This OFFICIAL NOTICE OF SALE does not alone constitute an invitation for bids on the Bonds (as defined herein) but is merely notice of sale of the Bonds described herein. The invitation for bids is being made by means of this OFFICIAL NOTICE OF SALE, the PRELIMINARY OFFICIAL STATEMENT and the OFFICIAL BID FORM attached hereto. Information contained in this OFFICIAL NOTICE OF SALE is qualified in its entirety by the detailed information contained in the PRELIMINARY OFFICIAL STATEMENT.

OFFICIAL NOTICE OF SALE
HARRIS COUNTY MUNICIPAL UTILITY DISTRICT NO. 416
(A political subdivision of the State of Texas located within Harris County)

$6,610,000
UNLIMITED TAX BONDS
SERIES 2026

The Bonds are obligations solely of Harris County Municipal Utility District No. 416 (the "District") and are not obligations of the State of Texas, Harris County, the City of Houston, or any entity other than the District.

THE BONDS WILL BE DESIGNATED AS "QUALIFIED TAX-EXEMPT OBLIGATIONS" FOR FINANCIAL INSTITUTIONS (See "DELIVERY AND ACCOMPANYING DOCUMENTS—Qualified Tax-Exempt Obligations" HEREIN)

Bids Due: Thursday, November 12, 2026 at 9:30 A.M., Houston Time in Houston, Texas
Bid Award: Thursday, November 12, 2026 at 10:30 A.M., Houston Time in Houston, Texas

THE SALE

Bonds Offered for Sale by Competitive Bidding: The Board of Directors (the "Board") of the District is inviting competitive bids for the purchase of $6,610,000 Unlimited Tax Bonds, Series 2026 (the "Bonds").

(1) Deliver bids directly to the District as described below in "Bids Delivered to the District;"
(2) Submit bids electronically as described below in "Electronic Bidding Procedures;" or
(3) Submit bids by telephone as described below in "Bids by Telephone."

Bids Delivered to the District: Sealed bids, plainly marked "Bid for Bonds," should be addressed to "President and Board of Directors, Harris County Municipal Utility District No. 416," c/o Masterson Advisors LLC, 3 Greenway Plaza, Suite 1100, Houston, Texas 77046 prior to 9:30 A.M., Houston Time, on Thursday, November 12, 2026. All bids must be submitted in duplicate on the OFFICIAL BID FORM, without alteration or interlineation.

Electronic Bidding Procedures: Any prospective bidder that intends to submit an electronic bid must submit its electronic bid through the facilities of PARITY by 9:30 A.M., Houston Time, Thursday, November 12, 2026. Bidders must submit, prior to 9:00 A.M., Houston Time, Thursday, November 12, 2026, a signed OFFICIAL BID FORM to Spencer Day, Masterson Advisors LLC, 3 Greenway Plaza, Suite 1100, Houston, Texas 77046 (spencer.day@mastersonadvisors.com/713-814-0563). *A signed OFFICIAL BID FORM received after 9:30 A.M., Houston Time, may result in the electronic bid not being accepted by the Board.* Subscription to the i-Deal LLC's BIDCOMP Competitive Bidding System is required in order to submit an electronic bid. The District will neither confirm any subscription nor be responsible for the failure of any prospective bidder to subscribe.

An electronic bid made through the facilities of PARITY shall be deemed an irrevocable offer to purchase the Bonds on the terms provided in this OFFICIAL NOTICE OF SALE, and shall be binding upon the bidder as if made by a signed, sealed bid delivered to the District. The District shall not be responsible for any malfunction or mistake made by, or as a result of the use of the facilities of, PARITY, the use of such facilities being the sole risk of the prospective bidder.

If any provisions of this OFFICIAL NOTICE OF SALE shall conflict with information provided by PARITY as the approved provider of electronic bidding services, this OFFICIAL NOTICE OF SALE shall control. Further information about PARITY, including any fee charged, may be obtained from PARITY Customer Support, 40 West 23rd Street, 5th Floor, New York, New York 10010, telephone: 212-404-8102.

For purposes of both the written sealed bid process and the electronic bidding process, the time as maintained by PARITY shall constitute the official time. **For information purposes only, bidders are requested to state in their electronic bids the net interest cost to the District, as described under "CONDITIONS OF THE SALE—Basis of Award" herein. All electronic bids shall be deemed to incorporate the provisions of this OFFICIAL NOTICE OF SALE and the OFFICIAL BID FORM.**

Bids by Telephone: Bidders must submit two signed original OFFICIAL BID FORMS to Mr. Spencer Day, Masterson Advisors LLC, 3 Greenway Plaza, Suite 1100, Houston, Texas 77046 (spencer.day@mastersonadvisors.com/713-814-0563), *prior to 9:00 A.M., Houston Time, Thursday, November 12, 2026*. Bidders that have provided signed bid forms will be contacted by a representative of Masterson Advisors LLC between 9:00 A.M., Houston Time, and 9:20 A.M., Houston Time, on the date of the sale. Questions about this procedure should be addressed to Mr. Spencer Day at 713-814-0563.

Masterson Advisors LLC will not be responsible for the submission of any bids tendered by telephone before the deadline for filing but received by the Board after the filing deadline nor does Masterson Advisors LLC assume any responsibility or liability with respect to any irregularities or errors associated with the submission of bids if the above-described telephone options are exercised. ***The District will not accept bids submitted by facsimile.***

Place and Time of Bid Opening: The Board will open and publicly read bids for the purchase of the Bonds at the offices of Masterson Advisors LLC, 3 Greenway Plaza, Suite 1100, Houston, Texas 77046 at 9:30 A.M., Houston Time, Thursday, November 12, 2026. Any bid received after the scheduled time for bid opening will not be accepted by the Board and will be returned unopened.

Award of the Bonds: The District will take action to award the Bonds or reject all bids at a meeting scheduled to convene at 10:30 A.M., Houston Time on the date of the bid opening, at an official meeting place of the District, Smith, Murdaugh, Little & Bonham, L.L.P., 2727 Allen Parkway, Suite 1075, Houston, Texas 77019. Upon awarding the Bonds to the winning bidder (the "Underwriter"), the Board will adopt an order authorizing the issuance of the Bonds (the "Bond Order"). Sale of the Bonds will be made subject to the terms, conditions and provisions of the Bond Order, to which Bond Order reference is hereby made for all purposes, and subject to compliance with Texas Government Code § 2252.908 as more fully described below. The District reserves the right to reject any and all bids and to waive any irregularities, except the time of filing of the bonds.

Establishment of Issue Price: In the event that the District does not receive sufficient qualified bids to satisfy the competitive sale requirements of Treasury Regulation § 1.148-l(f)(3)(i), allowing the District to treat the reasonably expected initial offering price to the public as of the sale date as the issue price of the Bonds, the "hold-the-offering-price rule" shall apply, which will allow the District to treat the initial offering price to the public of each maturity as of the sale date as the issue price of that maturity (the "hold-the-offering-price rule"). So long as the hold-the-offering-price rule applies to any maturity of the Bonds, the Underwriter will neither offer nor sell that maturity 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 the following: (i) the date on which the Underwriter has sold at least 10 percent of that maturity of the Bonds to the public at a price that is no higher than the initial offering price to the public or (ii) the close of the fifth business day after the sale date. The Underwriter agrees to promptly report to the District's financial advisor when it has sold 10 percent of a maturity of the Bonds to the public at a price that is no higher than the initial offering price to the public if that occurs prior to the close of the fifth business day after the sale date. Alternative Certificates of Underwriter are attached for use (i) when the competitive sale requirements of Treasury Regulation § 1.148-1(f)(3)(i) are met and (ii) when such requirements are not met.

