

OFFICIAL NOTICE OF SALE

\$144,630,000*

**The Board of Trustees of
the University of Illinois
University of Illinois
Auxiliary Facilities System
Revenue Bonds, Series 2018A
(Book-Entry Only)
Expected Closing Date: April 18, 2018**

NOTICE IS HEREBY GIVEN that electronic (as explained below) bids will be received by The Board of Trustees of the University of Illinois (the "Issuer") for the purchase of all (but not less than all) of the Issuer's \$144,630,000* University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2018A (the "Series 2018A Bonds"). The bids will be received up to the time (unless postponed as described herein) and in the manner described herein.

RIGHT OF REJECTION

The Issuer reserves the right to reject all bids for any reason. Any bid not complying with the terms of this Official Notice of Sale or specifying any conditions in addition to those contained herein may be rejected. The Issuer reserves the right to waive any irregularity in compliance with the terms of this Notice of Sale to the extent permitted by law.

BID DATE AND TIME

Wednesday, April 4, 2018, 10:30 a.m. New York time. The time maintained by ParityDalcomp/Parity ("Parity") shall constitute the official time.

SUMMARY BIDDING SCHEDULE*

<u>Date</u>	<u>New York Time</u>	<u>Event</u>
April 3, 2018	5:00 p.m.	Notification of revisions, if any, to the Official Notice of Sale for the Series 2018A Bonds published on TM3 (www.tm3.com) or via individual communication with PFM Financial Advisors, LLC.
April 4, 2018	9:30 a.m.	Notification of revisions, if any, to the sale date or time of the Series 2018A Bonds published on TM3 (www.tm3.com) or via individual communication with PFM Financial Advisors, LLC.
	10:30 a.m.	Deadline for the submission of bids for the Series 2018A Bonds to the Issuer.
	3:00 p.m.	Expected timeframe for the Issuer to notify winning bidder for the Series 2018A Bonds.
Date of Award	4:00 p.m.	Deadline for the winning bidder to wire the Good Faith Deposit to the Issuer. Winning bidder and Issuer to execute Official Bid Form.
April 18, 2018	12:00 p.m.	Series 2018A Bonds Close.

* Preliminary, subject to change.

SUMMARY OF BIDDING PARAMETERS*

Dated:	Date of Delivery
Interest Payment Dates:	April 1 and October 1 commencing October 1, 2018
Maturity Schedule:	See MATURITY SCHEDULE below
Optional Redemption:	April 1, 2028 and on any date thereafter, at par
Maximum Coupon:	5.00% per annum
Minimum Price Per Maturity:	98%
Minimum Bid:	Not less than 98% of par
Maximum Bid:	Not greater than 125% of par
Term Bonds:	Bidders may designate one or more consecutive maturities of the Series 2018A Bonds as one or more term bonds, as more fully described in the Official Bid Form

* Preliminary, subject to change.

ELECTRONIC BIDS

Bids for the Series 2018A Bonds must be submitted electronically via Parity in accordance with its Rules of Participation and this Official Notice of Sale until 10:30 a.m. on the date specified above, but no bid will be received after the time for receiving bids specified above. No in-person or faxed bids will be accepted. Provisions in this Official Notice of Sale conflicting with those Parity Rules of Participation shall control. In the event of a malfunction in the electronic bidding process, the bid time and/or date may be postponed at the option of the Issuer. See instructions under "Form of Bid; Electronic Bids" below. For further information about Parity, potential bidders may contact the Issuer's Municipal Advisor, PFM Financial Advisors, LLC, or PARITY Customer Support:

Issuer's Municipal Advisor:
PFM Financial Advisors, LLC.
100 High Street, 23rd Floor
Boston, Massachusetts 02110
Attn: June Matte
TEL: (617) 330-6914
Email: mattej@pfm.com

PARITY Customer Support
1359 Broadway, 2nd Floor
New York, New York 10014
TEL: (212) 849-5021

Following the final determination of the successful bidder and the terms of sale of the Series 2018A Bonds in accordance with the provisions of this Official Notice of Sale, the successful bidder shall be required to execute and deliver to the Issuer the Official Bid Form in the form attached to this Official Notice of Sale as Exhibit I (the "Official Bid Form"), as described under "OFFICIAL BID FORM", below.

