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Shelby Cnty Judge of Probate, AL  
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STATE OF ALABAMA )  
JEFFERSON COUNTY )

STATE OF ALABAMA )  
ST. CLAIR COUNTY )

STATE OF ALABAMA )  
BLOUNT COUNTY )

STATE OF ALABAMA )  
SHELBY COUNTY )

**NOTICE OF STATUTORY MORTGAGE LIEN**  
**(Senior Taxable Water Revenue Refunding Bonds, Series 2021)**

Notice is hereby given on and as of this 28th day July, 2021, as follows:

1. **THE WATER WORKS BOARD OF THE CITY OF BIRMINGHAM**, a public corporation organized and existing under the laws of the State of Alabama, including particularly Article 8 of Chapter 50 of Title 11 (Section 11-50-230, et. seq.) of the Code of Alabama (1975) (the "Board"), has previously issued its (a) Water Revenue Refunding Bonds, Series 2012-A (the "Series 2012-A Bonds"), (b) Water Revenue Refunding Bonds, Series 2013-A (the "Series 2013-A Bonds"), (c) Water Revenue Refunding Bonds, Series 2015-A (the "Series 2015-A Bonds"); (d) Water Revenue Bonds, Series 2015-B (the "Series 2015-B Bonds"), (e) Senior Water Revenue Refunding Bonds, Series 2016-A (the "Series 2016-A Bonds"); (d) Senior Water Revenue Bonds, Series 2018 (the "Series 2018 Bonds"), (f) Senior Taxable Water Revenue Refunding Bonds, Series 2019 (the "Series 2019 Bonds"), and (f) Senior Taxable Water Revenue Refunding Bonds, Series 2021 (the "Series 2021 Bonds"), pursuant to a Trust Indenture dated as of December 1, 1998 (the "Original Senior Indenture") between the Board (successor to the City of Birmingham, Alabama) and Truist Bank (formerly Branch Banking and Trust Company), as successor trustee (the "Senior Trustee"), as heretofore amended and supplemented, and as further amended and supplemented pursuant to a Sixteenth Supplemental Indenture dated as of July 1, 2021 (collectively with the Original Senior Indenture and all prior amendments and supplements to the Original Senior Indenture, the "Senior Indenture") between the Board and the Senior Trustee.

In addition, the Board has previously issued its (a) Subordinate Water Revenue Refunding Bonds, Series 2016-B (the "Series 2016-B Bonds"), and (b) Subordinate Taxable Water Revenue Refunding Bonds, Series 2016-C (the "Series 2016-C Bonds") pursuant to a Subordinate Trust Indenture dated as of May 1, 2007 (the "Original Subordinate Indenture") between the Board (successor to the City of Birmingham, Alabama) and Truist Bank (formerly Branch Banking and Trust Company), as successor trustee (the "Subordinate Trustee"), as heretofore amended and supplemented, and as further amended and supplemented pursuant to a Sixth Supplemental Indenture dated as of October 26, 2016 (collectively with the Original Subordinate Indenture and all prior amendments and supplements to the Original Subordinate Indenture, the "Subordinate Indenture") between the Board and the Subordinate Trustee.

2. The waterworks plant and distribution system of the Board (the "System") consists of facilities owned by the Board for the production, transmission, storage and sale of water located in Jefferson, Blount, St. Clair and Shelby Counties, including, without limitation, wells, water transmission and treatment facilities, pumping stations, water storage tanks, mains, laterals, services, meters, valves, hydrants, booster stations, and appurtenant easements, facilities, rights and buildings and the real property and interests therein held in the name of the Board.

3. The Series 2021 Bonds are issued in the aggregate principal amount of \$480,995,000. The Series 2021 Bonds will mature on January 1 in the years 2022 through 2039, both inclusive, and in 2043. All Series 2021 Bonds with the same maturity will bear interest at the same rate. The principal amount of Series 2021 Bonds maturing on each maturity date and the applicable rate of interest for the Series 2021 Bonds of each maturity are set forth in **Exhibit A** attached hereto and made a part hereof.

4. By virtue of the Senior Indenture and the laws of the State of Alabama, a statutory mortgage lien on the System, including any replacements or extensions thereof and improvements or additions thereto, has been created in favor of the registered owner or owners of the Series 2021 Bonds issued pursuant to the Indenture, and the System shall remain subject to such statutory mortgage lien until payment in full of the principal of and interest on all such Series 2021 Bonds, or until moneys sufficient for the payment of the principle thereof and interest thereon have been deposited in trust for the payment thereof.

