

CITY OF ATLANTA
NOTICE OF POTENTIAL BOND ISSUANCE

September 11, 2020

This Voluntary Notice is being filed by the City of Atlanta (the "City") relating to various series of bonds identified on APPENDIX A attached hereto (collectively, the "Listed Bonds").

The City is proposing to issue one or more series of approximately \$394,915,000* in combined aggregate principal amount of its Airport General Revenue Refunding Bonds (AMT and Non-AMT) (collectively, the "Series 2020 Refunding Bonds").

If and when issued, the Series 2020 Refunding Bonds will be issued under and pursuant to the Restated and Amended Master Bond Ordinance adopted by the City Council of the City on March 20, 2000, as previously amended and supplemented (the "Master Bond Ordinance"), particularly as supplemented by that certain Twenty-Seventh Supplemental Bond Ordinance adopted by the City Council on August 17, 2020 and signed by the Mayor on August 18, 2020, as supplemented by that certain Series 2020 Supplemental Bond Resolution expected to be adopted by the City Council on or about September 30, 2020* (together, the "Twenty-Seventh Supplemental Bond Ordinance"). The Master Bond Ordinance and the Twenty-Seventh Supplemental Bond Ordinance are hereinafter referred to as the "Bond Ordinance." Unless otherwise defined herein, capitalized terms used in this Voluntary Notice shall have the meanings set forth in the Bond Ordinance.

If and when issued, the Series 2020 Refunding Bonds will provide funds to, among other things: (a) refund and redeem all or a portion of the City's outstanding Airport General Revenue Refunding Bonds, Series 2010C and Airport General Revenue Refunding Bonds, Series 2011B (collectively, the "Refunded Bonds"); and (b) pay certain costs of issuance with respect to the Series 2020 Refunding Bonds.

The Series 2020 Refunding Bonds are currently expected to price during the week of September 28, 2020* through a syndicate led by J.P. Morgan Securities LLC and Siebert Williams Shank & Co., L.L.C., and as co-managers, PNC Capital Markets LLC, Rice Financial Products Company, Jefferies, and Security Capital Brokerage, Inc. The City reserves the right to: (a) change the timing and size of the sale and the structure of the potential transaction; (b) not issue any or certain of the Series 2020 Refunding Bonds; and/or (c) select the particular Refunded Bonds to be refunded through the issuance of the Series 2020 Refunding Bonds at or about the time of pricing of the Series 2020 Refunding Bonds and no assurance can be given as to which Refunded Bonds will be finally selected for refunding or the principal amount to be refunded of such Refunded

* Preliminary; subject to change.

Bonds, all of which will be based upon, among other things, market conditions existing at such time.

The Series 2020 Refunding Bonds will be limited obligations of the City payable from and secured by a pledge of and senior lien on Pledged Revenues on a parity with the Outstanding Senior Lien General Revenue Bonds and any other Additional Bonds issued on a parity with such Outstanding Senior Lien General Revenue Bonds under the Bond Ordinance. **The Series 2020 Refunding Bonds will not be secured by PFC Revenues, Special Purpose Revenues or Released Revenues, any of which may be pledged to secure other bonds and obligations under the Bond Ordinance.**

The City is providing this Voluntary Notice for informational purposes only, and holders of the Listed Bonds and/or other interested parties should not rely on such information as their sole source of information about matters related to the Listed Bonds. The City makes no recommendations and gives no investment advice herein or as to the Listed Bonds.

This Voluntary Notice does not constitute an offer to sell or the solicitation of an offer to buy any Series 2020 Refunding Bonds nor will there be any sale of Series 2020 Refunding Bonds by any person in any jurisdiction in which it is unlawful for such person to make an offer, solicitation, or sale. Any such offer or solicitation will only be made pursuant to an official statement that prospective investors should review in its entirety before making any investment decision. No investment decision should be made in reliance upon the information contained in this Voluntary Notice.

The information in this Voluntary Notice has been compiled from sources believed to be reliable, certain of which has not been independently verified. No representation or warranty, express or implied, is provided in relation to the fairness, accuracy, correctness, completeness or reliability of the information, opinions or conclusions expressed herein. Furthermore, the publication of this Voluntary Notice does not constitute or imply any representation: (a) that the information in this Voluntary Notice is material to investors, (b) regarding any other financial, operating or other information about the City, the City's Department of Aviation (the "Department"), the Airport, or the City's outstanding debt or (c) that no other circumstances or events have occurred or that no other information exists concerning the City, the Department, the Airport, the Series 2020 Refunding Bonds, the proposed structure of the financing, or the City's outstanding debt which may have a bearing on the operating and financial condition of the City and the Department, the security for the Series 2020 Refunding Bonds, the City's outstanding debt, or an investor's decision to buy, sell or hold the Series 2020 Refunding Bonds or any other outstanding debt of the City. In addition, information provided by the City in previous filings on EMMA (collectively, the "Filings") was provided as of the respective dates and for the periods specified in the Filings and is subject to change without notice, and any subsequent statements made by the City do not, under any circumstances, imply that there have not been any changes

since the specified dates of the Filings. In particular, the dates as of and periods for which information was provided in the Filings may have occurred before the COVID-19 pandemic and before realizing the economic impact of measures instituted to slow the spread of COVID-19. Accordingly, the information in the Filings may not be indicative of future results or performance due to these and other factors.

