

**NOTICE OF SALE
TOWNSHIP OF BORDENTOWN,
IN THE COUNTY OF BURLINGTON, NEW JERSEY
\$6,175,000 GENERAL OBLIGATION BONDS, SERIES 2018
(Book-Entry-Only) (Callable)**

ELECTRONIC PROPOSALS (the “Proposals” or the “Proposals for Bonds”), via the BiDCOMP®/Parity® Electronic Competitive Bidding System (“PARITY”) of i-Deal LLC will be received in the manner described below by the Chief Financial Officer of the Township of Bordentown, in the County of Burlington, New Jersey (the “Township”), on **July 18, 2018** until 11:00 a.m. Eastern time, at which time they will be announced for the purchase of the Township’s \$6,175,000 aggregate principal amount of General Obligation Bonds, Series 2018 (the “Bonds”). Bidders are required to submit their Proposal for the purchase of the Bonds in accordance with the terms of this Notice of Sale.

Terms of the Bonds

The Bonds will be dated their date of delivery (which is expected to be August 1, 2018), and will bear interest at the rate or rates per annum specified by the Successful Bidder therefor in accordance herewith, payable semi-annually on February 1 and August 1 in each year commencing February 1, 2019, until maturity or earlier redemption. The Bonds will mature, subject to prior redemption, on August 1 in the years and in the amounts set forth below:

<u>Year</u>	<u>Principal Amount</u>	<u>Year</u>	<u>Principal Amount</u>
2019	250,000	2027	500,000
2020	250,000	2028	500,000
2021	275,000	2029	500,000
2022	275,000	2030	500,000
2023	300,000	2031	500,000
2024	325,000	2032	500,000
2025	500,000	2033	<u>500,000</u>
2026	500,000	Total	\$6,175,000

The Township may and expects to, after the receipt and opening of bids, adjust the maturity schedule of the Bonds, provided however, that (i) no maturity schedule adjustment shall exceed 10% upward or downward of the principal for any maturity as specified herein, and (ii) the aggregate adjustment to the maturity schedule shall not exceed 10% upward or downward of the aggregate principal amount of Bonds, as specified herein. The dollar amount bid by the successful bidder shall be adjusted to reflect any adjustments in the aggregate principal amount of the Bonds to be issued. The adjusted bid price will reflect changes in the dollar amount of the underwriter’s discount and the original issue premium or discount, but will not change the per bond underwriter’s discount, as calculated from the bid, and the initial public offering prices required to be delivered to the Township, as stated herein.

Term Bond Option

Bidders may designate in their proposal two or more consecutive annual principal payments as a term bond, which matures on the maturity date of the last annual principal payment of the sequence. Any term bond so designated shall be subject to mandatory sinking fund redemption in each year on the principal payment date and in the entire principal amount for each annual principal payment designated for inclusion in such term bond. There is no limitation on the number of term bonds.

Optional Redemption Provisions

The Bonds maturing on or after August 1, 2025 are subject to redemption prior to maturity at the option of the Township, as a whole at any time or in part from time to time on or after August 1, 2024 in such order of maturity as the Township may direct at a redemption price equal to one hundred percent (100%) of the principal amount to be redeemed plus accrued interest thereon to the date fixed for redemption.

Notice of redemption shall be given by first class mail postage prepaid to the registered owners of the Bonds not less than twenty (20) days but not more than sixty (60) days prior to the redemption date. So long as the Bonds are in book-entry form such notice will be mailed to DTC (as defined herein) as the registered owner of the Bonds. Any failure of DTC to advise any of its participants or any failure of any participant to notify any beneficial owner of any redemption shall not affect the validity of the redemption proceedings.

Security for the Bonds

The Bonds are general obligations of the Township and are secured by a pledge of the full faith and credit of the Township for the payment of the principal thereof and the interest thereon. The Bonds are payable, if not paid from other sources, from *ad valorem* taxes to be levied upon all the taxable real property within the Township without limitation as to rate or amount.

