewith, payable at maturity.

The Notes will be issued by means of a book entry system with no physical distribution of Notes made to the public. The Notes will be issued to The Depository Trust Company, Brooklyn, New York ("DTC"), and immobilized in its custody. A book entry system will be employed, evidencing ownership of the Notes in principal amounts of \$1,000 or integral multiples thereof, with transfers of ownership effected on the records of DTC and its participants pursuant to rules and procedures established by DTC and its participants. See "Book Entry Only System" in the Preliminary Official Statement dated September 15, 2026. The Note certificates will be authenticated by U.S. Bank Trust Company, National Association, Boston, Massachusetts, as paying agent (the "Paying Agent"), and their legality approved by Devine, Millimet & Branch Professional Association, Manchester, New Hampshire, bond counsel ("Bond Counsel"), whose opinion will be furnished to the Purchaser without charge.

Principal of and interest on the Notes will be paid to DTC by the Paying Agent. So long as DTC, or its nominee Cede & Co., is the Noteowner, such payments will be made directly to such Noteowner. Disbursement of such payments to the DTC Participants is the responsibility of DTC. Disbursement of such payments to Beneficial Owners will be the responsibility of the DTC Participants and the Indirect Participants.

The opinion of Bond Counsel will state that the Notes are valid general obligations of the County and that under existing law, the interest on the Notes is exempt from the New Hampshire personal income tax on interest and dividends and is excluded from gross income for federal income tax purposes.

The Notes will NOT be designated as "qualified tax-exempt obligations" for purposes of Section 265(b)(3) of the Code. Accordingly, in the opinion of Bond Counsel, a deduction will NOT be allowed to a financial institution for any of its interest expenses allocable to the Notes.

The Notes are not guaranteed by the State of New Hampshire.

It is anticipated that a CUSIP identification number will be printed on the Notes. All expenses in relation to the assignment and printing of a CUSIP number on the Notes will be paid for by the County.

The County has not contracted for the issuance of any policy of municipal bond insurance for the Notes. If the Notes 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(s) and any increased costs of issuance or delivery of the Notes resulting by reason of such insurance shall be paid by such bidder(s). Proposals shall not be conditioned upon the issuance of any such policy or commitment and any failure of the Notes to be insured or of any such policy or commitment to be issued shall not in any way relieve the Purchaser(s) of their contractual obligations arising from the acceptance of their proposal for the purchase of the Notes.

Redemption Prior to Maturity

The Notes are not subject to redemption prior to maturity.

Right to Cancel or Postpone the Submission of Bids

The County reserves the right to cancel or postpone the submission of bids. If the County elects to exercise its right to cancel the submission of bids, this Notice of Sale shall become void. If the County elects to exercise its right to postpone the submission of bids, it shall provide subsequent notice of the date on which bids will be received after notification on TM3 not later than 8:30 a.m., Eastern Local Time, on the day designated for receipt of bids.

Proposals

A proposal may be for all or any part of the Notes, but any proposal for a part must be for at least \$1,000 or multiples of \$1,000 in excess thereof. Denominations of less than \$1,000 will not be made available. A separate proposal will be required for each part of the Notes in which a separate stated interest rate is bid. The interest rate specified for each part of the offering shall be in a multiple of 1/100 of 1% per annum. **The Notes will be awarded to the bidder or bidders offering to purchase the Notes at the lowest net interest cost (NIC).**

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, Boston, MA 02110, (617) 502-5642, Municipal Advisor to the County or i-Deal at 1359 Broadway, 2nd Floor, New York, New York 10018, telephone (212) 849-5021. **Telephone bids will not be accepted by the County.**

E-mailed proposals (with the completed bid form scanned and attached) for the purchase of the Notes will be received on September 24, 2026, until 11:00 a.m. to the County's Municipal Advisor: maceronis@pfm.com.

Bids submitted by e-mail are the sole responsibility of the bidder and must be received by 11:00 a.m. The County accepts no responsibility for the failure of any e-mailed bids to be received on time for whatever reason. No bids will be received after 11:00 a.m.

