

NOTICE OF SALE
TOWNSHIP OF LAKEWOOD
(Ocean County, New Jersey)

\$7,980,000 BOND ANTICIPATION NOTES, SERIES 2013A

(Bank Qualified)

Bids are being solicited through a fair and open process in accordance with N.J.S.A. 19:44A-20.5 for the purchase of \$7,980,000 Bond Anticipation Notes, Series 2013A (the "Notes") of the Township of Lakewood, in the County of Ocean, New Jersey. All bids will be publicly opened and announced at the Office of the Chief Financial Officer on Tuesday, June 25, 2013, at 11:30 a.m., prevailing local time ("Sale Date").

No telephone bids will be accepted. Bids must be received by 11:30 a.m. on the Sale Date, and may be submitted by completing the attached bid form and submitting to the address and/or fax number shown on the bid form. Sealed bids are encouraged, but faxed bids will be accepted provided they comply with the conditions stated herein. If a bidder wishes to transmit its bid by fax, it must be accompanied by a cover sheet stating clearly "BID FOR NOTES", and such bidder hereby acknowledges that such faxed bid will not be reviewed by the Township until the public opening of the bids as aforesaid. This Notice of Sale has been posted on the Township of Lakewood's website (www.lakewoodnj.gov).

Each bid must offer to purchase the entire Note issue being offered at no less than par plus accrued interest and must specify a single rate of interest per annum offered for the Notes. The Chief Financial Officer will evaluate the bids on the basis of the lowest net interest cost to the Township. Award of the Notes to the bidder proposing the lowest net interest cost or rejection of all bids will be made by 2:00 p.m. on the Sale Date. As between bidders specifying the same lowest net interest cost, the Notes will be sold to the bidder selected by lot from among all such bidders. The Township reserves the right to reject all bids.

The successful bidder is advised of the responsibility to file an annual disclosure statement on political contributions with the New Jersey Election Law Enforcement Commission pursuant to N.J.S.A. 19:44A-20.13 (P.L. 2005, c.271, s.3) if the successful bidder receives contracts in excess of \$50,000 from public entities in a calendar year. It is the successful bidder's responsibility to determine if filing is necessary. Additional information on this requirement is available from ELEC at 888-313-3532 or at www.elec.state.nj.us.

SPECIFICATIONS OF NOTES

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|--------------------------|----------------------------------------------------------------------------------------------|
| Principal Amount: | \$7,980,000 Bond Anticipation Notes, Series 2013A |
| Dated Date: | July 2, 2013 |
| Maturity Date: | July 1, 2014 |
| Interest Rate per Annum: | Specified by successful bidder, payable at maturity |
| Denominations: | \$100,000 each or any integral multiple thereof (with one piece in the amount of \$180,000) |
| Legal Opinion: | Dilworth Paxson LLP, Red Bank, New Jersey, Bond Counsel |
| Closing: | July 2, 2013, at the Township offices or elsewhere, as agreed to with the successful bidder. |
| Payment: | Immediately available funds |

The Notes are issued pursuant to the laws of the State of New Jersey, including the Local Bond Law, to finance various general municipal improvements.

The Notes shall be general obligations of the Township and to the extent the Notes are not paid from other sources, the Township is obligated to levy ad valorem taxes upon all the taxable real property therein for the payment of the debt service on the Notes without limitation as to rate or amount. The Notes will mature without option of prior redemption, will be issued in bearer form without coupons, will be registrable as to both principal and interest, payable at maturity in lawful money of the United States of America, and interest will be calculated on the basis of a 30 day month/360 day year. The Notes will be designated "Qualified Tax-Exempt Obligations" for purposes of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

An Official Statement has not been prepared by the Township in connection with the issuance of the Notes; however, for purposes of Securities and Exchange Commission Rule 15c2-12, please note the exemptions therefrom, particularly paragraph (d)(1) of the Rule for issues in authorized denominations of \$100,000 or more and which are sold to no more than thirty-five (35) persons each of whom the Purchaser reasonably believes (i) has such knowledge and experience in financial and business matters that it is capable of evaluating the merits and risks of the Notes and (ii) is not purchasing for more than one account or with a view to distributing the securities. The Purchaser will be required to certify to the matters referred to in the preceding sentence at closing.

The obligations hereunder to deliver and to accept the Notes shall be conditioned on the availability and delivery at the time of delivery of the Notes of (a) the approving legal opinion of the law firm of Dilworth Paxson LLP, Red Bank, New Jersey ("Bond Counsel"), which will be furnished without cost to the successful bidder, to the effect that the Notes are valid and legally binding obligations of the Township of Lakewood, New Jersey, payable in the first instance from bonds in anticipation of which the Notes are issued, but if not so paid or if not paid from other sources, payable ultimately from ad valorem taxes which may be levied on all the taxable real

property in the Township without limitation as to rate or amount, and that interest on the Notes is excluded from gross income for Federal tax purposes under current law if the Township complies with all conditions subsequent contained in the Internal Revenue Code of 1986, as amended (the "Code"), except to the extent that interest on the Notes held by a corporate taxpayer is included in the relevant income computations for calculation of the corporate alternative minimum tax and that interest on the Notes and any gain on the sale thereof are not includable as gross income under the present New Jersey Gross Income Tax Act; (b) certificates in form satisfactory to Bond Counsel evidencing the proper execution and delivery of the Notes, the receipt of payment therefor and the compliance with the requirements of the Code necessary so that the Notes will not be arbitrage obligations within the meaning of the Code; and (c) a certificate, in form and tenor satisfactory to Bond Counsel and dated as of the date of such delivery, to the effect that there is no litigation pending or (to the knowledge of the signer or signers thereof) threatened affecting the validity of the Notes.

If the Notes are reoffered to the public, the purchaser thereof is required to certify the reasonably expected reoffering price, yield, net interest cost and true interest cost for the Notes and CUSIP identifications numbers, if any, therefor prior to the Closing on the Notes.

Additional information concerning the Township of Lakewood and the Notes is available by contacting the Chief Financial Officer, William Rieker at (732) 364-2500 (ext. 5969) or by contacting Meghan Bennett Clark, Esq., Dilworth Paxson LLP, Bond Counsel, at (732) 383-5529.

TOWNSHIP OF LAKEWOOD, IN THE COUNTY OF
OCEAN, NEW JERSEY
/s/William Rieker
WILLIAM RIEKER,
Chief Financial Officer

DATED: June 18, 2013

June 25, 2013

Mr. William Rieker
Chief Financial Officer
TOWNSHIP OF LAKEWOOD
231 Third Street
Lakewood, New Jersey 08701

FAX 732-905-5997

RE: BID FOR \$7,980,000 BOND ANTICIPATION NOTES, SERIES 2013A

Dear Mr. Rieker:

Subject to the provisions of the Notice of Sale dated June 18, 2013, relating to \$7,980,000 Bond Anticipation Notes, Series 2013A dated July 2, 2013 and due July 1, 2014, that is made a part hereof, we offer to purchase the Notes described therein as follows:

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|----------------------------------------------------------------------|------------------|-------------|
| Interest Rate Per annum | _____ | % |
| Amount of Notes Bid for | _____ | \$7,980,000 |
| Price of Notes Bid for \$ (at no less than par) | _____ | |
| Net Interest Cost (please specify in both dollars and percent) | \$ _____ / _____ | % |

and, in addition thereto, to pay interest accrued from the Dated Date of the Notes to the date of delivery, if Closing shall occur subsequent to the Dated Date.

Signature of Authorized Officer

Name of Bidder

Address of Bidder

Telephone Number

Email