5. The Board has reserved the right, pursuant to Article IX of the Original Senior Indenture, to issue Additional Parity Securities (as defined thereunder), and any such Additional Parity Securities issued in accordance with the provisions of the Senior Indenture shall be secured by the lien of the Senior Indenture. The Series 2021 Bonds are special, limited obligations of the Board payable solely out of the revenues derived by the Board from the operation of the System remaining after payment of the costs of maintaining and operating the System, as more particularly specified in the Original Senior Indenture. Additional Parity Securities issued under the Senior Indenture will be secured on a parity of lien and pledge with all Parity Securities (as defined in the Indenture), including, without limitation, the Series 2012-A Bonds, the Series 2013-A Bonds, the Series 2016-A Bonds, the Series 2018 Bonds, the Series 2019 Bonds and the Series 2021 Bonds at any time issued thereunder.

[signature page follows]



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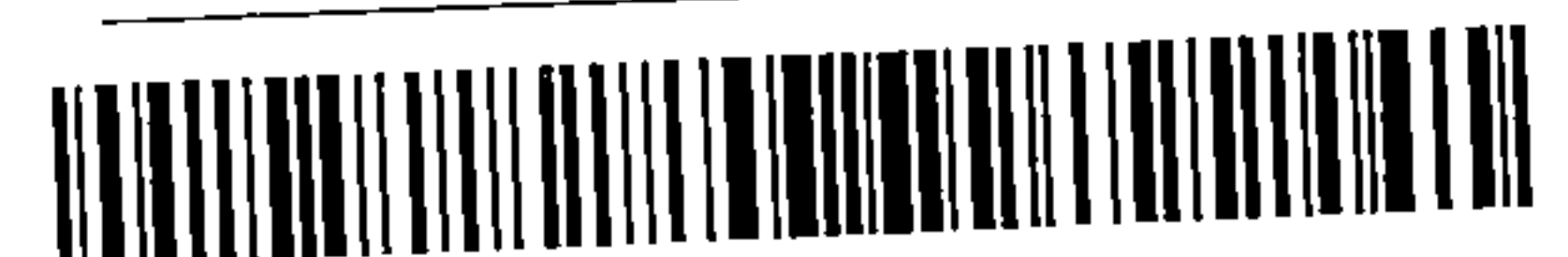
IN WITNESS WHEREOF, the Board has caused this instrument to be executed in its name and on its behalf by the Chairman/President and attested by its Secretary, and its corporate seal to be hereunto affixed on and as of the date and year first above written.

**THE WATER WORKS BOARD OF THE  
CITY OF BIRMINGHAM**

By: Ronald G. Munn  
Its Chairman/President

[S E A L]