No bid for less than \$1,000,000 of principal or for less than par and accrued interest, if any, will be entertained, and the County reserves the right to award any bidder all or any part of the Notes bid for in its proposal. If a bidder is awarded only part of the notes bid for in its proposal, any premium shall be prorated.

The right is reserved to reject any or all proposals and to reject any proposal 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. When the successful bidder(s) has been ascertained, the County will notify such bidder(s).

The Purchaser may, on the attached bid sheet, designate the Note as "Direct Purchase, Not Reoffered". If the Purchaser makes such designation, the Purchaser shall certify at closing that (i) it has not reoffered the Note to the public and does not intend to do so and (ii) it has purchased the Note for its own account and not with a view to resell or distribute.

Establishment of Issue Price

The successful bidder shall assist the County in establishing the issue price of the Notes and shall execute and deliver to the County on the Closing Date an "issue price" or similar certificate, in the applicable form set forth in Exhibit 1 to this Notice of Sale, setting forth the reasonably expected initial offering price to the public or the actual sale price of the Notes, together with the supporting pricing wires or equivalent communications, or, if applicable, the amount bid, with such modifications as may be appropriate or necessary, in the reasonable judgment of the successful bidder, the County and Bond Counsel. All actions to be taken by the County under this Notice of Sale to establish the issue price of the Notes may be taken on behalf of the County by the Financial Advisor and any notice or report to be provided to the County may be provided to the Financial Advisor.

Competitive Sale Requirements. If the competitive sale requirements ("competitive sale requirements") set forth in Treasury Regulation § 1.148-1(f)(3)(i) (defining "competitive sale" for purposes of establishing the issue price of the Notes) have been satisfied, the County will furnish to the successful bidder on the Closing Date a certificate of the Financial Advisor, which will certify each of the following conditions to be true:

1. the County has disseminated this Notice of Sale to potential Successful Bidders in a manner that is reasonably designed to reach potential underwriters;
2. all bidders had an equal opportunity to bid;

3. the County received bids from at least three underwriters of municipal notes who have established industry reputations for underwriting new issuances of municipal notes; and
4. the County awarded the sale of the Notes to the bidder or bidders who submitted a firm offer to purchase the Notes at the highest price (or lowest interest cost), as set forth in this Notice of Sale.

Any bid submitted pursuant to this Notice of Sale shall be considered a firm offer for the purchase of the Notes, as specified in the bid. Unless a bidder notifies the County by email (maceronis@pfm.com) to the Municipal Advisor (prior to submitting its bid) or in its bid submitted via Parity, that it will not be an “underwriter” (as defined below) of the Notes, by submitting its bid, each bidder shall be deemed to confirm that it has an established industry reputation for underwriting new issuances of municipal notes. Unless the bidder has notified the County that it will not be an “underwriter” (as defined below) of the Notes, in submitting a bid, each bidder is deemed to acknowledge that it is an “underwriter” that intends to reoffer the Notes to the public.

In the event that the competitive sale requirements are not satisfied, the County shall so advise the successful bidder.

Failure to Meet the Competitive Sale Requirements – Option A – A Successful Bidder Intends to Reoffer the Notes to the Public. If the competitive sale requirements are not satisfied and a successful bidder intends to reoffer the Notes to the public, the County will use the first price at which 10% of the Notes (the “10% test”) is sold to the public as the issue price of the Notes. The successful bidder shall advise the Financial Advisor if the 10% test is satisfied as of the date and time of the award of the Notes. The County will not require bidders to comply with the “hold-the-offering-price rule” set forth in the applicable Treasury Regulations and therefore the County does not intend to use the initial offering price to the public as of the Sale Date as the issue price of the Notes if the competitive sale requirements are not met.