By making this Voluntary Notice, the City does not undertake to make any additional filings not otherwise required by its undertakings in connection with Rule 15c2-12 promulgated by the Securities and Exchange Commission. The City disclaims any obligation to update this filing.

The information in this Voluntary Notice is current as of the date hereof and there may be events that occur subsequent to such date that could have a material adverse effect on the information that is presented herein. The City has not undertaken any obligation to update any information in this Voluntary Notice. Any information provided herein is not warranted as to completeness or accuracy and is subject to change without notice.

APPENDIX A

LISTED BONDS

\$524,045,000

CITY OF ATLANTA

**GENERAL AIRPORT REVENUE REFUNDING BONDS
SERIES 2010C**

CUSIP[†]

04780M MQ9
04780M LZ0
04780M MK2
04780M ML0
04780M MR7
04780M MM8
04780M MU0
04780M MT3
04780M MA4
04780M MN6
04780M MS5

\$224,195,000

CITY OF ATLANTA

**GENERAL AIRPORT REVENUE REFUNDING BONDS
SERIES 2011A (NON-AMT)**

CUSIP[†]

04780M NG0
04780M NQ8

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\$216,195,000
CITY OF ATLANTA
GENERAL AIRPORT REVENUE REFUNDING BONDS
SERIES 2011B (AMT)

CUSIP[†]

04780M PA1
04780M PB9
04780M PC7
04780M PD5
04780M PE3
04780M PF0
04780M PG8
04780M PH6
04780M PJ2
04780M PK9

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\$63,695,000
CITY OF ATLANTA
GENERAL AIRPORT REVENUE BONDS
SERIES 2012A (NON-AMT)

CUSIP[†]

04780M PX1
04780M PY9
04780M PZ6
04780M QM4
04780M QA0
04780M QN2
04780M QB8
04780M QP7
04780M QC6
04780M QQ5
04780M QD4
04780M QR3
04780M QE2
04780M QF9
04780M QG7
04780M QH5
04780M QJ1
04780M QT9
04780M QU6
04780M QK8
04780M QS1
04780M QL6

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\$184,660,000
CITY OF ATLANTA
GENERAL AIRPORT REVENUE BONDS
SERIES 2012B (NON-AMT)

CUSIP[†]

04780M RD3
04780M RE1
04780M RF8
04780M RG6
04780M RH4
04780M RJ0
04780M RK7
04780M RL5
04780M RM3
04780M RN1
04780M RP6
04780M RQ4
04780M RT8
04780M RU5
04780M RR2
04780M RS0

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\$225,740,000
CITY OF ATLANTA
GENERAL AIRPORT REVENUE BONDS
SERIES 2012C (AMT)

CUSIP[†]

04780M SD2
04780M SE0
04780M SF7
04780M SG5
04780M SH3
04780M SJ9
04780M SK6
04780M SL4
04780M SM2
04780M SN0
04780M SP5
04780M SQ3
04780M ST7
04780M SU4
04780M SR1
04780M SS9

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\$141,005,000
CITY OF ATLANTA
GENERAL AIRPORT REVENUE REFUNDING BONDS
SERIES 2014B (NON-AMT)

CUSIP[†]
04780M SZ3
04780M TA7
04780M TB5
04780M TC3
04780M TD1
04780M TE9
04780M TF6
04780M TG4
04780M TH2
04780M TJ8
04780M TK5
04780M TL3
04780M TM1

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\$181,875,000
CITY OF ATLANTA
GENERAL AIRPORT REVENUE REFUNDING BONDS
SERIES 2014C (AMT)

CUSIP[†]

04780M TU3
04780M TV1
04780M TW9
04780M TX7
04780M TY5
04780M TZ2
04780M UA5
04780M UB3
04780M UC1
04780M UD9

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\$47,150,000
CITY OF ATLANTA
GENERAL AIRPORT REVENUE BONDS
SERIES 2019A (NON-AMT)

CUSIP[†]

04780M UE7
04780M UF4
04780M UG2
04780M UH0
04780M UJ6
04780M UK3
04780M UL1
04780M UM9
04780M UN7
04780M UP2
04780M UQ0
04780M UR8
04780M US6
04780M UT4
04780M UU1
04780M UV9
04780M UW7
04780M UX5
04780M UY3
04780M UZ0
04780M VA4

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\$254,215,000
CITY OF ATLANTA
GENERAL AIRPORT REVENUE BONDS
SERIES 2019B (AMT)

CUSIP[†]

04780M VB2
04780M VC0
04780M VD8
04780M VE6
04780M VF3
04780M VG1
04780M VH9
04780M VJ5
04780M VK2
04780M VL0
04780M VM8
04780M VN6
04780M VP1
04780M VQ9
04780M VR7
04780M VS5
04780M VT3
04780M VU0
04780M VV8
04780M VW6
04780M VX4

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\$100,585,000
CITY OF ATLANTA
GENERAL AIRPORT REVENUE REFUNDING BONDS
SERIES 2019E (NON-AMT)

CUSIP[†]

04780M VZ9
04780M WA3
04780M WB1
04780M WC9
04780M WD7
04780M WE5
04780M WF2
04780M WG0
04780M WH8
04780M WJ4
04780M WK1
04780M WL9
04780M WM7
04780M WP0
04780M WN5
04780M WR6
04780M WQ8
04780M WS4
04780M WT2
04780M WU9
04780M WV7

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