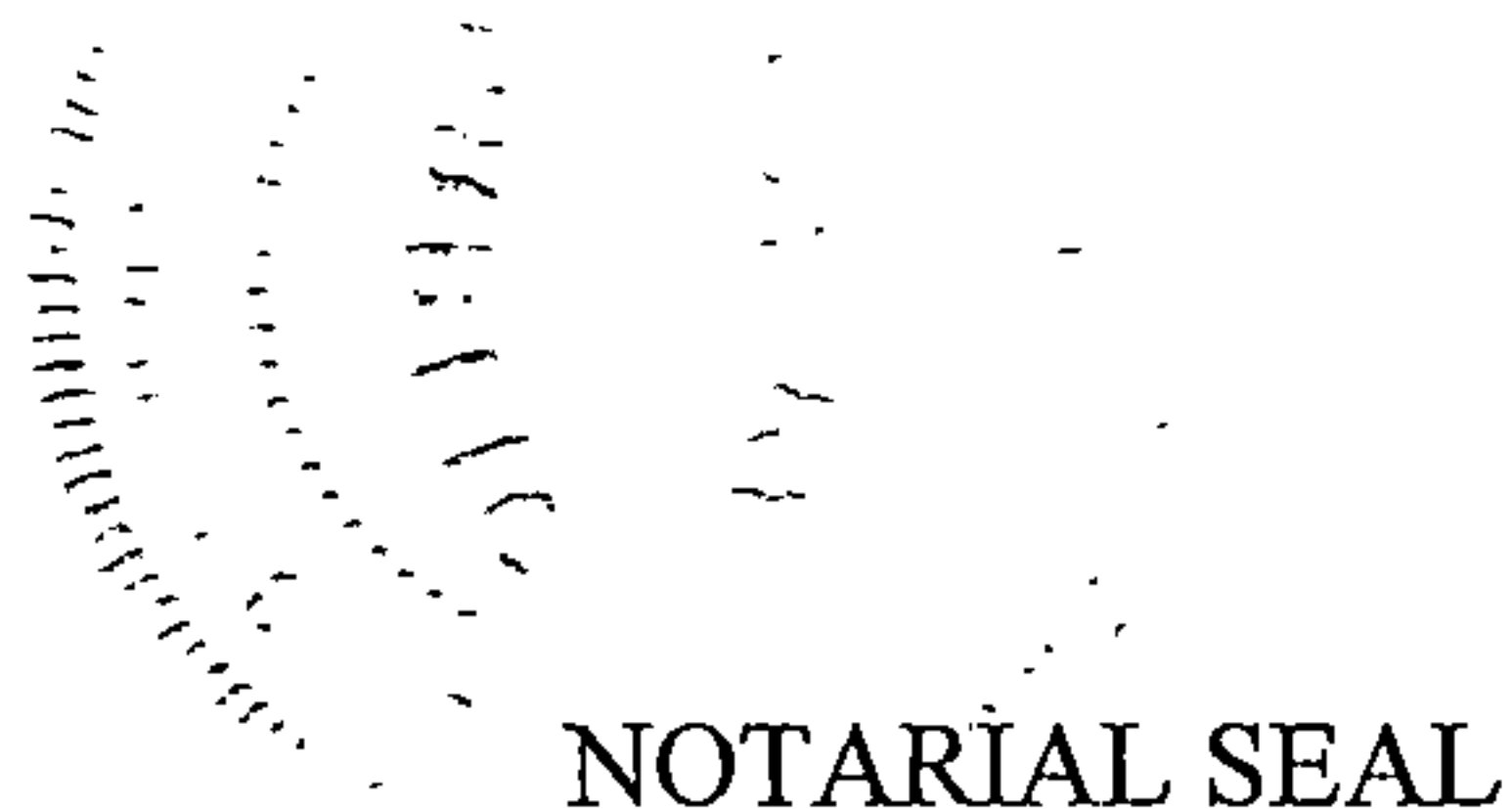
Attest:  
Miller B. Bynum  
Its Secretary

  
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STATE OF ALABAMA       )  
JEFFERSON COUNTY       )

The undersigned notary public certifies that Ronald A. Mims, whose name as Chairman/President of The Water Works Board of the City of Birmingham, a public corporation, is signed to the foregoing notice, and who is known to me to be such officer, acknowledged before me on this date that, being informed of the contents of such notice, he, in his capacity as such officer and with full authority, executed the same voluntarily on the day the same bears date as and for the act of the said pubic corporation.

GIVEN under my hand and official seal this 27th day of July, 2021.




Anitra Chestnut Hendrix  
Notary Public

NOTARIAL SEAL

My commission expires: MARCH 24, 2024

This instrument prepared by:

Yvonne Green Davis, Esquire  
Yvonne Green Davis, P.C.  
420 20<sup>th</sup> Street North  
Wells Fargo Tower, Suite 2200  
Birmingham, Alabama 35203-2618  
(205) 379-1102

  
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**Exhibit A**

**(Senior Taxable Water Revenue Refunding Bonds, Series 2021)**

Principal Year of Maturity	Applicable Amount Maturing	Interest Rate
2022	\$11,210,000	0.207%
2023	14,620,000	0.307
2024	14,695,000	0.570
2025	14,795,000	0.848
2026	10,820,000	1.098
2027	8,575,000	1.316
2028	8,690,000	1.466
2029	8,825,000	1.613
2030	18,665,000	1.713
2031	23,715,000	1.813
2032	33,225,000	2.013
2033	33,930,000	2.163
2034	34,670,000	2.288
2035	35,495,000	2.388
2036	24,995,000	2.513
2037	25,650,000	2.610
2038	31,285,000	2.710
2039	23,025,000	2.760
2043	104,110,000	2.860



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