If the competitive sale requirements are not satisfied, then (unless the successful bidder elects Option B or Option C below) until the 10% test has been satisfied as to Notes or all of the Notes are sold to the public, the successful bidder agrees to promptly report to the Financial Advisor the prices at which the unsold Notes have been sold to the public, which reporting obligation shall continue, whether or not the Closing Date has occurred, until the 10% test has been satisfied for the Notes or until all the Notes have been sold. The successful bidder shall be obligated to report each sale of Notes to the Financial Advisor until notified in writing by the County or the Financial Advisor that it no longer needs to do so.

By submitting a bid and if the competitive sale requirements are not met, each bidder confirms that: (i) any agreement among underwriters, any selling group agreement and each retail distribution agreement (to which the bidder is a party) relating to the initial sale of the Notes to the public, together with the related pricing wires, contains or will contain language obligating each underwriter, each dealer who is a member of the selling group, and each broker-dealer that is a party to such retail distribution agreement, as applicable, to report the prices at which it sells to the public the unsold Notes allotted to it until it is notified by the successful bidder that either the 10% test has been satisfied as to the Notes or all of the Notes have been sold to the public, if and for so long as directed by the successful bidder and as set forth in the related pricing wires and (ii) any agreement among underwriters relating to the initial sale of the Notes to the public, together with the related pricing wires, contains or will contain language obligating each underwriter that is a party to a retail distribution agreement to be employed in connection with the initial sale of the Notes to the public to require each broker-dealer that is a party to such retail distribution agreement to report the prices at which it sells to the public the unsold Notes allotted to it until it is notified by the successful bidder or such underwriter that either the 10% test has been satisfied as to the Notes or that all of the Notes have been sold to the public if and for so long as directed by the successful bidder or such underwriter and as set forth in the related pricing wires.

Sales of any Notes to any person that is a related party to an underwriter shall not constitute sales to the public for purposes of this Notice of Sale. Further, for purposes of this Notice of Sale:

1. “public” means any person other than an underwriter or a related party,
2. “underwriter” means (A) any person that agrees pursuant to a written contract with the County (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Notes to the public and (B) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (A) to participate in the initial sale of the Notes to the public (including a member of a selling group or a party to a retail distribution agreement participating in the initial sale of the Notes to the public), and

3. “related party” - a purchaser of any of the Notes is a “related party” to an underwriter if the underwriter and the purchaser are subject, directly or indirectly, to (i) at least 50% common ownership of the voting power or the total value of their stock, if both entities are corporations (including direct ownership by one corporation of another), (ii) more than 50% common ownership of their capital interests or profits interests, if both entities are partnerships (including direct ownership by one partnership of another), or (iii) more than 50% common ownership of the value of the outstanding stock of the corporation or the capital interests or profit interests of the partnership, as applicable, if one entity is a corporation and the other entity is a partnership (including direct ownership of the applicable stock or interests by one entity of the other).

Failure to Meet the Competitive Sale Requirements – Option B – A Successful Bidder Intends to Reoffer the Notes to the Public and Agrees to Hold the Price of the Notes for Which the 10% Test in Option A Is Not Met as of the Sale Date. A successful bidder may, at its option, notify the Financial Advisor in writing, which may be by email (the “Hold the Price Notice”), not later than 4:00 p.m. on the Sale Date, that it has not sold 10% of the Notes listed in the Hold the Price Notice (the “Unsold Maturities”) and that the successful bidder will not offer the Unsold Notes to any person at a price that is higher than the initial offering price to the public during the period starting on the Sale Date and ending on the earlier of (i) the close of the fifth business day after the Sale Date or (ii) the date on which the successful bidder has sold at least 10% of the Unsold Notes to the public at a price that is no higher than the initial offering price to the public. If a successful bidder delivers a Hold the Price Notice to the Financial Advisor, the successful bidder must provide to the Issuer on or before the Closing Date, in addition to the certification described in Option A above, evidence that each underwriter of the Notes, including underwriters in an underwriting syndicate or selling group, has agreed in writing to hold the price of the Unsold Notes in the manner described in the preceding sentence.

