

NOTICE OF SALE

CITY OF JERSEY CITY IN THE COUNTY OF HUDSON STATE OF NEW JERSEY

\$36,500,000

GENERAL OBLIGATION NOTES, SERIES 2025 (FEDERALLY TAXABLE)

Consisting of

\$14,000,000 Special Emergency Notes, Series 2025E (Federally Taxable)

and

\$22,500,000 Emergency Notes, Series 2025F (Federally Taxable)

**BOOK-ENTRY
NON-CALLABLE**

Proposals for the purchase of the above-captioned \$36,500,000 aggregate principal amount of General Obligation Notes, Series 2025 (Federally Taxable), consisting of (i) \$14,000,000 aggregate principal amount of Special Emergency Notes, Series 2025E (Federally Taxable) (the "Taxable SEN Notes") and (ii) \$22,500,000 aggregate principal amount of Emergency Notes, Series 2025F (Federally Taxable) (the "Taxable EN Notes" and together with the Taxable SEN Notes, the "Notes"), dated December 24, 2025 and maturing December 23, 2026, of the City of Jersey City, in the County of Hudson, State of New Jersey (the "City") will be received by the City on **THURSDAY, DECEMBER 11, 2025** until 11:00 a.m. No proposals will be received after 11:00 a.m. A determination as to the award will be made by the Chief Financial Officer or the Director of the Department of Finance of the City no later than 2:00 p.m. on that date. Proposals shall be submitted on the Official Form of Proposal for Notes attached hereto. Proposals will be received by either (a) electronic mail ("e-mail") to teismeier@nwfinancial.com or (b) electronically via PARITY at <https://newissue.muni.spglobal.com> in the manner described below. **The City will accept proposals via e-mail that contain the information in bold on the attached Official Form of Proposal for Notes, including the purchase price, interest rate per annum, information regarding entity and informational items at the bottom.**

The Taxable SEN Notes are being issued to: (i) temporarily finance the cost of contractually required severance liabilities resulting from the layoff or retirement of certain employees of the City pursuant to the provisions of the Local Budget Law of the State of New Jersey, N.J.S.A. 40A:4-1 et seq., as amended and supplemented (the "Local Budget Law"), specifically N.J.S.A. 40A:4-53(h) and N.J.S.A. 40A:4-55, and (ii) pay the costs associated with the issuance of the Taxable SEN Notes.

The Taxable EN Notes are being issued to: (i) fund the payment of health insurance liabilities owed to various City employees or retired City employees and/or tax appeal judgments and settlements with various City taxpayers pursuant to the provisions of the Local Budget Law, specifically N.J.S.A. 40A:4-46, and N.J.S.A. 40A:4-51, and (ii) pay the costs associated with the issuance of the Taxable EN Notes.

Procedures Regarding Electronic Bidding. Proposals may be submitted electronically via PARITY in accordance with this Notice of Sale until 11:00 a.m., prevailing New Jersey time, on Thursday, December 11, 2025, but no proposal will be received after the time for receiving proposals 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. The bidder further agrees that:

1. The City may regard the electronic transmission of the proposal through PARITY (including information about the purchase price of the Notes, the interest rate to be borne by the Notes and any other information included in such transmission) as though the same information was submitted on the Official Form of Proposal for Notes provided by the City and executed and submitted by a duly authorized representative of the bidder. If the proposal submitted electronically via PARITY is accepted by the City, the terms of the proposal for the Notes and this Notice of Sale, as well as the information that is electronically transmitted through PARITY, shall form a contract and the Successful Bidder(s) shall be bound by the terms of such contract.

2. PARITY is not an agent of the City, and the City 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 City or information provided by the bidder.

3. The City may, in its sole discretion and prior to the electronic receipt of proposals, choose to clarify any term hereof including, without limitation, its decision to discontinue use of electronic bidding via PARITY, by issuing a notification to such effect via Thomson News Service ("TM3") and/or PARITY prior to 11:00 a.m., prevailing New Jersey time, on December 11, 2025.