Book-Entry Only System

All bidders for the Bonds must be participants of The Depository Trust Company, New York, New York (“DTC”) or affiliated with its participants. The Bonds will be issued in the form of one certificate for the aggregate principal amount of Bonds maturing in each year and will be payable as to both principal and interest in lawful money of the United States of America. Each certificate will be registered in the name of Cede & Co., as nominee of DTC, which will act as Securities Depository. The certificate will be deposited with DTC which will be responsible for maintaining a book-entry system for recording the interests of its participants and the transfers of the interests among its participants. The participants will be responsible for maintaining records regarding the beneficial ownership interests in the Bonds on behalf of the individual purchases. Individual purchases may be made in the principal amount of \$5,000 or any multiple of \$5,000 in excess thereof through book entries made on the books and records of DTC and its participants.

Payments of principal and interest on the Bonds will be made to DTC or its authorized nominee. DTC will credit payments of principal of and interest on the Bonds to the participants of DTC as listed on the records of DTC.

Electronic Bidding Procedures

Bids may be submitted electronically via PARITY in accordance with this Notice of Sale, until 11:00 a.m. Eastern time on July 18, 2018, but no bid will be received after the time for receiving bids specified above. To the extent any instructions or directions set forth in PARITY conflict with this Notice of Sale, the terms of this Notice of Sale shall control. For further information about PARITY, potential bidders may contact PARITY at (212) 849-5021. In the event that a bid for the Bonds is submitted via PARITY, the bidder further agrees that:

1. The Township may regard the electronic transmission of the bid through PARITY (including information about the purchase price of the Bonds, the interest rate or rates to be borne by the various maturities of the Bonds, the initial public offering price of each maturity and any other information included in such transmission) as though the same information were submitted directly to the Township and executed by a duly authorized signatory of the bidder. If a bid submitted electronically by PARITY is accepted by the Township, the terms of the Proposal for Bonds and this Notice of Sale and the information that is electronically transmitted through PARITY shall form a contract, and the successful bidder shall be bound by the terms of such contract.

2. PARITY is not an agent of the Township, and the Township shall have no liability whatsoever based on any bidder's use of PARITY, including but not limited to any failure by PARITY to correctly or timely transmit information provided by the Township or information provided by the bidder.

3. The Township may choose to discontinue use of electronic bidding via PARITY by issuing a notification to such effect via TM3 News Services, or by other available means, no later than 3:00 p.m. Eastern time on the last business date prior to the bid date set forth above.

4. Once the bids are communicated electronically via PARITY to the Township as described above, each bid will constitute a Proposal for Bonds and shall be deemed to be an irrevocable offer to purchase the Bonds on the terms provided in this Notice of Sale. For purposes of submitting electronic bids, the time as maintained on PARITY shall constitute the official time.

5. Each bidder shall be solely responsible to make necessary arrangements to access PARITY for purposes of submitting its bid in a timely manner and in compliance with the requirements of this Notice of Sale. Neither the Township nor PARITY shall have any duty or obligation to undertake such registration to bid for any prospective bidder or to provide or assure access to any qualified prospective bidder, and neither the Township nor PARITY shall be responsible for the proper operation of, or have any liability for any delays or interruptions of, or any damages caused by PARITY. The Township is using PARITY as a communication mechanism, and not as the Township's agent, to conduct the electronic bidding for the Bonds.

By using PARITY, each bidder agrees to hold the Township harmless for any harm or damages caused to such bidder in connection with its use of PARITY for bidding on the Bonds.

Bid Specifications

Each Proposal submitted must name the rate or rates of interest per annum to be borne by the Bonds bid for and the rate or rates named must be multiples of one-eighth or one-twentieth of one per centum. No more than one rate may be named for Bonds of the same maturity. There is no limitation on the rates that may be named. If more than one rate of interest is named, no interest rate named for any maturity may be less than the interest rate named for any prior maturity, and the difference between the highest and lowest rates of interest named in the Proposal shall not exceed five percent (5%). Each Proposal submitted must be for all of the Bonds and the purchase price specified in the proposal must be (i) not less than 100% of the aggregate par value of the Bonds and (ii) not greater than 110% of the aggregate par value of the Bonds.

The Township may and expects to, after the receipt and opening of bids, adjust the maturity schedule of the Bonds, as described above under the heading “Terms of the Bonds”.