Failure to Meet the Competitive Sale Requirements -Option C - A Successful Bidder Does Not Intend to Reoffer the Notes to the Public. If the competitive sale requirements are not met and a successful bidder does not intend to reoffer the Notes to the public, the County shall treat the Notes as sold in a private placement and shall treat the amount bid as the issue price.

Certification

It shall be a condition of the obligation of the successful bidder to accept delivery of and pay for the Notes, that contemporaneously with or before accepting the Notes and paying therefor, they shall be furnished, without cost, with (a) the approving opinion of Bond Counsel substantially in the form presented in Appendix C of the Preliminary Official Statement dated September 15, 2026 (b) a certificate in form satisfactory to said firm dated as of the date of delivery of the Notes 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 Notes or the power of the County to levy and collect taxes to pay them, (c) a certificate of the County certifying that, to the best of their 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 Notes, 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 material events disclosure certificate as described in the Preliminary Official Statement.

Additional information concerning the County and the Notes is contained in the Preliminary Official Statement dated September 15, 2026 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. The Preliminary Official Statement is deemed final by the County except for the omission of the reoffering prices, interest rates, and any other terms of the Notes depending on such matters, and the identity of the underwriters and any other pertinent terms of the Notes 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 Notes may be obtained from PFM Financial Advisors LLC, 100 High Street, Suite 2300, Boston, Massachusetts (617) 502-5642. Within seven (7) business days following the award of the Notes in accordance herewith, the County will provide up to 15 copies of a Final Official Statement to the successful bidder or bidders. Upon request, additional copies will be provided at the expense of the successful bidder or bidders.

Continuing Disclosure of Material Events

In order to assist bidders in complying with the requirements of paragraph (b)(5)(i)(c) of Rule 15c2-12 promulgated by the Securities and Exchange Commission, the County will undertake to provide notice of certain material events. A description of this undertaking is set forth in Appendix D to the Preliminary Official Statement.

It is expected that the Notes in definitive form will be ready for delivery at The Depository Trust Company ("DTC") in Brooklyn, New York or to its custodial agent on or about October 8, 2026 against payment of the purchase price in Federal Reserve funds payable to the order of the "County of Rockingham, New Hampshire".

/s/ SCOTT PRIESTLY
TREASURER

Dated: September 15, 2026

IN MAKING AN INVESTMENT DECISION INVESTORS MUST RELY ON THEIR OWN EXAMINATION OF THE ISSUER AND THE TERMS OF THE OFFERING, INCLUDING THE MERITS AND RISKS INVOLVED. THESE SECURITIES HAVE NOT BEEN RECOMMENDED BY ANY FEDERAL OR STATE SECURITIES COMMISSION OR REGULATORY AUTHORITY. FURTHERMORE, THE FOREGOING AUTHORITIES HAVE NOT CONFIRMED THE ACCURACY OR DETERMINED THE ADEQUACY OF THIS DOCUMENT. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

PROPOSAL FOR NOTES
\$15,000,000 GENERAL OBLIGATION TAX ANTICIPATION NOTES

September 24, 2026

Scott Priestley, Treasurer
Rockingham County
c/o PFM Financial Advisors LLC
100 High Street, Suite 2300
Boston, MA 02110

Dear Mr. Priestly:

For \$_____ of General Obligation Tax Anticipation Notes of Rockingham County, we bid par and accrued interest to date of delivery, if any, and an interest rate of _____% plus a premium of \$_____ with an NIC of _____ %

For \$_____ of General Obligation Tax Anticipation Notes of Rockingham County, we bid par and accrued interest to date of delivery, if any, and an interest rate of _____% plus a premium of \$_____ with an NIC of _____ %

For \$_____ of General Obligation Tax Anticipation Notes of Rockingham County, we bid par and accrued interest to date of delivery, if any, and an interest rate of _____% plus a premium of \$_____ with an NIC of _____ %

For \$_____ of General Obligation Tax Anticipation Notes of Rockingham County, we bid par and accrued interest to date of delivery, if any, and an interest rate of _____% plus a premium of \$_____ with an NIC of _____ %

This proposal is subject to the conditions of the Notice of Sale dated September 15, 2026.