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

5. Each bidder shall be solely responsible for making necessary arrangements to access PARITY for purposes of submitting its proposal in a timely manner and in compliance with the requirements of this Notice of Sale. Neither the City nor PARITY shall have any duty or obligation to provide or assure access to any bidder, and neither the City 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 City is using PARITY as a communications mechanism, and not as the City's agent, to conduct the electronic bidding for the Notes. By using PARITY, each bidder agrees to hold the City harmless for any harm or damages caused by or to such bidder in connection with its use of PARITY for bidding on the Notes.

Each proposal must offer to purchase all of the Notes being offered at a price not less than par and must specify a single rate of interest offered for the Notes. Interest shall be calculated on the basis of twelve (12) thirty (30)-day months in a 360-day year. The Notes will be awarded to the entity on whose proposal the issuance thereof may be made at the lowest net interest cost. The Chief Financial Officer or the Director of the Department of Finance of the City reserves the right to waive irregularities in any proposal, reject all proposals or to award the Notes to an entity other than the entity submitting the lowest proposal. An entity, by submitting a proposal, agrees to accept the determination of the Chief Financial Officer or the Director of the Department of Finance of the City.

The Notes shall not be subject to redemption prior to maturity.

SPECIFICATIONS OF THE NOTES

Principal Amount:	\$36,500,000 aggregate principal amount of General Obligation Notes, Series 2025 (Federally Taxable), consisting of (i) \$14,000,000 Special Emergency Notes, Series 2025E (Federally Taxable) and (ii) \$22,500,000 Emergency Notes, Series 2025F (Federally Taxable)
Dated:	December 24, 2025
Maturity Date:	December 23, 2026
Interest Rate Per Annum:	Specified by the successful purchaser
Legal Opinion:	Wilentz, Goldman & Spitzer, P.A. ("Bond Counsel"), in substantially the form set forth in Appendix C to the Preliminary Official Statement (as defined herein)
Paying Agent:	City of Jersey City, in the County Hudson, State of New Jersey
Rating:	Moody's Ratings: "MIG 1"
Closing:	
a. Date:	December 24, 2025
b. Location:	Office of Wilentz, Goldman & Spitzer, P.A., Bond Counsel, located at 90 Woodbridge Center Drive, Woodbridge, New Jersey 07095
Denominations:	\$5,000 each or any integral multiple of \$1,000 in excess thereof
Payment:	Wire transfer of immediately available funds

Form of Notes:

Registered, Book-Entry or Direct Purchase, Not Reoffered, as specified by the successful purchaser

The Notes will be non-callable general obligations of the City payable ultimately from *ad valorem* taxes levied upon all the taxable property within the City, without limitation as to rate or amount, to the extent that payment is not otherwise provided.

Each bidder may, on the Official Form of Proposal for Notes attached hereto, designate the Notes as "Direct Purchase, Not Reoffered". If a bidder makes such designation and is awarded the Notes, such winning bidder shall certify at closing that (i) it has not reoffered the Notes to the public and does not expect to do so and (ii) it has purchased the Notes for its own account (or the account of a related party) and not with a view to resell or distribute the Notes. In the event the winning bidder designates the Notes as "Direct Purchase, Not Reoffered", then the issue price for the Notes shall be the purchase price offered by the winning bidder.

At the time of delivery of the Notes, the City will furnish to the purchaser customary closing documents, including (1) a certificate executed by the officials who execute the Notes stating that no litigation of any kind is now pending or, to their knowledge, threatened to restrain or enjoin the issuance or the delivery of the Notes or the levy or collection of taxes to pay the principal of or interest due on the Notes, or in any manner questioning the authority or the proceedings for the issuance of the Notes or the levy or the collection of taxes, or affecting the validity of the Notes or the levy or the collection of taxes, and (2) the approving legal opinion of Wilentz, Goldman & Spitzer, P.A., Bond Counsel to the City, in the form attached as Appendix C to the Preliminary Official Statement and the Official Statement (both as hereinafter defined) relating to the Notes.