THE BONDS

Description of the Bonds: The Bonds will be dated December 1, 2026. Interest on the Bonds accrues from the Date of Delivery (as defined herein) and will be payable on September 1, 2027, and on each March 1 and September 1 thereafter until the earlier of maturity or redemption. The Bonds will be issued in fully registered form only, in denominations of $5,000 or any integral multiple of $5,000 for any one maturity, and principal and interest will be paid, initially by The Bank of New York Mellon Trust Company, N.A., Houston, Texas (the "Paying Agent/Registrar"). Principal of the Bonds will be payable to the registered owners (the "Registered Owners") at maturity or redemption upon presentation of the Bonds to the Paying Agent/Registrar. Interest on the Bonds will be payable by check or draft, dated as of the interest payment date, and mailed on the interest payment date by the Paying Agent/Registrar to the Registered Owners, as shown on the records of the Paying Agent/Registrar on the fifteenth (15th) day (whether or not a business day) of the month prior to each interest payment date. See the PRELIMINARY OFFICIAL STATEMENT (made a part hereof) for a more complete description of the Bonds. The Bonds will mature serially on March 1 in each of the years and principal amounts as follows:

YEAR DUE	PRINCIPAL AMOUNT	YEAR DUE	PRINCIPAL AMOUNT	YEAR DUE	PRINCIPAL AMOUNT
2028	$ 335,000	2035	$ 330,000	2042	$ 330,000
2029	335,000	2036	330,000	2043	330,000
2030	330,000	2037	330,000	2044	330,000
2031	330,000	2038	330,000	2045	330,000
2032	330,000	2039	330,000	2046	330,000
2033	330,000	2040	330,000	2047	330,000
2034	330,000	2041	330,000		

Serial Bonds and/or Term Bonds: Bidders may provide that all the Bonds be issued as serial bonds or may provide that any two or more consecutive annual principal amounts be combined into one or more term bonds.

Redemption Provisions: The Bonds maturing on and after March 1, 2033, are subject to redemption prior to maturity, at the option of the District, as a whole or in part, on March 1, 2032, or on any date thereafter at a price equal to the principal amount of the Bonds to be redeemed plus accrued interest thereon to the date fixed for redemption. If fewer than all of the Bonds are redeemed at any time, the particular maturities of Bonds to be redeemed shall be selected by the District. If less than all the Bonds of any maturity are redeemed at any time, the particular Bonds within a maturity to be redeemed shall be selected by the Paying Agent/Registrar by lot or other customary method of selection (or by DTC in accordance with its procedures while the Bonds are in book-entry-only form).

Mandatory Sinking Fund Redemption: If the successful bidder designates principal amounts to be combined into one or more term bonds, each such term bond shall be subject to mandatory sinking fund redemption commencing on March 1 of the first year which has been combined to form such term bond and continuing on March 1 in each year thereafter until the stated maturity date of that term bond. The amount redeemed in any year shall be equal to the principal amount for such year set forth above under the above caption "Description of the Bonds." The Bonds to be redeemed in any year by mandatory sinking fund redemption shall be redeemed at par by lot or other customary method. The principal amount of term bonds to be mandatorily redeemed is subject to reduction by the amount of any prior optional redemption.

Book-Entry-Only: The District intends to utilize the Book-Entry-Only system of the Depository Trust Company ("DTC"). See "BOOK–ENTRY–ONLY SYSTEM" in the PRELIMINARY OFFICIAL STATEMENT.

Successor Paying Agent/Registrar: Provision is made in the Bond Order for replacement of the Paying Agent/Registrar. If the Paying Agent/Registrar is replaced by the District, the new paying agent/registrar shall act in the same capacity as the previous Paying Agent/Registrar. Any Paying Agent/Registrar selected by the District shall be a corporation organized and doing business under the laws of the United States of America or any state thereof subject to supervision or examination by the federal or state banking authorities.

Source of Payment: The Bonds will constitute valid and binding obligations of the District, payable as to principal and interest from the proceeds of an annual ad valorem tax levied against taxable property located within the District, without legal limitation as to rate or amount, as further described in the PRELIMINARY OFFICIAL STATEMENT. The Bonds are obligations solely of the District and are not obligations of Harris County, the City of Houston, the State of Texas, or any entity other than the District.

CONDITIONS OF THE SALE

Types of Bids and Interest Rates: The Bonds will be sold in one block on an "all or none" basis at a price of not less than ninety-seven percent (97%) of the par value. Bidders are to name the rate or rates of interest to be borne by the Bonds, provided that each interest rate bid must be in a multiple of 1/8 of 1% or 1/20 of 1%. The net effective interest rate on the Bonds may not exceed 7.34%, which is two percentage points (2%) above the highest "20 Bond Index" as reported by the "Bond Buyer" during the thirty (30) day period prior to the date of this OFFICIAL NOTICE OF SALE. Subject to the conditions below, no limitation will be imposed upon bidders as to the number of interest rates which may be used, but each rate of interest specified for the Bonds maturing in the years 2036 (base year) through 2047 shall not be less than the rate of interest specified for any earlier maturity in the years 2036 through 2047 and the highest interest rate bid may not exceed the lowest interest rate bid by more than two and one-half percent (2.5%) in rate. No bid that generates a cash premium greater than $5,000 will be considered. All Bonds maturing within a single year must bear the same rate of interest. No bids for the Bonds involving supplemental interest rates will be considered. Each bidder shall state in its bid the total and net interest cost in dollars and the net effective interest rate determined thereby, which shall be considered informative only and not as a part of the bid.

Basis of Award: For the purpose of awarding the sale of the Bonds, the interest cost of each bid will be computed by determining, at the interest rate or rates specified therein, the total dollar value of all interest on the Bonds from the date thereof to their respective maturities and adding thereto the dollar amount of the discount bid, if any, or subtracting therefrom the dollar amount of the premium bid, if any. Subject to the District's right to reject any or all bids, the Bonds will be awarded to the bidder whose bid, under the above computation, produces the lowest net interest cost to the District.

Provision of Texas Ethics Commission Form 1295 ("TEC Form 1295") by Bidders: Pursuant to Texas Government Code § 2252.908 (the "Interested Party Disclosure Act" or the "Act"), the District may not award the Bonds to a bidder unless the bidder, and each syndicate member listed on the OFFICIAL BID FORM, have provided to the District (c/o Masterson Advisors LLC, 3 Greenway Plaza, Suite 1100, Houston, Texas 77046; Attn: Spencer Day, spencer.day@mastersonadvisors.com) a completed and signed TEC Form 1295 which has been assigned a certificate number by the Texas Ethics Commission (the "TEC"). Notwithstanding the foregoing, a bidder that is a publicly traded business entity, including a wholly owned subsidiary of the business entity, is exempted from the requirements of the Act. Pursuant to the rules prescribed by the TEC, the TEC Form 1295 must be completed online through the TEC's website, assigned a certificate number, printed, signed and provided to the District. The TEC Form 1295 may accompany the OFFICIAL BID FORM or may be submitted separately, but must be provided to the District prior to the time prescribed for the award of the Bonds. The TEC Form 1295 may be provided to the District via facsimile or electronically however, the original signed TEC Form 1295 complete with certificate number must be physically delivered to the District (c/o Smith, Murdaugh, Little & Bonham, L.L.P., 2727 Allen Parkway, Suite 1100, Houston, Texas 77019; Attn: Linda Tepera) within two business days of the award. Following the award of the Bonds, the District will notify the TEC of the receipt of each completed TEC Form 1295. The District reserves the right to reject any bid that does not comply with the requirements prescribed herein or to waive any such requirements. **For purposes of completing the TEC Form 1295, the entity's name is Harris County Municipal Utility District No. 416, the contract ID number is HCMUD416-S2026-B and the description of goods and services to be provided is "Underwriter."** Neither the District nor its consultants have the ability to verify the information included in a TEC Form 1295, and neither have an obligation nor undertake responsibility for advising any bidder with respect to the proper completion of the TEC Form 1295. Consequently, an entity intending to bid on the Bonds should consult its own advisors to the extent it deems necessary and be prepared to submit the completed form promptly upon notification from the District that its bid is the apparent winning bid.

