

NOTICE OF BOND SALE
\$10,690,000*
CITY OF CREVE COEUR, MISSOURI
GENERAL OBLIGATION BONDS, SERIES 2017

Bids to be Accepted

Bids for the purchase of \$10,690,000* principal amount of General Obligation Bonds, Series 2017 (the “Bonds”), of the City of Creve Coeur, Missouri (the “City”), will be received by the Director of Finance on behalf of the City Council at the Creve Coeur City Hall, 300 N. New Ballas Road, Creve Coeur, Missouri 63141 until 10:00 o’clock a.m., Central Time, on Monday,

April 24, 2017

All bids will be publicly read at said time and place and the award of the Bonds will be acted upon at a meeting of the City Council to be held at 7:30 p.m. on said date.

Terms of Bonds

The Bonds will consist of fully-registered bonds in the denomination of \$5,000 or any integral multiple thereof. The Bonds will be dated as of the date of original issuance and delivery, which is expected to be May 8, 2017 (and should be considered to be the dated date for purposes of the bid), and will mature serially in the amounts and on the dates as set forth below, subject to adjustment as described under the section “Adjustment of Principal”:

<u>Maturity</u> <u>March 1</u>	<u>Principal</u> <u>Amount*</u>	<u>Maturity</u> <u>March 1</u>	<u>Principal</u> <u>Amount*</u>
2018	\$320,000	2028	\$530,000
2019	425,000	2029	545,000
2020	435,000	2030	565,000
2021	450,000	2031	580,000
2022	460,000	2032	600,000
2023	470,000	2033	620,000
2024	480,000	2034	640,000
2025	495,000	2035	660,000
2026	505,000	2036	685,000
2027	520,000	3037	705,000

The Bonds will bear interest from their date at the rates to be determined when the Bonds are sold as hereinafter provided, which interest will be payable semiannually on March 1 and September 1, commencing on March 1, 2018.

Place of Payment

Interest on the Bonds will be payable to the holders of record at the close of business on the 15th day (whether or not a Business Day) of the calendar month preceding each Payment Date. So long as DTC or its nominee, Cede & Co., is the Bondowner, such payments will be made by UMB Bank, N.A., Kansas City, Missouri, as paying agent and bond registrar (the “Paying Agent”) directly to such Bondowner. Disbursement of such payments to the DTC Participants is the responsibility of DTC. Distribution of such payments to the Beneficial Owners is the responsibility of the DTC Participants and Indirect Participants, as more fully described in “APPENDIX B - BOOK-ENTRY ONLY SYSTEM” in the Preliminary Official Statement.

* Subject to Change

Authority, Purpose and Security

The Bonds are authorized pursuant to the Constitution and statutes of the State of Missouri, the City's Charter and an ordinance expected to be adopted by the City on April 24, 2017 (the "Bond Ordinance").

At an election held on November 8, 2016 voters of the City approved, by a vote of 6,078 in favor and 3,772 opposed, the issuance of the Bonds for the purpose of constructing, furnishing and equipping a new police station on the current government center property and making safety, security and accessibility renovations to the existing building (the "Project"). The Project is described in greater detail in the Preliminary Official Statement.

The Bonds are general obligations of the City, and the full faith, credit and resources of the City have been irrevocably pledged to the payment of the principal of and interest on the Bonds. The principal of and interest on the Bonds are payable from ad valorem taxes that may be levied without limitation as to rate or amount on all taxable, tangible property within the City.

Redemption

The Bonds maturing on and after March 1, 2026 are subject to redemption and payment prior to maturity, at the option of the City, on March 1, 2025, and thereafter, in whole or in part on any date at the redemption price of 100% of the principal amount thereof, plus accrued interest thereon to the redemption date. When less than all outstanding Bonds are to be redeemed, such Bonds shall be redeemed in such order of maturity as shall be determined by the City, and Bonds of less than a full maturity shall be selected by the Paying Agent in \$5,000 units of principal amount by lot or in such other equitable manner as the Paying Agent may determine.

In the event the City elects to exercise its option to redeem Bonds pursuant to the Bond Ordinance, written notice shall be given by first class mail to the State Auditor of Missouri and to each registered owner of the Bonds to be redeemed at least 30 days but not more than 60 days prior to the redemption date.

Submission of Bids

Bids may be submitted as follows: (i) mailed or delivered in person, (ii) electronically via **PARITY**[®], or (iii) by facsimile transmission to (314) 872-2539, as further described below:

Bids Mailed or Delivered in Person. Bids may be submitted on Bid Forms in envelopes marked "Proposal for the Purchase of Bonds" by mail or delivered in person addressed to Tracy E. Hansen, Director of Finance, Creve Coeur City Hall, 300 N. New Ballas Road, Creve Coeur, Missouri 63141 until 10:00 o'clock a.m., Central Time, on April 24, 2017.