Award, Delivery and Payment

The Bonds will be awarded to the bidder on whose bid the total loan may be made at the lowest net interest cost. Such net interest cost shall be computed, as to each bid, by adding to the total principal amount of Bonds the total interest cost to maturity in accordance with such bid and by deducting therefrom the amount of premium, if any, bid. No Proposal shall be considered that offers to pay an amount less than the principal amount of Bonds offered for sale or under which the total loan is made at an interest cost higher than the lowest net interest cost to the Township under any legally acceptable proposal. If two or more such bidders offer to pay the lowest net interest cost, then the Bonds will be sold to one of such bidders selected by lot from among all such bidders. The bidder to which the Bonds are awarded (in the manner specified above) is herein referred to as the “Successful Bidder.” It is expected that delivery of the Bonds to DTC and payment for the Bonds will take place on or about August 1, 2018, at the offices of Saul Ewing Arnstein & Lehr LLP, bond counsel to the Township (“Bond Counsel”), in Princeton, New Jersey or at such other place as may be agreed upon with the Successful Bidder. The Bonds will be delivered to DTC in single denominations for each maturity. PAYMENT FOR THE BONDS AT THE TIME OF ORIGINAL ISSUANCE AND DELIVERY SHALL BE IN IMMEDIATELY AVAILABLE FUNDS.

Change of Bid Date and Closing Date

The Township reserves the right to postpone, from time to time, the date established for the receipt of bids and will undertake to notify registered prospective bidders via notification published on Thomson Municipal Market Monitor (“TM3”) (www.tm3.com) or by other available means. In addition, the Township reserves the right to make changes to this Notice of Sale. Such changes will be announced via TM3 or by other available means. A postponement of the bid date will be announced via TM3 not less than twenty-four (24) hours prior to the announced date and time for the receipt of bids, and an alternative date and time will be

announced via TM3 or by other available means not less than forty-eight (48) hours prior to such alternative date and time for receipt of bids. On any such alternative date and time for receipt of bids, the Township will accept electronic bids for the purchase of the Bonds, such bids to conform in all respects to the provisions of this Notice of Sale, except for the changes in the date and time for receipt of bids and any other changes announced via TM3 or by other available means at the time the date and time for receipt of bids are announced.

Right to Reject Bids; Waive Irregularities

The right is reserved to reject all bids, and any bid not complying with the terms of this Notice of Sale will be rejected. The Township reserves the right to reject any or all Proposals and so far as permitted by law, to waive any irregularity or informality in any or all Proposals.

Good Faith Deposit

A good faith deposit (the "Deposit"), in the form of a certified, cashier's or treasurer's check, wire transfer or a financial surety bond (the "Financial Surety Bond") issued by Sure-Bid, a division of Assured Guaranty Municipal Corp., in the amount of \$123,500, is required for each bid for the Bonds to be considered. If a wire transfer is used, the wire must be received by the Township by 10:30 a.m. Eastern time on the Bid Date. Bidders sending a wire transfer must (i) notify the Township of their intent to use a cash wire prior to 10:30 a.m. Eastern time, (ii) provide proof of electronic transfer of such cash wire prior to 10:30 a.m. Eastern time on the Bid Date, and (iii) enclose return wiring instructions for use by the Township. Wiring instructions may be obtained by contacting the Township's Financial Advisor, Phoenix Advisors, LLC, Attention: Sherry Tracey, telephone: (609) 291-0130 or email: stracey@muniadvisors.com. **If a check is used, it must be a certified, treasurer's or cashier's check and must be provided to the Township no later than by 10:30 a.m. Eastern time on the Bid Date. Each bidder accepts responsibility for delivering such check on time and the Township is not responsible for any check that is not received on time.** If a Financial Surety Bond is used, proof of such Financial Surety Bond must be submitted to the Township prior to 10:30 a.m. Eastern time on the Bid Date, and must be in the form and substance acceptable to the Township. A Financial Surety Bond must identify the bidder whose Deposit is guaranteed by such Financial Surety Bond. If the Bonds are awarded to a bidder using a Financial Surety Bond, then that Successful Bidder is required to submit its Deposit to the Township in the form of a wire transfer not later than 1:00 p.m. Eastern time on the next business day following the award. If such Deposit is not received by that time, the Financial Surety Bond may be drawn by the Township to satisfy the Deposit requirement. The Deposit of the Successful Bidder will be collected and the proceeds thereof retained by the Township to be applied in partial payment for the Bonds and no interest will be allowed or paid upon the amount thereof, but in the event the Successful Bidder shall fail to comply with the terms of its respective bid, the proceeds thereof will be retained as and for full liquidated damages. Award of the Bonds to the Successful Bidder or rejection of all bids is expected to be made within two hours after opening of the bids, but such Successful Bidder may not withdraw its Proposal for Bonds until after 3:00 p.m. of the day of such bid-opening and then only if such award has not been made prior to the withdrawal.