Compliance with Laws Prohibiting Contracts with Companies Boycotting Israel and Certain Companies Engaged in Business with Iran, Sudan or Foreign Terrorist Organizations: Pursuant to Chapter 2271, Texas Government Code[a], the District may not award the Bonds to a bidder unless the bidder verifies that it does not boycott Israel and agrees it will not boycott Israel through the underwriting period of the Bonds as described in the Securities and Exchange Commission ("SEC") Rule 15c2- 12(f)(2). Similarly, pursuant to Chapter 2252, Texas Government Code, the District may not award the sale of the Bonds to a bidder unless the bidder certifies that it is not a company that contracts with or provides supplies or services to a foreign terrorist organization, as defined by Section 2252.151(2), Texas Government Code, and has not been identified as a company known to have contracts with or provide supplies or services to a foreign terrorist organization as identified on a list prepared and maintained under Section 806.051, 807.051, or 2252.153, Texas Government Code. By submitting a bid, the bidder makes and certifies to the representations necessary and convenient for the compliance with the aforementioned laws and, agrees to execute, at the request of District, further written certifications as may be necessary or convenient for District to establish compliance with the aforementioned laws.

Compliance with laws prohibiting contracts with certain companies: The District will not award the Bonds to a bidder unless the bidder verifies on behalf of itself and each syndicate member listed on the OFFICIAL BID FORM that, at the time of execution and delivery of this bid and through the end of the underwriting period as defined by United States Securities and Exchange Commission Rule 15c2-12, neither the bidder nor a syndicate member listed on the OFFICIAL BID FORM, nor any wholly owned subsidiary, majority-owned subsidiary, parent company or affiliate of the same, boycotts or will boycott Israel. For purposes of compliance with Chapter 2271 of the Texas Government Code, the term "company" has the meaning assigned by Texas Government Code Section 808.001(2). The terms "boycotts Israel" and "boycott Israel" as used in this paragraph have the meanings assigned to the term "boycott Israel" in Section 808.001 of the Texas Government Code, as amended.

Additionally, the District will not award the Bonds to a bidder unless the bidder certifies that, at the time of execution and delivery of this bid, neither the bidder nor a syndicate member listed on the OFFICIAL BID FORM, nor any wholly owned subsidiary, majority-owned subsidiary, parent company or affiliate of the same is identified on a list prepared and maintained by the Texas Comptroller of Public Accounts under Section 2252.153 or Section 2270.0201 of the Texas Government Code. The foregoing representation excludes each bidder and each of its parent company, wholly owned subsidiaries, majority-owned subsidiaries, and other affiliates, if any, that the United States government has affirmatively declared to be excluded from its federal sanctions regime related to Sudan, Iran, or any federal sanctions regime relating to a foreign terrorist organization. The term "foreign terrorist organization" as used in this paragraph has the meaning assigned to such term in Section 2252.151 of the Texas Government Code. For purposes of compliance with Chapter 2252, Texas Government Code, the term "company" has the meaning assigned by Texas Government Code Section 2270.0001(2), as amended.

Additionally, the District will not award the Bonds to a bidder unless the bidder verifies on behalf of itself and each syndicate member listed on the OFFICIAL BID FORM that at the time of execution and delivery of its bid and through the end of the underwriting period as defined by United States Securities and Exchange Commission Rule 15c2-12, neither the bidder nor a syndicate member listed on the OFFICIAL BID FORM is a Company[(1)] that has or will have a practice, policy, guidance, or directive that discriminates against a firearm entity or firearm trade association. The terms "discriminates against a firearm entity or firearm trade association," "firearm entity" and "firearm trade association" as used in this paragraph have the meanings assigned to the terms in Section 2274.001 of the Texas Government Code, as amended.

Additionally, the District will not award the Bonds to a bidder unless the bidder verifies on behalf of itself and each syndicate member listed on the OFFICIAL BID FORM that at the time of execution and delivery of its bid and through the end of the underwriting period as defined by United States Securities and Exchange Commission Rule 15c2-12, neither the bidder nor a syndicate member listed on the OFFICIAL BID FORM is a Company[(2)] that boycotts or will boycott energy companies. The term "boycotts energy companies" and "boycott energy companies" as used in this paragraph have the meanings assigned to the term "boycott energy company" in Section 809.001 of the Texas Government Code, as amended.

Liability for breach of any of the foregoing verifications during the term of the contract for purchase and sale of the Bonds created thereby shall survive until barred by the applicable statute of limitations and shall not be liquidated or otherwise limited by any provision of this OFFICIAL NOTICE OF SALE and OFFICIAL BID FORM, notwithstanding anything in this OFFICIAL NOTICE OF SALE or OFFICIAL BID FORM to the contrary.

(1) "Company" means a for-profit organization, association, corporation, partnership, joint venture, limited partnership, limited liability partnership, or limited liability company, including a wholly owned subsidiary, majority-owned subsidiary, parent company, or affiliate of those entities or associations that exists to make a profit. The term does not include a sole proprietorship.

(2) "Company" means a for-profit organization, association, corporation, partnership, joint venture, limited partnership, limited liability partnership, or limited liability company, including a wholly owned subsidiary, majority-owned subsidiary, parent company, or affiliate of those entities or business associations, that exists to make a profit. The term does not include a sole proprietorship.

Good Faith Deposit: Each bid must be accompanied by a bank cashier's check payable to the order of "Harris County Municipal Utility District No. 416" in the amount of $132,200, which represents two percent (2%) of the par value of the Bonds (the "Good Faith Deposit"). **Only bank's cashier's checks will be accepted**. The check will be considered as a Good Faith Deposit. No interest will be paid on the Good Faith Deposit. The checks for the Good Faith Deposit accompanying bids other than the winning bid will be returned immediately after the bids are opened and an award of the Bonds has been made. The check of the Underwriter will be retained uncashed by the District pending the Underwriter's compliance with the terms of the OFFICIAL BID FORM and this OFFICIAL NOTICE OF SALE. In the event the Underwriter should fail or refuse to accept delivery of and pay for the Bonds in accordance with such terms, with the exception of a failure to satisfy the standing letter requirements and covenants required by Chapters 2252, 2271, 2274 and 2276 of the Texas Government Code set forth in this OFFICIAL NOTICE OF SALE, then the Good Faith Deposit shall be cashed and the proceeds accepted by the District as full and complete liquidated damages against the Underwriter. The Good Faith Deposit may accompany the OFFICIAL BID FORM, or it may be submitted separately; if submitted separately, it shall be made available to the District prior to the opening of the bids and shall be accompanied by instructions from the bank on which it is drawn to authorize its use as a Good Faith Deposit by the bidder, who shall be named in such instructions. The Good Faith Deposit will be returned immediately after full payment has been made by the Underwriter to the District in federal or immediately available funds in the amount of the purchase price plus accrued interest thereon.

