

**NOTICE OF TAXABLE TARGET BONDS PURCHASE PRICES
AND
FINAL ACCEPTANCE NOTICE**
regarding

**INVITATION TO TENDER BONDS FOR PURCHASE
dated February 13, 2024
as amended on February 26, 2024**

GUAM WATERWORKS AUTHORITY

Water and Wastewater System Revenue Bonds, Series 2016,

**Water and Wastewater System Revenue Refunding Bonds, Series 2017,
and**

Water and Wastewater System Revenue Refunding Bonds, Series 2020B (Federally Taxable)

The purpose of this Notice of Taxable Target Bonds Purchase Prices and Final Acceptance Notice, dated February 29, 2024, is to provide notice of the Purchase Yield, the Purchase Price and the final Principal Amounts for each CUSIP of the Taxable Target Bonds preliminarily accepted for purchase, and to provide notice of the final Principal Amounts for each CUSIP of the Tax-Exempt Target Bonds accepted for purchase pursuant to the terms of that certain Invitation to Tender Bonds for Purchase dated February 13, 2024, as amended on February 26, 2024 (as amended, the “Invitation”). All other terms relating to the Invitation remain unchanged. All terms used herein and not otherwise defined are used as defined in the Invitation.

Pursuant to the Invitation and the Preliminary Acceptance Notice, dated February 29, 2024 (the “**Preliminary Notice**”), the Guam Waterworks Authority (the “**Authority**”) invited Bondowners to tender their Target Bonds for cash, on the terms and conditions and as further described in the Invitation.

The Invitation expired at 5:00 p.m., New York City time, on February 28, 2024.

Pursuant to the terms and conditions set forth in the Invitation, the Purchase Yields were determined at 10 a.m., New York City time, on February 29, 2024.

The Purchase Yield, the Purchase Price and the Principal Amounts for each CUSIP of the Taxable Target Bonds that the Authority has determined to accept for purchase are set forth in Exhibit A attached hereto.

Pursuant to the terms and conditions set forth in the Invitation, the Principal Amounts for each CUSIP of the Tax-Exempt Target Bonds that the Authority has determined to accept for purchase are set forth in Exhibit A attached hereto.

As described in the Invitation, the purchase of any Target Bonds pursuant to the Invitation is contingent, among other things, on the issuance of the Guam Waterworks Authority Water and Wastewater System Revenue Refunding Bonds, Series 2024A (the “**2024A Bonds**”) and on the Authority determining in its reasonable discretion that it will receive sufficient economic benefit as a result of market conditions, expected or actual level of participation by holders of the Target Bonds, or any other factors not within the sole control of the Authority, all on terms and conditions that are in the Authority’s best interest, and is also subject to the other terms of the Invitation and certain other conditions as described herein and therein, including the rights of the Authority to terminate the Invitation pursuant to Section 13 of the Invitation

(collectively, the “**Financing Conditions**”). In addition, the Authority may elect to purchase less than all of the Target Bonds in order to maximize the economic benefits of the transaction.

The 2024A Bonds are expected to be issued on or about March 14, 2024, subject to the satisfaction of certain customary purchase and delivery conditions. However, no assurance can be provided that the 2024A Bonds will be issued. The Invitation, and the Preliminary Official Statement dated February 13, 2024, relating to the 2024A Bonds (the “**2024A Bonds POS**”), and the Preliminary Notice are available: (i) at the Municipal Securities Rulemaking Board through its Electronic Municipal Market Access website, currently located at <http://emma.msrb.org>, using the CUSIP numbers for the Target Bonds, and (ii) on the website of the Information Agent and Tender Agent at <http://www.globic.com/gwa>.

