

NOTICE OF BONDS

June 6, 2023

NOTICE TO REMAIN IN PLACE UNTIL JULY 6, 2023

NOTICE IS HEREBY GIVEN that the Board of Directors of Intermountain Power Agency, a Utah interlocal entity (“IPA”), has approved the issuance of the bonds described below. This Notice of Bonds (this “Notice”) is published by IPA pursuant to Utah Code Section 11-13-219.

On June 5, 2023, the IPA Board of Directors adopted that certain Sixty-Second Supplemental Power Supply Revenue Bond Resolution (the “Supplemental Resolution”) authorizing, among other things, the issuance (the “Issue”) of the following bonds (collectively, the “2023 Series A and B Bonds”): Power Supply Revenue Bonds, 2023 Series A (Tax-Exempt) and Power Supply Revenue Bonds, 2023 Series B (Federally Taxable). The Supplemental Resolution is supplemental to that certain Power Supply Revenue Bond Resolution adopted by IPA on September 28, 1978, as heretofore supplemented, amended and restated (the “Bond Resolution”). IPA anticipates selling the 2023 Series A and B Bonds pursuant to a Purchase Contract proposed to be entered into by IPA with the underwriters identified in such Purchase Contract.

Issuer; Purpose of Issue

The issuer will be IPA. IPA owns the Intermountain Power Project, including the coal-fueled electric power generation facilities near Delta, Utah (the “Project”). The purposes of the Issue are to (i) finance a portion of the costs of replacing the existing coal-fueled generation facilities with two combined-cycle natural gas-fired power blocks with an approximate combined net generation capability of 840 MW, where “net generation capability” means gross power generation less auxiliary load for generation and transmission support, (ii) provide moneys sufficient to pay capitalized interest on the 2023 Series A and B Bonds through July 1, 2025, (iii) provide moneys for deposit to a debt service reserve account established under the Bond Resolution to provide security for the 2023 Series A and B Bonds, among others, and (iv) pay the costs of issuance of the 2023 Series A and B Bonds.

Parameters of the 2023 Series A and B Bonds

The 2023 Series A and B Bonds will be issued as revenue bonds in two series, each of which may contain, one or more term bonds, in the aggregate principal amount of not more than \$900,000,000, to mature in not more than 22 years from their date or dates of delivery, to bear interest at a rate or rates not to exceed 7.000% per annum and to be sold at a discount from par of no more than 3.000% of the principal amount of the 2023 Series A and B Bonds issued.

General Description of Security Pledged

Pursuant to the Bond Resolution, the 2023 Series A and B Bonds will be direct and special obligations of IPA payable solely from and secured solely by (i) the proceeds of the sale of bonds issued by IPA, (ii) IPA’s revenues from ownership and operation of the Project, and (iii) all funds and accounts established by the Bond Resolution (other than specified funds and accounts), including the investments and investment income of such funds and accounts as provided in the Bond Resolution. Neither the full faith and credit nor the taxing power of the State of Utah (the “State”) or any political subdivision or agency of the State will be pledged to the payment of the principal of, premium, if any, or interest on the 2023 Series A and B Bonds.

Total Par Amount of Outstanding Bonds

As of the date of this Notice, the bonds issued by IPA currently outstanding that are secured by a pledge of the security described above on a parity with the 2023 Series A and B Bonds consist of the following (being the “Senior Bonds”): (i) the Power Supply Revenue Bonds, 2022 Series A (Tax-Exempt) in the aggregate principal amount of \$732,755,000, and (ii) the Power Supply Revenue Bonds, 2022 Series B (Federally Taxable) in the aggregate principal amount of \$64,850,000. As of the date of this Notice, the indebtedness of IPA currently outstanding that is secured by a pledge subordinate to the 2023 Series A and B Bonds consists of the following (the “Subordinated Indebtedness”): (i) the Subordinated Power Supply Revenue Bonds, 2019 Drawdown Series which may be outstanding, at any one time, in an aggregate principal amount not exceeding \$200,000,000 and of which the amount currently outstanding is \$150,000,000, and (ii) promissory notes issued by IPA pursuant to a Prepayment Agreement dated May 17, 1999 between IPA and in the aggregate principal amount of \$6,328,702.80 (which notes are scheduled to be paid in full on July 1, 2023). Other than the Senior Bonds, IPA has no other bonds or obligations secured by a pledge of the revenues pledged to secure the 2023 Series A and B Bonds.

More Detailed Information Relating to Outstanding Bonds

More detailed information regarding IPA’s outstanding bonds may be found in (i) IPA’s Official Statement dated April 28, 2022 relating to the Senior Bonds (at <https://www.ipautah.com/wp-content/uploads/2022/05/UTIntermountain01b-FIN.pdf>), and (ii) IPA’s Annual Disclosure Report for the 2021-2022 Fiscal Year dated as of March 31, 2023, including the Consolidated Financial Statements of IPA for the Years Ended June 30, 2022 and 2021 and Independent Auditors’ Report (at <https://www.ipautah.com/financial-information/annual-reports-disclosure/>).

Estimated Total Cost of Issue

The estimated cost to IPA for the 2023 Series A and B Bonds, if such bonds are held to maturity, based on interest rates in effect as of the date of this Notice is equal to \$1,515,391,223.

Examination of Supplemental Resolution and Bond Resolution

A copy of the Supplemental Resolution and the Bond Resolution may be examined at the offices of IPA at 10653 S. River Front Parkway, Suite 120, South Jordan, UT 84095, Monday through Friday, from 8:00 a.m. to 5:00 p.m., for a period of 30 days from the date of this Notice set forth above. Reference is made to the Supplemental Resolution and the Bond Resolution for a complete description of the terms and conditions of such documents.