Standing Letter Requirement: In submitting a bid, bidder represents to the District that it and each syndicate member listed on the OFFICIAL BID FORM, if any, (i) has filed a standing letter with and addressed to the Attorney General of Texas that conforms to the requirements of the Office of the Attorney General of Texas ("OAG") described in the All Bond Counsel Letters of November 1, 2023, November 16, 2023 and December 29, 2023 and contains the verifications contained under "Compliance with laws prohibiting contracts with certain companies" in this OFFICIAL NOTICE OF SALE, and (ii) has no reason to believe that the District may not be entitled to rely on such standing letters through the Date of Delivery of the Bonds. In making the foregoing representations, bidder acknowledges that it is aware of the OAG's All Bond Counsel Letter, dated October 17, 2023, stating that it is in the process of "reviewing whether companies or affiliates that are members of the Net Zero Alliance are companies that boycott energy companies in violation of Senate Bill 13, now codified in part at Chapter 2276, Government Code." In addition, as required under the All Bond Counsel Letter of the OAG dated April 27, 2022, the winning bidder and each syndicate member listed on an OFFICIAL BID FORM shall immediately notify the District if its standing letter is under review by the Texas Comptroller of Public Accounts (the "Comptroller") pursuant to Section 809.051 of the Texas Government Code (a "bidder under review"). If such standing letter becomes subject to review as described above, at any time prior to the Date of Delivery of the Bonds upon request of the District or Bond Counsel, the bidder under review shall provide the District or Bond Counsel with written confirmation to the effect that (i) it and/or its affiliate intends to timely comply with the Comptroller's request for written verification pursuant to Chapter 809 of the Texas Government Code and (ii) the applicable standing letter remains in effect and may be relied upon by the District and the OAG. Additionally, upon request of the District or the OAG, the bidder and any syndicate member listed on the Bid Form shall provide additional written certification that the District may rely on the standing letter (the "Bringdown Verification"). The District and Bond Counsel may provide such written certifications to the OAG in connection with the issuance of the Bonds. To the extent the date of delivery of the Bonds occurs before the end of the Comptroller's review period pursuant to Section 809.051 of the Texas Government Code, and the bidder under review is unable to satisfy the OAG or Comptroller's verifications or certifications as described above, the District, pursuant to the All Bond Counsel Letter of the OAG dated April 27, 2022, reserves the right to find a replacement purchaser for the Bonds. The District shall be under no further liability and no other penalty as a result of such replacement as described above. Bidders are further advised that the award of the Bonds is conditioned upon compliance by the bidder, each syndicate member listed on the OFFICIAL BID FORM, and the provider of municipal bond insurance for the Bonds, if any and if required, with any rules and requirements of the OAG related to the filing of standing letters supporting the verifications and certifications herein, and that compliance with such rules and requirements has been confirmed by the District, either by its receipt of a copy of any required standing letters with the OFFICIAL BID FORM prior to the time prescribed for award of the Bonds or such other means as is reasonably determined by the District. A form of standing letter may be obtained through the websites of the OAG or the Municipal Advisory Council of Texas.

DELIVERY OF THE BONDS AND ACCOMPANYING DOCUMENTS

Delivery: The Bonds will be delivered as one Bond for each maturity, exchangeable as set forth below. Delivery will be at the principal payment office of the Paying Agent/Registrar in Houston, Texas. Payment for the Bonds must be made in immediately available funds for unconditional credit to the District, or as otherwise directed by the District. The Underwriter will be given three (3) business days notice of the time fixed for delivery of the Bonds. It is anticipated that initial delivery can be made on or about December 15, 2026 (the "Date of Delivery"), and it is understood and agreed that the Underwriter will accept delivery of and make payment for the Bonds by 10:00 A.M., Houston Time on the Date of Delivery, or thereafter on the date the Bonds are tendered for delivery, up to and including January 11, 2027. If for any reason the District is unable to make delivery on or before January 11, 2027, then the District shall immediately contact the Underwriter and offer to allow the Underwriter to extend its offer for an additional thirty (30) days. If the Underwriter does not elect to extend its offer within three (3) business days thereafter, then its Good Faith Deposit will be returned, and both the District and the Underwriter shall be relieved of any further obligation.

Delivery of Exchange Bonds: The Paying Agent/Registrar will, on the delivery date, exchange the Bonds to be delivered by the District for the Bonds registered in the name of Cede & Co., as nominee of DTC, consisting of one Bond per maturity, maturing as set out in the Notice of Sale and bearing interest in accordance with the terms of the Underwriter's bid.

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 a failure or refusal by the Underwriter to accept delivery of and pay for the Bonds in accordance with the terms of this OFFICIAL NOTICE OF SALE. CUSIP identification numbers will be made available to the Underwriter at the time the Bonds are awarded or as soon thereafter as practicable. The CUSIP Service Bureau charge for the assignment of the numbers shall be the responsibility of and shall be paid by the Underwriter.

Conditions to Delivery: The obligation to take up and pay for the Bonds is subject to the following conditions: the issuance of the approving opinion of the Attorney General of Texas, the Underwriter's receipt of the Initial Bond(s), the Underwriter's receipt of the legal opinion of Bond Counsel and the no-litigation certificate, all as described below, and no material adverse change in the financial condition of the District as described below under "No Material Adverse Change."

By submitting a bid in connection with the sale of the Bonds and as a condition of the award and delivery of the Bonds, the Underwriter makes the following verification: Pursuant to Section 2271.002, Texas Government Code, the Underwriter hereby represents that the Underwriter does not boycott Israel and will not boycott Israel through the underwriting period described in SEC Rule 15c2-12(f)(2). For purposes of this representation, "boycott Israel" means refusing to deal with, terminating business activities with, or otherwise taking any action that is intended to penalize, inflict economic harm on, or limit commercial relations specifically with Israel, or with a person or entity doing business in Israel or in an Israeli-controlled territory, but does not include an action made for ordinary business purposes.

The award and delivery of the Bonds is conditioned upon verification (in a form acceptable to the Attorney General of the State of Texas) that the Purchaser does not discriminate against firearm and ammunition industries as required by Chapter 2274, Texas Government Code, and will not have a practice, policy, guidance, or directive that discriminates against a firearm entity or firearm trade association. The terms "discriminates against a firearm entity or firearm trade association," "firearm entity," and "firearm trade association" as used in this paragraph have the meanings assigned to the terms in Section 2274.001 of the Texas Government Code, as amended.

The award and delivery of the Bonds is conditioned upon verification (in a form acceptable to the Attorney General of the State of Texas) that the Purchaser does not boycott energy companies as required by Chapter 2276, Texas Government Code, does not boycott and will not boycott energy companies. The term "boycott energy companies" as used in this paragraph have the meanings assigned to the term "boycott energy company" in Section 809.001 of the Texas Government Code, as amended.

The award and delivery of the Bonds is conditioned upon verification (in a form acceptable to the Attorney General of the State of Texas) that the Underwriter is not a company with which the District is prohibited from doing business under Section 2252.152 of the Texas Government Code, which relates to agreements with companies engaged in business with Iran, Sudan or a foreign terrorist organization.

Rule G-32 Requirements: It is the responsibility of the Underwriter to comply with the Municipal Securities Rule Making Board's Rule G-32 within the required time frame. The Underwriter must send two copies of the OFFICIAL STATEMENT along with two complete Form G-32's to the appropriate address.