Bond Insurance

If the Bonds qualify for issuance of any policy of municipal bond insurance, any purchase of such policy shall be at the sole option and expense of the Successful Bidder. If the Bonds are to be insured, the Successful Bidder shall pay the premium therefor prior to the delivery of the Bonds. Any failure of the Bonds to be so insured or of any such policy of insurance to be issued shall not in any way relieve the Successful Bidder of its contractual obligations arising from the acceptance of its Proposal for Bonds for the purchase of the Bonds.

CUSIP Numbers

It is anticipated that CUSIP identification numbers will be printed on the Bonds, but neither the failure to print such number on any Bond nor any error with respect thereto shall constitute cause for the failure or refusal of the Successful Bidder to accept delivery of and pay for the Bonds.

The Township's Financial Advisor will request the assignment of CUSIP numbers and will provide CUSIP Global Services with the final details of the sale, including the identity of the Successful Bidder.

The CUSIP Global Services charges for the assignment of CUSIP numbers on the Bonds shall be the responsibility of and shall be paid for by the Successful Bidder.

Establishment of Issue Price

(a) The Township intends that the provisions of Treasury Regulation Section 1.148-1(f)(3)(i) (defining "competitive sale" for purposes of establishing the issue price of the Bonds) will apply to the initial sale of the Bonds (the "competitive sale requirements") because:

- (1) the Township disseminated this Notice of Sale to potential underwriters in a manner that is reasonably designed to reach potential underwriters;
- (2) all bidders shall have an equal opportunity to bid;
- (3) the Township expects to receive bids from at least three (3) underwriters of municipal bonds who have established industry reputations for underwriting new issuances of municipal bonds; and
- (4) the Township anticipates awarding the sale of the Bonds to the bidder who submits a firm offer to purchase the Bonds at the highest price (or lowest interest cost), as set forth in this Notice of Sale.

Any Proposal submitted pursuant to this Notice of Sale shall be considered a firm offer for the purchase of the Bonds, as specified in this Notice of Sale.

(b) In the event that the competitive sale requirements are not satisfied, the Township shall so advise the Successful Bidder. The Township shall treat the first price at

which 10% of each maturity of the Bonds (the “10% Test”) is sold to the public as the issue price of that maturity. The Successful Bidder shall advise the Township of the maturities of the Bonds satisfy the 10% Test as of the date and time of the award of the Bonds. The Township will permit, but will not require, bidders to comply with the “hold-the-offering-price rule”. Bids will *not* be subject to cancellation in the event that the competitive sale requirements are not satisfied. **Bidders should prepare their bids on the assumption that the Bonds will be subject to the 10% Test or “hold-the-offering-price rule” in order to establish the issue price of the Bonds.**

(c) If the competitive sale requirements are not satisfied and the Successful Bidder is not relying on the “hold-the-offering-price rule”, if the 10% Test has not been satisfied as to any maturity of the Bonds, the Successful Bidder agrees to promptly report to the Township the prices at which Bonds of such maturity or maturities have been sold to the public. That reporting obligation shall continue, whether or not the Closing Date has occurred, until the 10% Test has been satisfied as to the Bonds. If the 10% Test is not met by the closing date, a supplemental issue price certificate must be provided.

(d) By submitting a bid, 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 Bonds 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 Bonds of each maturity allocated to it until either all Bonds of that maturity allocated to it have been sold or it is notified by the Successful Bidder that the 10% Test has been satisfied as to the Bonds of that maturity; and (ii) any agreement among underwriters relating to the initial sale of the Bonds 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 Bonds 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 Bonds of each maturity allocated to it until either all Bonds of that maturity allocated to it have been sold or it is notified by the Successful Bidder that the 10% Test has been satisfied as to the Bonds of that maturity.

(e) Sales of any securities 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 Township (or with the lead underwriter to form an underwriting syndicate) to participate in the initial sale of the Bonds to the public, including the contract created by the submission of a Proposal through Parity; 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 Bonds 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 Bonds to the public);

- (3) a purchaser of any of the Bonds is a “related party” to an underwriter if the underwriter and the purchaser are subject, directly or indirectly, to: (A) 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); (B) 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 (C) 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), and
- (4) “sale date” means the date that the Bonds are awarded by the Township to the successful bidder.