Bids Submitted Electronically Via **PARITY**[®]. Bids may be submitted via **PARITY**[®] in accordance with this Notice of Bond Sale, until 10:00 o'clock a.m. Central Time, on April 24, 2017. To the extent any instructions or directions set forth in **PARITY**[®] conflict with this Notice of Bond Sale, the terms of this Notice of Bond Sale shall control. Further information about the electronic bidding services of **PARITY**[®] may be obtained from Parity at (212) 849-5021. Bidders are encouraged to obtain a Bid Form that may be submitted by facsimile transmission as described below in the event of a malfunction in the electronic bidding process.

Bids Submitted by Fax. Bids may be submitted on Bid Forms by facsimile transmission to the attention of the Director of Finance at (314) 872-2539 until 10:00 o'clock a.m. Central Time, on April 24, 2017.

Adjustment of Principal

A bidder may designate as term bonds any consecutive maturities of Bonds currently shown as serial bonds. Any bidder electing to designate term bonds shall specify the current serial bonds by year of maturity which are to comprise a term bond. The final year designated shall be deemed the year of maturity of the term bond. Term bonds shall be subject to mandatory sinking fund redemption by lot in the amounts specified for the serial bonds, at a redemption price of 100% of the principal amount thereof.

The City reserves the right, in its sole discretion on the date of sale, to increase or decrease the principal amount of each maturity of Bonds or, in the case of term bonds, such amounts that are subject to mandatory sinking fund redemption. The aggregate principal amount of the Bonds shall not exceed \$10,690,000.

If any changes are made to the principal amount of any maturity of Bonds or, in the case of term bonds, any mandatory sinking fund redemption lot, the purchase price will be adjusted to result in the same dollar amount of profit per \$1,000 principal amount of bonds based on the Certification of Offering Prices (see "Offering Yields and Certification as to Offering Prices" in this Notice of Bond Sale).

The principal amounts and maturity dates shown on the first page of this Notice of Bond Sale shall be used for purposes of computing the TIC (as hereinafter defined) used for awarding the Bonds.

Conditions of Bids

Proposals will be received on Bonds bearing such rate or rates of interest as may be specified by the bidders, subject to the following conditions: The same rate shall apply to all Bonds of the same maturity. Each interest rate specified shall be a multiple of 1/8 or 1/100 of 1%. No interest rate shall exceed 4.5% per annum. No supplemental interest payments will be authorized. Bids must be for all of the Bonds at a purchase price of not less than 100.0% nor greater than 106.0% of the principal amount. Each bidder agrees that, if it is awarded the Bonds, it will provide the City a certificate regarding offering prices of the Bonds as described under the caption "Offering Yields and Certification as to Offering Prices" in this Notice of Bond Sale. Bidders are requested (but not required) to specify the total interest cost (expressed in dollars) and to supply an estimate of the true interest cost (expressed as a rate) for the Bonds to the City as specified herein on the basis of their respective bids, which shall be considered as informative only and not binding on either the bidder or the City.

Good Faith Deposit

A Good Faith Deposit ("Deposit") in the amount of \$213,800 is required. If a check is used, the bid shall be accompanied by a cashier's or certified check drawn on a bank located in the United States of America payable to the order of the City of Creve Coeur to secure the City from any loss resulting from the failure of the bidder to comply with the terms of its bid. In the alternative, a Deposit in the amount of \$213,800 shall be made by the bidder expected to be awarded the Bonds (the "Successful Bidder") by federal wire not later than 2:00 o'clock p.m. Central Time on April 24, 2017, according to wire transfer instructions provided by the City or its Municipal Advisor. In the event the Deposit is not received as provided above, the City may award the Bonds to the bidder submitting the next best bid provided such bidder agrees to such award. If a bid is accepted, the Deposit shall be held by the City until the Successful Bidder shall have complied with all of the terms and conditions of this Notice of Bond Sale, at which time the Deposit shall be deducted from the purchase price. If a bid is accepted but the City shall fail to deliver the Bonds to the Successful Bidder in accordance with the terms and conditions of this Notice of Bond Sale, said Deposit shall be returned to the Successful Bidder. If a bid is accepted but the Successful Bidder defaults in the performance of any of the terms

and conditions of this Notice of Bond Sale, the proceeds of Deposit shall be retained by the City as and for liquidated damages.

Award of the Bonds

If the Bonds are awarded, the award will be to the bidder whose bid will result in the lowest interest cost to the City determined in accordance with the true interest cost (“TIC”) method of calculation by doubling the semiannual interest rate (compounded semiannually) necessary to discount the debt service payments from the payment dates to the date of the Bonds to equal the price bid. In the event that two or more bidders offer bids at the same lowest TIC, the City shall determine by lot which bidder shall be awarded the Bonds. Interest will be computed on a 360-day year basis.