We [will/will not] designate the Note as "Direct Purchase, Not Reoffered".

(Mailing Address)

**WE HEREBY ACKNOWLEDGE RECEIPT OF THE PRELIMINARY OFFICIAL STATEMENT DATED
SEPTEMBER 15, 2026**

Authorized Signature

Telephone #

ACCEPTED BY ROCKINGHAM COUNTY, NH:

Signature

Issue Price Certificate for Use if the Competitive Sale Requirements Are Met

**ROCKINGHAM COUNTY, NEW HAMPSHIRE
\$15,000,000 General Obligation Tax Anticipation Notes**

ISSUE PRICE CERTIFICATE

The undersigned, on behalf of [NAME OF SUCCESSFUL BIDDER] (the “Successful Bidder”), hereby certifies as set forth below with respect to the sale of the above-captioned obligations (the “Notes”) of Rockingham County, New Hampshire (the “Issuer”).

1. Reasonably Expected Initial Offering Prices.

(a) As of the Sale Date, the reasonably expected initial offering prices of the Notes to the Public by the Successful Bidder are the prices listed in Schedule A (the “Expected Offering Prices”). The Expected Offering Prices are the prices for the Notes used by the Successful Bidder in formulating its bid to purchase the Notes. Attached as Schedule B is a true and correct copy of the bid provided by the Successful Bidder to purchase the Notes.

(b) The Successful Bidder was not given the opportunity to review other bids prior to submitting its bid.

(c) The bid submitted by the Successful Bidder constituted a firm offer to purchase the Notes.

2. Defined Terms.

(a) *Maturity* means Notes with the same credit and payment terms. Notes with different maturity dates, or Notes with the same maturity date but different stated interest rates, are treated as separate Maturities.

(b) *Public* means any person (including an individual, trust, estate, partnership, association, company, or corporation) other than a Successful Bidder or a related party to a Successful Bidder. The term “related party” for purposes of this certificate generally means any two or more persons who have greater than 50 percent common ownership, directly or indirectly.ⁱ

(c) *Sale Date* means the first day on which there is a binding contract in writing for the sale of the Notes. The Sale Date of the Notes is September 24, 2026.

(d) *Underwriter* means (i) any person that agrees pursuant to a written contract with the Issuer (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Notes to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this paragraph to participate in the initial sale of the Notes to the Public (including a member of a selling group or a party to a retail distribution agreement participating in the initial sale of the Notes to the Public).

The representations set forth in this certificate are limited to factual matters only. Nothing in this certificate represents the Successful Bidder’s interpretation of any laws, including specifically Sections 103 and 148 of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder. The undersigned understands that the foregoing information will be relied upon by the Issuer with respect to certain of the representations set forth in the Tax Certificate and with respect to compliance with the federal income tax rules affecting the Notes, and by Devine, Millimet & Branch Professional Association in connection with rendering its opinion that the interest on the Notes is excluded from gross income for federal income tax purposes, the preparation of the Internal Revenue Service Form 8038-G, and other federal income tax advice that it may give to the Issuer from time to time relating to the Notes.

ⁱ Treas. Reg. §1.148-1(f)(3)(i)(B) requires that all bidders have an equal opportunity to bid to purchase notes. If the bidding process affords an equal opportunity for bidders to review other bids prior to submitting their bids, then this representation should be modified to describe the bidding process.

The Successful Bidder hereby acknowledges receipt from the Issuer of the Notes and further acknowledges receipt of all certificates, opinions and other documents required to be delivered to the Successful Bidder, before or simultaneously with the delivery of the Notes, which certificates, opinions and other documents are satisfactory to the Successful Bidder.

