

LOUISVILLE AND JEFFERSON COUNTY METROPOLITAN SEWER DISTRICT

EVENT NOTICE

(Base CUSIP 546589)

Pursuant to Sections (b)(5)(i)(C)(13) and (b)(5)(i)(C)(15) of Rule 15c2-12 of the Securities and Exchange Commission (the “Rule”), notice is hereby provided that on November 30, 2021, the Louisville and Jefferson County Metropolitan Sewer District (the “District”) acquired the wastewater system (the “System”) of the Bullitt County Sanitation District (“BCSD”) pursuant to (i) an Interlocal Cooperation Agreement for Wastewater Collection and Treatment Services, dated May 6, 2021, as amended by a First Amendment to Interlocal Agreement dated July 26, 2021, and a Second Amendment to Interlocal Cooperation Agreement dated September 27, 2021, by and among the District, BCSD, and the County of Bullitt, Kentucky (the “County”) and (ii) an Asset Purchase Agreement dated as of October 25, 2021, by and between the District, BCSD, and the County.

The District assumed certain obligations of BCSD in connection with the acquisition of the System, including without limitation three Assistance Agreements between BCSD and the Kentucky Infrastructure Authority having aggregate remaining principal and interest payments of approximately \$720,554.24.

In addition, the consideration paid by the District for the System included without limitation:

1. Payment of an additional amount which enabled BCSD to pay, terminate, and discharge its obligations under three Assistance Agreements between BCSD and the Kentucky Rural Water Finance Corporation having aggregate remaining principal and interest payments of approximately \$1,639,020.55 (collectively, the “KRWFC Obligations”). The District deposited the amount necessary to pay, terminate, and discharge the KRWFC Obligations with the trustee for the Kentucky Rural Water Finance Corporation program on November 30, 2021 on behalf of BCSD, but the District did not assume any obligation in connection with the payment.
2. Payment of an additional amount which enabled BCSD to pay, terminate, and discharge a loan between BCSD and PBI Bank, Inc. in an aggregate amount of approximately \$68,800 (the “PBI Bank Loan”). The District paid the amount necessary to pay, terminate, and discharge the PBI Bank Loan on November 30, 2021 on behalf of BCSD, but the District did not assume any obligation with respect to the loan in connection with the payment.
3. Payment of an additional amount of approximately \$2,000,000 for the purchase by MSD of the Hunters Hollow Wastewater System, resulting in the settlement and release of litigation in the United States Bankruptcy Court for the Western District of Kentucky as *Keats v. BCSD*, Adversary No. 17-03072-jal, and *In re: Bullitt Utilities, Inc., Debtor*, Case No. 15-34000-jal.

4. The assumption, performance, or discharge of BCSD's obligations under certain state permits and its obligations under the following agreed orders:
 - (i) The Agreed Order dated February 13, 2015, between BCSD and Commonwealth of Kentucky Energy and Environment Cabinet, Division of Enforcement, Case No. DOW 140177A, IN RE: BCSD Hillview Sewer Plant 3, Pioneer Village Sewer Plant 1, Willabrook Sanitation, Inc.;
 - (ii) The Agreed Order dated February 13, 2015, between BCSD and Commonwealth of Kentucky Energy and Environment Cabinet, Division of Enforcement, Case No. DOW 140177B, IN RE: Bullitt Hills Subdivision, Hillview Sewer System Plant 1, Hillview Sewer System Plant 2, Hillview WWTP;
 - (iii) The Agreed Order dated April 13, 2016, between BCSD, as receiver for Hunters Hollow WWTP, and Commonwealth of Kentucky Energy and Environment Cabinet, Division of Enforcement, Case No. DOW 160004, IN RE: Bullitt County Sanitation District, as receiver for Hunters Hollow WWTP; and
 - (iv) The Amended Agreed Order dated October 5, 2015, between BCSD and Commonwealth of Kentucky Energy and Environment Cabinet, Division of Enforcement, Case No. DOW 140177B, IN RE: Bullitt Hills Subdivision, Hillview Sewer System Plant 1, Hillview Sewer System Plant 2, Hillview WWTP.

This notice is provided solely for purposes of the various continuing disclosure undertakings previously executed by the District. This notice does not constitute a representation regarding any financial or operating data or other information concerning the District and does not constitute a representation that no other circumstances or events have occurred or that no other information exists concerning the District that may have a bearing on the financial condition of the District.

This notice does not constitute a recommendation to buy, sell, or hold any bonds or obligations for which the District is an "obligated person" under the Rule.

Questions may be addressed to Louisville and Jefferson County Metropolitan Sewer District, 700 West Liberty Street, Louisville, Kentucky 40203; Phone: (502) 540-6131; Attention: Brad Good, Chief Financial Officer.