Legal Opinions: The District will furnish to the Underwriter a transcript of certain certified proceedings incident to the issuance and authorization of the Bonds, including a certified copy of the approving legal opinion of the Attorney General of Texas, as recorded in the Bond Register of the Comptroller of Public Accounts of the State of Texas, to the effect that the Attorney General has examined a transcript of proceedings authorizing the issuance of the Bonds, and that based upon such examination, the Bonds are valid and binding obligations of the District payable from the proceeds of an annual ad valorem tax, levied without limit as to rate or amount upon all taxable property in the District. The District will also furnish the approving legal opinion of Smith, Murdaugh, Little & Bonham, L.L.P., Bond Counsel, Houston, Texas, to the effect that, based upon an examination of such transcript, the Bonds are valid and binding obligations of the District under the Constitution and laws of the State of Texas, except to the extent that enforcement of the rights and remedies of the holders of the Bonds may be limited by laws relating to bankruptcy, reorganization, or other similar laws of general application affecting the rights of creditors of political subdivisions such as the District. The legal opinion of Bond Counsel will further state that the Bonds are payable, both as to principal and interest, from the levy of ad valorem taxes without limitation as to rate or amount, against taxable property within the District, and that the interest on the Bonds is excludable from gross income for federal income tax purposes under statutes, regulations, published rulings and court decisions existing on the date of such opinion assuming compliance by the District with certain covenants relating to the use and investment of the proceeds of the Bonds. See "LEGAL MATTERS" and "TAX MATTERS" in the PRELIMINARY OFFICIAL STATEMENT. Such opinions express no opinion with respect to the sufficiency of the security for or marketability of the Bonds.

Qualified Tax-Exempt Obligations: The District will designate the Bonds as "qualified tax-exempt obligations" within the meaning of section 265(b) of the Code. In furtherance of that designation, the District will covenant to take such action which would assure or to refrain from such action which would adversely affect the treatment of the Bonds as "qualified tax-exempt obligations." Potential purchasers should be aware that if the issue price to the public (or, in the case of discount bonds, the amount payable at maturity) exceeds $10,000,000, then such obligations might fail to satisfy the $10,000,000 limitation and the obligations would not be "qualified tax-exempt obligations."

Certification Regarding Offering Price of Bonds: In order to provide the District with information to enable it to comply with certain conditions of the Code relating to the exclusion of interest on the Bonds from gross income for federal income tax purposes, the Underwriter will be required to complete, execute and deliver to the District (on or before the Date of Delivery of the Bonds) a certification regarding "issue price" substantially in the form accompanying this OFFICIAL NOTICE OF SALE. If the Underwriter will not reoffer the Bonds for sale or has not sold a substantial amount of the Bonds of any maturity by the Date of Delivery, such certificate may be modified in a manner acceptable to the District. Each bidder, by submitting its bid, agrees to complete, execute and deliver such a certificate by the date of delivery of the Bonds if its bid is accepted by the District. It will be the responsibility of the Underwriter to institute such syndicate reporting requirements, to make such investigation, or otherwise to ascertain the facts necessary to enable it to make such certification with reasonable certainty. Any questions concerning such certification should be directed to Bond Counsel.

No-Litigation Certificate: The District will furnish to the Underwriter a certificate, dated as of the date of delivery of the Bonds, to the effect that no litigation of any nature has been filed or is then pending or threatened, either in state or federal courts, contesting or attacking the Bonds; restraining or enjoining the issuance, execution or delivery of the Bonds; affecting the provisions made for the payment of or security for the Bonds; in any manner questioning the authority or proceedings for the issuance, execution, or delivery of the Bonds; or affecting the validity of the Bonds.

No Material Adverse Change: The obligation of the Underwriter to take up and pay for the Initial Bonds, and of the District to deliver the Initial Bonds, is subject to the condition that, up to the time of delivery of and receipt of payment for the Initial Bonds, there shall have been no material adverse change in the financial condition of the District subsequent to the date of sale from that set forth in the PRELIMINARY OFFICIAL STATEMENT, as it may have been finalized, supplemented or amended through the date of sale.

OFFICIAL STATEMENT

To assist the Underwriter in complying with Rule 15c2-12 of the SEC, the District and the Underwriter agree, by the submission and acceptance of the winning bid, as follows.

Final Official Statement: The District has approved and authorized distribution of the accompanying PRELIMINARY OFFICIAL STATEMENT for dissemination to potential purchasers of the Bonds, but does not intend to prepare any other document or version thereof for such purpose, except as described below. Accordingly, the District intends the PRELIMINARY OFFICIAL STATEMENT to be final as of its date, within the meaning of SEC Rule 15c2-12(b)(1), except for information relating to the offering prices, interest rates, final debt service schedule, selling compensation, identity of the Underwriter and other similar information, terms and provisions to be specified in the competitive bidding process. The Underwriter shall be responsible for promptly informing the District of the initial offering yields of the Bonds. Thereafter, the District will complete and authorize distribution of the OFFICIAL STATEMENT identifying the Underwriter and containing such omitted information. The District does not intend to amend or supplement the OFFICIAL STATEMENT otherwise, except to take into account certain subsequent events, if any, as described below. By delivering the final OFFICIAL STATEMENT or any amendment or supplement thereto in the requested quantity to the Underwriter on or after the sale date, the District intends the same to be final as of such date, within the meaning of SEC Rule 15c2-12(f)(3). Notwithstanding the foregoing, the only representations concerning the absence of material misstatements or omissions from the OFFICIAL STATEMENT which are being or which will be made by the District are those described and contained in the OFFICIAL STATEMENT under the caption "PREPARATION OF OFFICIAL STATEMENT—Certification of Official Statement."

Delivery of Official Statements: The District shall furnish to the Underwriter (and to each participating underwriter of the Bonds, within the meaning of SEC Rule 15c2-12(a), designated by the Underwriter) within seven (7) business days after the sale date, the aggregate number of OFFICIAL STATEMENTs specified in the winning bid, not to exceed 250 copies. The District also shall furnish to the Underwriter a like number of any supplements or amendments approved and authorized for distribution by the District for dissemination to potential purchasers of the Bonds, as well as such additional copies of the OFFICIAL STATEMENT or any such supplements or amendments as the Underwriter may reasonably request prior to the 90th day after the end of the underwriting period described in SEC Rule 15c2-12(f)(2). The District shall pay the expense of preparing the number of copies of the OFFICIAL STATEMENT specified in the winning bid and an equal number of any supplements or amendments issued on or before the Date of Delivery, but the Underwriter shall pay for all other copies of the OFFICIAL STATEMENT or any supplement or amendment thereto.

Continuing Disclosure of Information: The District will agree in the Bond Order to provide certain periodic information and notices of events and material events in accordance with Securities and Exchange Commission Rule 15c2-12, as described in the PRELIMINARY OFFICIAL STATEMENT under "CONTINUING DISCLOSURE OF INFORMATION." The Underwriters' obligation to accept and pay for the Bonds is conditioned upon delivery to the Underwriter or their agent of a certified copy of the Bond Order containing the agreement described under such heading.

Substantive Requirements for Official Statement: To the best knowledge and belief of the District, the PRELIMINARY OFFICIAL STATEMENT contains information, including financial information or operating data, concerning every entity, enterprise, fund, account, or person that is material to an evaluation of the offering of the Bonds.

GENERAL CONSIDERATIONS

Investment Considerations: The Bonds involve certain investment considerations. Prospective bidders are urged to examine carefully the entire PRELIMINARY OFFICIAL STATEMENT, made a part hereof, with respect to the investment security of the Bonds. Particular attention should be given to the information set forth therein under the caption "INVESTMENT CONSIDERATIONS."

Municipal Bond Insurance and Municipal Bond Rating: Application has been made to Moody's Investors Service ("Moody's"), for a municipal bond rating, and Moody's has assigned an underlying rating of "A3" to the Bonds. Applications have also been made to municipal bond insurance companies for the qualification of the Bonds for municipal bond insurance. If qualified, such insurance will be available at the option of the Underwriter and at the Underwriter's expense. The rating fees of Moody's will be paid by the District; any other rating fees associated with the insurance will be the responsibility of the Underwriter. A downgrade of the insurer by any rating agency subsequent to submitting a bid with municipal bond insurance and before the closing of the transaction is not a material adverse change nor is it a basis for the Underwriter to terminate its obligations to pay for the Bonds at closing. It should be noted that the state of the municipal bond insurance industry is under stress, which could result in downgrades of certain municipal bond insurers. Accordingly, investors should evaluate the underlying credit quality of the District.