The request for the assignment of CUSIP identification numbers shall be the responsibility of NW Financial Group, LLC, Bloomfield, New Jersey, the Municipal Advisor to the City (the "Municipal Advisor"), and the CUSIP Service Bureau charge therefor shall be the responsibility of, and shall be paid for by, the purchaser of the Notes. CUSIP numbers must be communicated to Bond Counsel within twenty-four (24) hours of the award of the Notes to have the CUSIP numbers printed on the Notes. Neither the failure to print such number on any Note nor any error with respect thereto shall constitute cause for a failure or refusal by the purchaser thereof to accept delivery of and make payment for the Notes in accordance with the terms of this Notice of Sale.

The City has authorized the distribution of an Official Statement (the "Official Statement"), "deemed final" for purposes of Rule 15c2-12 (the "Rule") promulgated by the Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended and supplemented, and distributed in preliminary form (the "Preliminary Official Statement") on the date hereof. The Preliminary Official Statement may be viewed electronically at www.munihub.com. Bidders may either (a) print out a copy of the Preliminary Official Statement on their own printer, or (b) at any time prior to 10:30 a.m. on December 11, 2025, elect to receive an electronic copy of the Preliminary Official Statement via electronic mail by calling the City's Bond Counsel, Everett M. Johnson, Esq., of Wilentz, Goldman & Spitzer, P.A., 90 Woodbridge Center Drive, Woodbridge, New Jersey 07095 at (732) 855-6149. All Bidders must review the Preliminary Official Statement and by submitting a proposal will certify that they did so prior to submitting their proposal. Final Official Statements will be delivered to the purchaser of the Notes within the earlier of seven (7) business days following the award of the Notes or to accompany the purchaser's confirmations that request payment for the Notes. The Official Statement will be dated as of the date of the award of the Notes. The Successful Bidder will be furnished upon request, without cost, with a reasonable number of copies of the Official Statement. Neither the City, Bond Counsel nor the Municipal Advisor is responsible to any Bidder for any defect or inaccuracy in the Preliminary Official Statement as it appears on www.munihub.com.

/s/ John Mercer
John Mercer
Chief Financial Officer
City of Jersey City
in the County of Hudson
State of New Jersey

Dated: December 4, 2025

OFFICIAL FORM OF PROPOSAL FOR NOTES

\$36,500,000
GENERAL OBLIGATION NOTES, SERIES 2025 (FEDERALLY TAXABLE)
Consisting of
\$14,000,000 Special Emergency Notes, Series 2025E (Federally Taxable)
and
\$22,500,000 Emergency Notes, Series 2025F (Federally Taxable)

CITY OF JERSEY CITY
IN THE COUNTY OF HUDSON, STATE OF NEW JERSEY

BID DATE: DECEMBER 11, 2025

DATED: DECEMBER 24, 2025

MATURING: DECEMBER 23, 2026

VIA E-MAIL AT TEISMEIER@NWFINANCIAL.COM

John Mercer, Chief Financial Officer
City of Jersey City
280 Grove Street
Jersey City, New Jersey 07302
Attn: Timothy Eismeier, Municipal Advisor

Dear Mr. Mercer:

Subject to the provisions of the Notice of Sale (the "Notice"), which is made a part hereof, we offer to purchase the \$36,500,000 aggregate principal amount of General Obligation Notes, Series 2025 (Federally Taxable) (the "Notes"), consisting of (1) \$14,000,000 aggregate principal amount of Special Emergency Notes, Series 2025E (Federally Taxable) and (ii) \$22,500,000 aggregate principal amount of Emergency Notes, Series 2025F (Federally Taxable), as specified above and described in such Notice, at a **purchase price of \$_____**, **provided that the Notes bear interest at the rate per annum of _____%.**

Name of Entity Making Proposal: _____
Address: _____
Authorized Signatory: _____
Name: _____
Title: _____
Phone Number: _____
E-Mail: _____

Please also supply the following additional information necessary to complete the Note closing documentation:

Gross Interest Payable on Notes: _____
Less: Premium on Notes (if any): _____
Net Interest Cost: _____
Net Interest Rate: _____
Reoffering Yield: _____
Reoffering Price: _____
Form (please check): ☐ DTC, Book-Entry
☐ Register in Name of Purchaser
☐ Direct Purchase, Not Reoffered