Dated: October 8, 2026

[SUCCESSFUL BIDDER]

By: _____
Name:
Title:

SCHEDULE A
EXPECTED OFFERING PRICES
(To Be Attached)

SCHEDULE B

COPY OF SUCCESSFUL BIDDER'S BID

(To be Attached)

Issue Price for Use If the Competitive Sale Requirements Are Not Met

**ROCKINGHAM COUNTY, NEW HAMPSHIRE
\$15,000,000 General Obligation Tax Anticipation Notes**

ISSUE PRICE CERTIFICATE

The undersigned, on behalf of _____ (the (“[Successful Bidder]”)), on behalf of itself and [NAMES OF OTHER UNDERWRITERS]] hereby certifies as set forth below with respect to the sale and issuance of the above-captioned obligations (the “Notes”).

1. Sale of the Notes. As of the date of this certificate, [except as set forth in paragraph 2 below,] [the first price at which at least 10% of the Notes was sold to the Public is ____%][all of the Notes were sold at the prices set forth in Exhibit A hereto] ONLY USE THE SECOND CHOICE IF LESS THAN 10% OF THE NOTES WERE SOLD AT A SINGLE PRICE.

[Only use the next paragraph if the 10% test has not been met or all of the Notes have not been sold as of the Closing Date.]

[2. Until the 10% test has been satisfied for the Notes or all of the Notes are sold to the Public, the Successful Bidder agrees to promptly report to the Issuer’s financial advisor, PFM Financial Advisors LLC (the “Financial Advisor”), the prices at which the Notes have been sold to the Public, which reporting obligation shall continue after the date hereof until the 10% test has been satisfied for the Notes or until all the Notes have been sold. The Successful Bidder shall continue to report each sale of Notes to the Financial Advisor until notified by email or in writing by the Issuer or the Financial Advisor that it no longer needs to do so.]

2. Defined Terms.

(a) “Issuer” means Rockingham County, New Hampshire.

(b) “Public” means any person (including an individual, trust, estate, partnership, association, company, or corporation) other than an Underwriter or a related party to an Underwriter. The term “related party” for purposes of this certificate generally means any two or more persons who have greater than 50 percent common ownership, directly or indirectly.

(c) “Underwriter” means (i) any person, including the Successful Bidder, that agrees pursuant to a written contract with the Issuer (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Notes to the Public, and (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (i) of this paragraph to participate in the initial sale of the Notes to the Public (including a member of a selling group or a party to a retail distribution agreement participating in the initial sale of the Notes to the Public).

The representations set forth in this certificate are limited to factual matters only. Nothing in this certificate represents the Successful Bidder’s] interpretation of any laws, including specifically Sections 103 and 148 of the Internal Revenue Code of 1986, as amended, and the Treasury Regulations thereunder. The undersigned understands that the foregoing information will be relied upon by the Issuer with respect to certain of the representations set forth in the Tax Certificate and with respect to compliance with the federal income tax rules affecting the Notes, and by Devine, Millimet & Branch, Professional Association in connection with rendering its opinion that the interest on the Notes is excluded from gross income for federal income tax purposes, the preparation of the Internal Revenue Service Form 8038-G, and other federal income tax advice that it may give to the Issuer from time to time relating to the Notes.

The Successful Bidder hereby acknowledges receipt from the Issuer of the Notes and further acknowledges receipt of all certificates, opinions and other documents required to be delivered to the Successful Bidder, before or simultaneously with the delivery of the Notes, which certificates, opinions and other documents are satisfactory to the Successful Bidder.

Dated: October 8, 2026

[SUCCESSFUL BIDDER]

By: _____
Name:
Title:

EXHIBIT A

If less than 10% of the Notes have been sold at a single price as of the Closing Date, but all of the Notes have been sold as of the Closing Date at a variety of prices, attach a list of the prices at which the Notes were sold as of the Closing Date. In that highly unlikely scenario, the issue price of the Notes will be the average sales price.

SALE PRICES (to be attached)