Delivery and Payment

The City will pay for printing the Bonds and will deliver the Bonds to DTC or the Paying Agent as DTC’s agent properly prepared, executed and registered, without cost to the Successful Bidder within 30 days after the date of sale at such security depository, bank or trust company as may be specified by the successful bidder. The Successful Bidder will also be furnished with a certified transcript of the proceedings evidencing the authorization and issuance of the Bonds and customary closing documents, including a certificate that there is no litigation pending or threatened at the time of delivery of the Bonds affecting their validity, and a certificate regarding the completeness and accuracy of the Official Statement. Payment for the Bonds shall be made in Federal Reserve funds, immediately available for use by the City.

CUSIP Numbers

CUSIP identification numbers will be assigned to the Bonds, but neither the failure to assign such number to any Bond nor any error with respect thereto shall constitute cause for failure or refusal by the successful bidder to accept delivery of and pay for the Bonds in accordance with the terms of this Notice of Bond Sale. All expenses in relation to the assignment of CUSIP numbers will be paid by the City.

Rating

S&P Global Ratings, a division of S&P Global, Inc. has assigned the Bonds a “AAA” rating. The rating is described in greater detail in the Preliminary Official Statement under the caption “RATING.”

Legal Opinion

The Bonds will be sold subject to the legal opinion of Gilmore & Bell, P.C., St. Louis, Missouri, Bond Counsel, whose approving legal opinion will be furnished and paid for by the City, and delivered to the Successful Bidder when the Bonds are delivered. Said opinion will also include the opinion that interest on the Bonds is exempt from income taxation by the State of Missouri and is excludable from gross income of the owners thereof for federal income tax purposes.

The opinion will also state that the Bonds have not been designated as “qualified tax-exempt obligations” within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended (the “Code”).

The opinion of Bond Counsel is described in greater detail in the Preliminary Official Statement under the caption “TAX MATTERS.”

Offering Yields and Certification as to Offering Prices

At or before 11:00 o'clock a.m. Central Time on April 24, 2017, the bidder, expected to be the Successful Bidder, must provide the initial offering yields and price for each Bond maturity to the City's Municipal Advisor at jhoward@wmfinancialstrategies.com and to the Director of Finance at thansen@crevecoeurmo.gov.

In addition, to provide the City with information necessary for compliance with Section 148 of the Code, the Successful Bidder will be required to complete, execute and deliver to Bond Counsel within 24 hours after the award of the Bonds, a certificate regarding the "issue price" of the Bonds (as defined in Section 148 of the Code), and stating that it made a bona fide public offering of the Bonds at the yields and prices provided to the City's Municipal Advisor as described above, and that the Successful Bidder reasonably expected to sell at least 10% of the Bonds of each maturity to the public at such offering yields and prices. The term "public" excludes bond houses, brokers or similar persons, or organization acting in the capacity of underwriters or wholesalers. However, such certificate may indicate that the Successful Bidder will not reoffer the Bonds for sale.

Official Statement

The City has prepared a Preliminary Official Statement dated April 3, 2017, copies of which may be obtained from the undersigned or from the Municipal Advisor. The Preliminary Official Statement has been deemed final by the City as of its date, except for the omission of the information permitted to be omitted under Rule 15c2-12 of the Securities and Exchange Commission. The City agrees to deliver to the Successful Bidder, within seven (7) business days after the award of the Bonds, the final Official Statement in Portable Document Format (PDF).

Continuing Disclosure Undertaking

The City will agree in the Continuing Disclosure Undertaking to provide or cause to be provided, in accordance with the requirements of Rule 15c2-12 promulgated by the Securities and Exchange Commission (the "Rule") and as described in greater detail in the Preliminary Official Statement under the caption "CONTINUING DISCLOSURE UNDERTAKING" to the Municipal Securities Rulemaking Board's Electronic Municipal Market Access System ("EMMA") (i) on or before January 1 of each year, commencing with January 1, 2018 (for the Fiscal Year ending June 30, 2017), audited financial statements for the preceding fiscal year and certain annual financial information and operating data, (ii) timely notice of the occurrence of certain events with respect to the Bonds, and (iii) timely notice of a failure by the City to provide the required annual financial information on or before the date specified in (i) above.

The Underwriter's obligation to purchase the Bonds shall be conditioned upon its receiving, at or prior to the delivery of the Bonds, the Continuing Disclosure Undertaking evidencing that the City has made the continuing disclosure undertaking set forth above for the benefit of the holders of the Bonds.

Additional Information

Additional information regarding the Bonds may be obtained from the undersigned at (314) 872-2519 or from the City's Municipal Advisor, Ms. Joy A. Howard, WM Financial Strategies, 11710 Administration Drive, Suite 7, St. Louis, Missouri 63146, (314) 423-2122.

This Notice of Sale is dated March 27, 2017.

CITY OF CREVE COEUR, MISSOURI

By /S/ Tracy E. Hansen

Director of Finance