Reservation of Rights: The District reserves the right to reject any and all bids and to waive any and all irregularities except time of filing.

Not an Offer to Sell: This OFFICIAL NOTICE OF SALE does not alone constitute an offer to sell the Bonds but is merely notice of sale of the Bonds. The invitation for bids on the Bonds is being made by means of this OFFICIAL NOTICE OF SALE, the PRELIMINARY OFFICIAL STATEMENT and the OFFICIAL BID FORM.

Registration and Qualification of Bonds for Sale: The offer and sale of the Bonds has not been registered or qualified under the Securities Act of 1933, as amended, in reliance upon the exemptions provided thereunder, and the Bonds have not been registered or qualified under the Securities Act of Texas in reliance upon various exemptions contained therein, nor have the Bonds been registered or qualified under the securities acts of any other jurisdiction. The District assumes no responsibility for registration or qualification of the Bonds under the securities laws of any jurisdiction in which the Bonds may be sold, assigned, pledged, hypothecated or otherwise transferred. This disclaimer of responsibility for registration or qualification for sale or other disposition of the Bonds shall not be construed as an interpretation of any kind with regard to the availability of any exemption from securities registration or qualification provisions. By submission of its bid, the Underwriter represents that the sale of the Bonds in states other than the State of Texas will be made pursuant to exemptions from registration or qualification, or where necessary, the Underwriter will register the Bonds in accordance with the securities laws of the state in which the Bonds are offered or sold. The District agrees to cooperate with the Underwriter, at the Underwriter's written request and expense, in registering or qualifying the Bonds or obtaining an exemption from registration or qualification (other than filing a consent to service of process in such state), in any state where such action is necessary.

Additional Copies of Documents: Additional copies of this OFFICIAL NOTICE OF SALE, the PRELIMINARY OFFICIAL STATEMENT and the OFFICIAL BID FORM may be obtained from the Financial Advisor, Masterson Advisors LLC, 3 Greenway Plaza, Suite 1100, Houston, Texas 77046.

Mr. Christopher C. Hughes
President, Board of Directors
Harris County Municipal Utility District No. 416
Harris County, Texas

OFFICIAL BID FORM

President and Board of Directors
Harris County Municipal Utility District No. 416
% Masterson Advisors LLC
3 Greenway Plaza, Suite 1100
Houston, Texas 77046

Board Members:

We have read in detail your OFFICIAL NOTICE OF SALE and accompanying PRELIMINARY OFFICIAL STATEMENT dated October 8, 2026, relating to the Harris County Municipal Utility District No. 416 (the "District") $6,610,000 Unlimited Tax Bonds, Series 2026 (the "Bonds"), as made a part hereof. We realize that the Bonds involve certain investment risks, and we have made inspections and investigations as we deem necessary relating to the District and to the investment quality of the Bonds.

For your legally issued Bonds, in the aggregate principal amount of $6,610,000, we will pay you a price of $_____, representing _____% of the principal amount. The Bonds mature March 1, in each of the years and in the principal amounts and interest rates shown below:

Maturity	Principal Amount		Interest Rate	Maturity	Principal Amount		Interest Rate
2028	$ 335,000		_____%	2038	$ 330,000	*	_____%
2029	335,000		_____%	2039	330,000	*	_____%
2030	330,000		_____%	2040	330,000	*	_____%
2031	330,000		_____%	2041	330,000	*	_____%
2032	330,000		_____%	2042	330,000	*	_____%
2033	330,000	*	_____%	2043	330,000	*	_____%
2034	330,000	*	_____%	2044	330,000	*	_____%
2035	330,000	*	_____%	2045	330,000	*	_____%
2036	330,000	*	_____%	2046	330,000	*	_____%
2037	330,000	*	_____%	2047	330,000	*	_____%

* Subject to optional redemption on March 1, 2032, and thereafter.

Of the principal maturities set forth in the table above, we have created term bonds as indicated in the following table (which may include multiple term bonds, one term bond or no term bond if none is indicated). For those years which have been combined into a term bond, the principal amount shown in the table above shall be the mandatory sinking fund redemption amounts in such years except that the amount shown in the year of the term bond maturity date shall mature in such year. The term bonds created are as follows:

Term Bond Maturity Date September 1	Year of First Mandatory Redemption	Principal Amount of Term Bond	Interest Rate
_____	_____	_____	_____ %
_____	_____	_____	_____ %
_____	_____	_____	_____ %
_____	_____	_____	_____ %
_____	_____	_____	_____ %

Our calculation (which is not a part of this bid) of the interest cost from the above is:

Gross Interest Cost from the Date of Delivery .....$_____
Plus Dollar Amount of Discount (or Less: Dollar Amount of Premium) .....$_____
NET INTEREST COST.....$_____
NET EFFECTIVE INTEREST RATE ..... _____%

The Initial Bond(s) shall be registered in the name of Cede & Co. as the nominee for the Depository Trust Company. We will advise The Bank of New York Mellon Trust Company, N.A., Houston, Texas, the Paying Agent/Registrar, on forms to be provided by the Paying Agent/Registrar, of our registration instructions at least five (5) business days prior to the date set for Initial Delivery. We will not ask the Paying Agent/Registrar to accept any registration instructions after the five (5) day period.

The Bonds [are] [are not] being insured by _____ at a premium of $_____, said premium to be paid by the Underwriter. The rating fees of Moody's Investors Service will be paid by the District; any other rating fees associated with the insurance will be the responsibility of the Underwriter.

A Cashier's Check payable to the order of the District in the amount of $132,200 has been made available to you prior to the opening of this bid, as a Good Faith Deposit for disposition in accordance with the OFFICIAL NOTICE OF SALE made a part hereof. With the exception of a failure to satisfy the standing letter requirements and covenants required by Chapters 2252, 2271, 2274 and 2276 of the Texas Government Code set forth in this OFFICIAL NOTICE OF SALE, should we fail or refuse to make payment for the Bonds in accordance with the terms and conditions set forth in the OFFICIAL NOTICE OF SALE, this check shall be cashed, and the proceeds retained as complete liquidated damages against us. Liability for breach of the standing letter requirements and the statutory representations and covenants required by Chapters 2252, 2271, 2274, and 2276 of the Texas Government Code during the term of the contract for purchase and sale of the Bonds created thereby shall survive until barred by the applicable statute of limitations and shall not be liquidated or otherwise limited by any provision of this OFFICIAL NOTICE OF SALE and OFFICIAL BID FORM, notwithstanding anything in this OFFICIAL NOTICE OF SALE or OFFICIAL BID FORM to the contrary.

The undersigned agrees to complete, execute, and deliver to the District, by the date of delivery of the Bonds, a certificate relating to the "issue price" of the Bonds in the form accompanying the OFFICIAL NOTICE OF SALE, with such changes thereto as may be acceptable to the District.

The District may not accept this bid until it has received from the bidder a completed and signed TEC Form 1295 and Certification of Filing pursuant to Texas Government Code § 2252.908 and the rules promulgated thereunder by the Texas Ethics Commission (unless exempt). The undersigned understands that failure to provide said form and Certification of Filling will result in a non-conforming bid and will prohibit the District from considering this bid for acceptance.