Undertakings of the Successful Bidder

THE SUCCESSFUL BIDDER SHALL MAKE A BONA FIDE PUBLIC OFFERING OF THE BONDS AND SHALL PROVIDE THE RELATED CERTIFICATIONS DESCRIBED BELOW.

The Successful Bidder must, by email or delivery received by the Township within twenty-four (24) hours after notification of the award, furnish the following information to the Township to complete the Official Statement in final form, as described below:

(a) Selling compensation (aggregate total anticipated compensation to the underwriters expressed in dollars, based on the expectation that all the Bonds are sold at the prices or yields at which the Successful Bidder advised the Township that the Bonds were initially offered to the public).

(b) The identity of the underwriters if the Successful Bidder is part of a group or syndicate.

(c) Any other material information that the Township determines is necessary to complete the Official Statement in final form. After the award of the Bonds, the Township will prepare copies of the final Official Statement and will include therein such additional information concerning the reoffering of the Bonds as the Successful Bidder may reasonably request. The Successful Bidder will be responsible to the Township in all aspects for the accuracy and completeness of information provided by such Successful Bidder with respect to such reoffering.

The Successful Bidder shall be obligated to furnish to the Township within forty-eight (48) hours prior to the date of delivery of the Bonds a certificate satisfactory to Bond Counsel to establish the issue price of the Bonds in accordance with the provisions set forth above under “Establishment of Issue Price”. Said certificate shall contain such other information and certifications as reasonably requested by Bond Counsel.

Legal Opinions

The obligations hereunder to pay for and to accept delivery of the Bonds shall be conditioned on the availability and the delivery at the time of delivery of the Bonds of the approving opinion of the law firm of Saul Ewing Arnstein & Lehr LLP, Princeton, New Jersey, Bond Counsel to the Township, which will be furnished without cost to the Successful Bidder, substantially in the form set forth in the Preliminary Official Statement distributed in connection with the sale of the Bonds.

Concerning the Preliminary Official Statement and the Official Statement

The Township has prepared a Preliminary Official Statement in connection with the sale of the Bonds which has been deemed final as of its date for purposes of paragraph (b)(1) of Rule 15c2-12, as amended (“Rule 15c2-12”), promulgated by the Securities and Exchange Commission pursuant to the Securities Exchange Act of 1934, as amended, except for certain omissions permitted thereunder. Within seven (7) business days of the sale of the Bonds and in sufficient time to accompany any confirmation that requests payment from a customer, the Township will deliver an electronic copy of the final official statement (“Official Statement”) to the Successful Bidder in order for the same to comply with Paragraph (b)(4) of Rule 15c2- 12.

The Preliminary Official Statement is available for viewing in electronic format through the internet facilities of MuniHub. The MuniHub web address is www.munihub.com (“Site”). In addition, broker dealers registered with the National Association of Securities Dealers (“NASD”) and dealer banks with DTC clearing arrangements may either: (i) print out a copy of the Preliminary Official Statement by their own means; or (ii) at any time prior to July 18, 2018, elect to receive a printed copy of the Preliminary Official Statement in the mail by requesting the same on the Site or by contacting the Township’s Financial Advisor, Phoenix Advisors, LLC, Attention: Sherry Tracey, telephone: (609) 291-0130 or email: stracey@muniadvisors.com. In order to view, print a copy or request a copy of the Preliminary Official Statement from the Site, please visit www.munihub.com. Bidders may log-in to access electronic viewing and delivery. Once logged-in to the Site, bidders must follow the applicable instructions and prompts to access the Preliminary Official Statement.

Continuing Disclosure

In order to assist the Successful Bidder in complying with Rule 15c2-12, the Township agrees to deliver on the Closing Date a Continuing Disclosure Certificate to be dated as of the Closing Date pursuant to which the Township shall agree to provide at the times and to the information repositories and other persons described in Rule 15c2-12 the financial or operating data required to be disclosed on a continuing basis pursuant to Rule 15c2-12, in substantially the form set forth as an Appendix to the Preliminary Official Statement.

Dated: July 11, 2018

TOWNSHIP OF BORDENTOWN

By: /s/ Jeffrey Elsasser
Chief Financial Officer
Township of Bordentown,
in the County of Burlington, New Jersey