Any questions can be directed to:

The Dealer Manager for the Invitation:

RBC Capital Markets

Contact your RBC Capital Markets representative:

Brookfield Place

200 Vesey Street, 8th Floor

New York, NY 10281

Attn: Liability Management

Call: (212) 618-7843

Call toll-free: (877) 381-2099

liability.management@rbccm.com

The Information and Tender Agent for the Invitation:

GLOBIC ADVISORS

Attention: Robert Stevens

1-212-227-9622, rstevens@globic.com

Document Website: www.globic.com/gwa

Dated: February 29, 2024

EXHIBIT A

FINAL NOTICE

The table below on page A-1 sets forth the Taxable Target Bonds that the Authority has determined to accept for purchase.

The tables below on page A-2 set forth the Tax-Exempt Target Bonds that the Authority has determined to accept for purchase.

TAXABLE TARGET BONDS ACCEPTED FOR PURCHASE

**Guam Waterworks Authority
Water and Wastewater System Revenue Refunding Bonds, Series 2020B (Federally Taxable)**

Base CUSIP: 40065

CUSIP No.⁽¹⁾	Maturity Date (July 1)	Interest Rate	Benchmark Treasury Security	Fixed Spread (Basis Points)	Purchase Yield	Purchase Price as a Percentage of Par Amount	Principal Amount Tendered for Purchase	Principal Amount Purchased
FDG6	2030	2.750%	4.000% due January 31, 2029	+75	5.005%	87.943%	\$7,775,000	\$7,775,000
FDH4	2034	3.250	4.000% due February 15, 2034	+95	5.182	84.727	3,010,000	3,010,000
FDJ0	2043	3.700	4.750% due November 15, 2043	+55	5.068	84.858	29,455,000	29,455,000

⁽¹⁾ CUSIP® is a registered trademark of the American Bankers Association. CUSIP data herein are provided by CUSIP Global Services, managed by FactSet Research Systems Inc. on behalf of the American Bankers Association. CUSIP numbers have been assigned by an independent company and are included solely for the convenience of the holders of the Target Bonds. None of the Authority, the Dealer Manager, the Information and Tender Agent or their agents or counsel assume responsibility for the accuracy of such numbers.

TAX-EXEMPT TARGET BONDS ACCEPTED FOR PURCHASE

**Guam Waterworks Authority
Water and Wastewater System Revenue Bonds, Series 2016**

Base CUSIP: 40065

CUSIP No.⁽¹⁾	Maturity Date	Interest Rate	Purchase Price as a Percentage of Par Amount	Principal Amount Tendered for Purchase	Principal Amount Purchased
FCC6	July 1, 2028	5.000%	105.449%	—	—
FCD4	July 1, 2029	5.000	105.553	—	—
FCE2	July 1, 2030	5.000	105.564	—	—
FCF9	July 1, 2031	5.000	105.578	\$320,000	\$320,000
FCG7	July 1, 2036	5.000	104.849	10,930,000	10,930,000
FCH5	January 1, 2046	5.000	103.190	40,125,000	40,125,000

**Guam Waterworks Authority
Water and Wastewater System Revenue Refunding Bonds, Series 2017**

Base CUSIP: 40065

CUSIP No.⁽¹⁾	Maturity Date (July 1)	Interest Rate	Purchase Price as a Percentage of Par Amount	Principal Amount Tendered for Purchase	Principal Amount Purchased
FCV4	2029	5.000%	107.722%	\$3,015,000	—
FCW2	2030	5.000	107.708	3,020,000	\$3,020,000
FCX0	2031	5.000	107.718	3,200,000	3,200,000
FCY8	2032	5.000	107.662	3,370,000	3,370,000
FCZ5	2033	5.000	107.632	2,415,000	2,415,000
FDA9	2034	5.000	107.398	2,850,000	2,850,000
FDB7	2035	5.000	106.992	3,040,000	3,040,000
FDC5	2036	5.000	106.512	8,585,000	8,585,000
FDD3	2037	5.000	106.010	6,915,000	6,915,000
FDE1	2040	5.000	105.167	7,510,000	7,510,000

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