The undersigned verifies that, pursuant to Chapter 2271, Texas Government Code, it does not boycott Israel and agrees it will not boycott Israel through the underwriting period described in SEC Rule 15c2-12(f)(2)[(1)]. Additionally, pursuant to Chapter 2252, Texas Government Code, the undersigned certifies that at the time of execution and delivery of its bid, neither the bidder nor a syndicate member listed on the OFFICIAL BID FORM is a Company[(2)] that is identified on a list prepared and maintained by the Texas Comptroller of Public Accounts under section 2252.153 or section 2270.0201 of the Texas Government Code. The foregoing representation excludes each bidder and each of its parent company, wholly-owned subsidiaries, majority-owned subsidiaries, and other affiliates, if any, that the United States government has affirmatively declared to be excluded from its federal sanctions regime related to Sudan, Iran, or any federal sanctions regime relating to a foreign terrorist organization. The undersigned agrees to execute, at the request of District, further written certifications as may be necessary or convenient for District to establish compliance with these laws.

Additionally, by executing this OFFICIAL BID FORM, the bidder represents and verifies that at the time of execution and delivery of its bid and through the end of the underwriting period as defined by United States Securities and Exchange Commission Rule 15c2-12, neither the bidder nor a syndicate member listed on the OFFICIAL BID FORM is a Company[(2)] that has or will have a practice, policy, guidance, or directive that discriminates against a firearm entity or firearm trade association. The terms "discriminates against a firearm entity or firearm trade association," "firearm entity" and "firearm trade association" as used in this paragraph have the meanings assigned to the terms in Section 2274.001 of the Texas Government Code, as amended.

Additionally, by executing this OFFICIAL BID FORM, the bidder represents and verifies that at the time of execution and delivery of its bid and through the end of the underwriting period as defined by United States Securities and Exchange Commission Rule 15c2-12, neither the bidder nor a syndicate member listed on the OFFICIAL BID FORM is a Company[(3)] that boycotts or will boycott energy companies. The term "boycotts energy companies" and "boycott energy companies" as used in this paragraph have the meanings assigned to the term "boycott energy company" in Section 809.001 of the Texas Government Code, as amended.

By executing this Bid Form, Bidder acknowledges the award of the Bonds is conditioned upon compliance by the Bidder, each syndicate member listed on the OFFICIAL BID FORM, and the provider of municipal bond insurance for the Bonds, if any and if required, with any rules and requirements of the Office of the Attorney General of Texas related to the filing of standing letters supporting the verifications and certifications herein, and that compliance with such rules and requirements has been confirmed by the District, either by its receipt of a copy of any required standing letters with this Bid Form prior to the time prescribed for award of the Bonds or such other means as is reasonably determined by the District.

Liability for breach of the standing letter requirements and the statutory representations and covenants required by Chapters 2252, 2271, 2274, and 2276 of the Texas Government Code during the term of the contract for purchase and sale of the Bonds created thereby shall survive until barred by the applicable statute of limitations and shall not be liquidated or otherwise limited by any provision of this OFFICIAL NOTICE OF SALE and OFFICIAL BID FORM, notwithstanding anything in this OFFICIAL NOTICE OF SALE or OFFICIAL BID FORM to the contrary.

By executing this Bid Form, bidder represents to the District that it and each syndicate member listed on the OFFICIAL BID FORM, if any, (i) has filed a standing letter with the Attorney General of Texas and the Municipal Advisory Council of Texas that conforms to the requirements of the Office of the Attorney General of Texas (the "OAG") described in the All Bond Counsel Letters of November 1, 2023, November 16, 2023 and December 29, 2023, and (ii) has no reason to believe that the District may not be entitled to rely on such standing letters through the Date of Delivery of the Bonds.

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(1) For purposes of compliance with Chapter 2271 of the Texas Government Code, the term "Company" has the meaning assigned by Texas Government Code Section 808.001(2). The term does not include a sole proprietorship.

(2) "Company" means a for-profit organization, association, corporation, partnership, joint venture, limited partnership, limited liability partnership, or limited liability company, including a wholly owned subsidiary, majority-owned subsidiary, parent company, or affiliate of those entities or associations that exists to make a profit. The term does not include a sole proprietorship.

(3) "Company" means a for-profit organization, association, corporation, partnership, joint venture, limited partnership, limited liability partnership, or limited liability company, including a wholly owned subsidiary, majority-owned subsidiary, parent company, or affiliate of those entities or business associations, that exists to make a profit. The term does not include a sole proprietorship.

In making the foregoing representation, bidder acknowledges that it is aware of the OAG's All Bond Counsel Letter, dated October 17, 2023, stating that it is in the process of "reviewing whether companies or affiliates that are members of the Net Zero Alliance are companies that boycott energy companies in violation of Senate Bill 13, now codified in part at Chapter 2276, Government Code." In addition, as required under the All Bond Counsel Letter of the OAG dated April 27, 2022, the winning bidder and each syndicate member listed on an OFFICIAL BID FORM shall immediately notify the District if its standing letter is under review by the Texas Comptroller of Public Accounts (the "Comptroller") pursuant to Section 809.051 of the Texas Government Code (a "bidder under review"). If such standing letter becomes subject to review as described above, at any time prior to the date of delivery of the Bonds upon request of the District or Bond Counsel, the bidder under review shall provide the District or Bond Counsel with written confirmation to the effect that (i) it and/or its affiliate intends to timely comply with the Comptroller's request for written verification pursuant to Chapter 809 of the Texas Government Code and (ii) the applicable standing letter remains in effect and may be relied upon by the District and the OAG. Additionally, upon request of the District or the OAG, the bidder and any syndicate member listed on the Bid Form shall provide additional written certification that the District may rely on the standing letter (the "Bringdown Verification"). The District and Bond Counsel may provide such written certifications to the OAG in connection with the issuance of the Bonds. To the extent the date of delivery of the Bonds occurs before the end of the Comptroller's review period pursuant to Section 809.051 of the Texas Government Code, and the bidder under review is unable to satisfy the OAG or Comptroller's verifications or certifications as described above, the District, pursuant to the All Bond Counsel Letter of the OAG dated April 27, 2022, reserves the right to find a replacement purchaser for the Bonds. The District shall be under no further liability and no other penalty as a result of such replacement as described above. Bidders are further advised that the award of the Bonds is conditioned upon compliance by the bidder, each syndicate member listed on the OFFICIAL BID FORM, and the provider of municipal bond insurance for the Bonds, if any and if required, with any rules and requirements of the OAG related to the filing of standing letters supporting the verifications and certifications herein, and that compliance with such rules and requirements has been confirmed by the District, either by its receipt of a copy of any required standing letters with the OFFICIAL BID FORM prior to the time prescribed for award of the Bonds or such other means as is reasonably determined by the District. A form of standing letter may be obtained through the websites of the OAG or the Municipal Advisory Council of Texas.

The undersigned agrees to execute, at the request of the District, further written certifications in a form acceptable to the Attorney General of the State of Texas as may be necessary or convenient for the District to establish compliance with these laws.

The undersigned agrees to complete, execute, and deliver to the District, by the Date of Delivery of the Bonds, a certificate relating to the "issue price" of the Bonds in the form accompanying the OFFICIAL NOTICE OF SALE, with such changes thereto as may be acceptable to the District. The undersigned further agrees, if the District receives fewer than three bids for the Bonds, that it will neither offer nor sell the Bonds of any maturity to any person at a price that is higher than the initial offering price to the public for the Bonds of that maturity during the period starting on the Sale Date and ending on the earlier of (i) the close of the 5th business day after the Sale Date, or (ii) the date on which the winning bidder has sold at least 10% of the Bonds of that maturity to the public at a price no higher than the initial offering price to the public. Masterson Advisors LLC, will advise the winning bidder the number of bids received by the District on the Sale Date.

We further understand that the District assumes no responsibility or obligation for the distribution or delivery of any copies of the OFFICIAL STATEMENT or other information concerning the District and the Bonds to anyone other than to us.

We agree to accept delivery of the Bonds utilizing the Book-Entry-Only System through DTC and make payment for the Initial Bonds in immediately available funds in The Bank of New York Mellon Trust Company, N.A., Houston, Texas, not later than 10:00 A.M., Houston Time, on December 15, 2026 (the "Date of Delivery"), or thereafter on the date the Bonds are tendered for delivery, pursuant to the terms set forth in the OFFICIAL NOTICE OF SALE. It will be the obligation of the purchaser of the Bonds to complete and file the DTC Eligibility Questionnaire.

Respectfully submitted,

_____
By: _____
Telephone Number: _____

☐ Check this box to indicate that bidder is a publicly traded business entity (including a wholly owned subsidiary of the business entity) and is therefore exempt from the Interested Party Disclosure Act.

ACCEPTANCE CLAUSE

The above and foregoing bid is hereby in all things accepted by Harris County Municipal Utility District No. 416, this 12th day of November 2026.

ATTEST:

_____ _____
Secretary, Board of Directors President, Board of Directors

Due: March 1, Annually
Interest Accrual Date: December 15, 2026

BOND YEARS

Year	Principal	Bond Years	Cumulative Bond Years
2028	$ 335,000	405.722	405.722
2029	335,000	740.722	1,146.444
2030	330,000	1059.667	2,206.111
2031	330,000	1389.667	3,595.778
2032	330,000	1719.667	5,315.444
2033	330,000	2049.667	7,365.111
2034	330,000	2379.667	9,744.778
2035	330,000	2709.667	12,454.444
2036	330,000	3039.667	15,494.111
2037	330,000	3369.667	18,863.778
2038	330,000	3699.667	22,563.444
2039	330,000	4029.667	26,593.111
2040	330,000	4359.667	30,952.778
2041	330,000	4689.667	35,642.444
2042	330,000	5019.667	40,662.111
2043	330,000	5349.667	46,011.778
2044	330,000	5679.667	51,691.444
2045	330,000	6009.667	57,701.111
2046	330,000	6339.667	64,040.778
2047	330,000	6669.667	70,710.444
Total	$6,610,000		

Average Maturity..... 10.697 Years

ISSUE PRICE CERTIFICATE

The undersigned, as the underwriter or the manager of the syndicate of underwriters ("Purchaser"), with respect to the purchase at competitive sale of the Harris County Municipal Utility District No. 416 Unlimited Tax Bonds, Series 2026 issued by Harris County Municipal Utility District No. 416 ("Issuer") in the principal amount of $6,610,000 (the "Bonds"), hereby certifies and represents, based on its records and information, as follows:

If at least three (3) qualified bids are received from underwriters

(a) On the first day on which there was a binding contract in writing for the purchase of the Bonds by the Purchaser, the Purchaser's reasonably expected initial offering prices of each maturity of the Bonds with the same credit and payment terms (the "Expected Offering Prices") to a person (including an individual, trust, estate, partnership, association, company, or corporation) other than an Underwriter are as set forth in the pricing wire or equivalent communication for the Bonds, as attached to this Certificate as Schedule A. The Expected Offering Prices are the prices for the Bonds used by the Purchaser in formulating its bid to purchase the Bonds.

(b) The Purchaser had an equal opportunity to bid to purchase the Bonds and it was not given the opportunity to review other bids that was not equally given to all other bidders (i.e., no last look).

(c) The bid submitted by the Purchaser constituted a firm bid to purchase the Bonds.

If less than three (3) qualified bids are received from underwriters

(a) [Other than the Bonds maturing in _____ ("Hold-the-Price Maturities"),] The first price at which at least ten percent ("Substantial Amount") of the principal amount of each maturity of the Bonds having the same credit and payment terms ("Maturity") was sold to a person (including an individual, trust, estate, partnership, association, company, or corporation) other than an Underwriter ("Public") are the initial offering prices ("Initial Offering Prices"), as listed in the pricing wire or equivalent communication for the Bonds that is attached to this Certificate as Schedule A.

(Add (b) and (c) only if there are Hold-the-Price Maturities)

(b) On or before the first day on which there is a binding contract in writing for the sale of the Bonds ("Sale Date"), the Purchaser offered to the Public each [maturity of the Bonds having the same credit and payment terms ("Maturity")][Maturity of the Hold-the-Price Maturities] at the initial offering prices for such Maturity ("Initial Offering Prices"), as set forth in Schedule A hereto. [A copy of the pricing wire or equivalent communication for the Bonds is attached to this Certificate as Schedule A.]

(c) As set forth in the Notice of Sale, the Purchaser agreed in writing to neither offer nor sell any of the Hold-the-Price Maturities to any person at any higher price than the Initial Offering Price for such Maturity until the earlier of the close of the fifth business day after the Sale Date or the date on which the Purchaser sells a [at least ten percent ("Substantial Amount")][Substantial Amount] of a Maturity of the Bonds to the Public at no higher price than the Initial Offering Price for such Maturity.

(Add to all competitive sales, regardless of number of bids)

For purposes of this Issue Price Certificate, the term "Underwriter" means (1) (i) a 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 Bonds to the Public, or (ii) any person that agrees pursuant to a written contract directly or indirectly with a person described in clause (1)(i) of this paragraph (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) to participate in the initial sale of the Bonds to the Public, and (2) any person who has more than 50% common ownership, directly or indirectly, with a person described in clause (1) of this paragraph.

Please choose the appropriate statement:

( ) Purchaser will not purchase bond insurance for the Bonds.

( ) Purchaser will purchase bond insurance from _____ (the "Insurer") for a fee/premium of $_____ (the "Fee"). To the best of the undersigned's knowledge, information and belief, based upon the facts available at this time and current market conditions, the Fee is a reasonable amount payable solely for the transfer of credit risk for the payment of debt service on the Bonds and does not include any amount payable for a cost other than such guarantee, e.g., a credit rating or legal fees. [Purchaser represents that the present value of the Fee for each obligation constituting the Bonds to which such Fee is properly allocated and which are insured thereby is less than the present value of the interest reasonably expected to be saved as a result of the insurance on each obligation constituting the Bonds. In determining present value for this purpose, the yield of the Bonds (determined with regard to the payment of the guarantee fee) has been used as the discount rate.] The Fee has been paid to a person who is not exempt from federal income taxation and who is not a user or related to the user of any proceeds of the Bonds. No portion of the Fee is refundable upon redemption of any of the Bonds in an amount which would exceed the portion of such Fee that has not been earned.

The undersigned has calculated the total underwriting spread on the Bonds to be $ _____. As used herein, the term "total underwriting spread" means the cost for marketing and selling the Bonds, and includes (a) a total takedown of $ _____, (b) a total management fee of $ _____, (c) fees and expenses of underwriter's counsel in the estimated total amount of $ _____, and (d) other expenses in the total estimated amount of $ _____.

The undersigned understands that the foregoing information will be relied upon by the Issuer [and the Borrower] with respect to certain of the representations set forth in the Federal Tax Certificate and with respect to compliance with the federal income tax rules affecting the Bonds, and by Smith, Murdaugh, Little & Bonham, L.L.P. in connection with rendering its opinion that the interest on the Bonds 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 Bonds. Notwithstanding anything set forth herein, the Purchaser is not engaged in the practice of law and makes no representation as to the legal sufficiency of the factual matters set forth herein.

EXECUTED and DELIVERED this _____ day of _____, 2026.

_____
Name of Underwriter or Manager

By:_____

Title:_____

SCHEDULE A

PRICING WIRE OR EQUIVALENT COMMUNICATION
(*Attached*)