RIGHT TO MODIFY OR AMEND NOTICE OF SALE; RIGHT TO POSTPONE SALE

The Issuer reserves the right to modify or amend this Official Notice of Sale, including changing the scheduled maturities or increasing or reducing the aggregate principal amount of the Series 2018A Bonds and the principal amount of any maturity offered for sale, prior to the bid date. If

any modifications occur, supplemental information with respect to the Series 2018A Bonds will be communicated via TM3 (www.tm3.com) ("TM3") not later than 9:30 a.m., New York time, on the day on which proposals may be submitted, and bidders shall bid upon the Series 2018A Bonds based upon the terms thereof set forth in this Official Notice of Sale, as so modified by such supplemental information. If any prospective bidder does not subscribe to TM3, please call PFM Financial Advisors, LLC at the number identified above and arrangements will be made to notify such prospective bidder of any change or modification to this Official Notice of Sale not later than 9:30 a.m., New York time, on the day on which proposals may be submitted. See "ADJUSTMENT OF MATURITY SCHEDULE."

In addition, the Issuer reserves the right to postpone the date established for the receipt of bids. In the event of a postponement, the new date and time of sale and any revised date of expected delivery will be announced via TM3 not later than 9:30 a.m., New York time, on the day on which proposals may be submitted. As stated above, if any prospective bidder does not subscribe to TM3, other arrangements will be made to notify such prospective bidder not later than 9:30 a.m., New York time, on the day on which proposals may be submitted. On any such alternative sale date, bidders may submit electronic bids for the purchase of the Series 2018A Bonds in conformity with the provisions of this Official Notice of Sale, except for the changed date and time of sale and any revised date of delivery.

AUTHORIZATION

The Series 2018A Bonds will be issued by the Issuer pursuant to the University of Illinois Revenue Bond Financing Act for Auxiliary Facilities, 110 ILCS 405/1, et seq. (the "Act"). The Series 2018A Bonds will be issued as Auxiliary Facility Revenue Bonds pursuant to the Act and the resolution adopted by The Board of Trustees of the University of Illinois on September 20, 1984 (the "Original Resolution") as amended and supplemented by bond resolutions adopted on June 20, 1985, May 8, 1986, May 9, 1991, June 11, 1993, January 18, 1996, October 15, 1999, June 1, 2000, March 8, 2001, May 23, 2001, May 15, 2003, March 10, 2005, July 14, 2005, September 7, 2006, May 22, 2008, January 15, 2009, May 20, 2010, June 9, 2011, December 2, 2011, March 7, 2013, January 23, 2014, November 13, 2014, January 21, 2016 and March 15, 2018 (together with the Original Resolution, the "Bond Resolution"). Proceeds of the Series 2018A Bonds will be used, together with other lawfully available moneys, to (i) refund certain outstanding obligations of the Board, (ii) finance the construction of a new football performance center, the renovation and expansion of a residence hall dining facility on the University's Campus in Urbana, Illinois, and the construction of a new soccer and track complex at the Urbana Campus (collectively, the "*Project*") and (iii) pay costs of issuing the Series 2018A Bonds.

SECURITY

The Series 2018A Bonds, together with the Outstanding Bonds are secured by a pledge of and lien on (i) the Net Revenues of the Auxiliary Facilities System of the Issuer, (ii) Student Tuition and Fees (subject to prior payment of operating and maintenance expenses of the Auxiliary Facilities System, but only to the extent necessary) and (iii) the Bond and Interest Sinking Fund Account (as all of such terms are defined in the Preliminary Official Statement).

The Issuer is not securing the Series 2018A Bonds with bond insurance or any other form of credit enhancement.

BOND INSURANCE AT BIDDER'S EXPENSE

Bidders, at their own expense, may elect to insure all or a portion of the Series 2018A Bonds, and such insurance may be obtained from one or more bond insurance providers identified by the winning bidder on the Official Bid Form.

The winning bidder for the Series 2018A Bonds agrees to disclose to the Issuer the cost of any such insurance obtained from each (if more than one) insurance provider used, and to which serial bond or term bond maturity or maturities such insurance applies. The winning bidder must certify to the net interest cost benefit from the use of bond insurance, as more fully described in the form of Certificate of Purchaser described below under the heading "REOFFERING PRICE". Insured ratings with the use of bond insurance, if required, are to be applied for by the winning bidder, and costs incurred for such ratings must be paid at the winning bidder's expense.

PARITY BONDS

The Issuer has previously issued twenty-seven series of its Auxiliary Facilities System Revenue Bonds, of which nineteen series in the aggregate principal amount of approximately \$1,072,910,763 will be outstanding immediately prior to the issuance of the Series 2018A Bonds (the "Outstanding Bonds"). The Series 2018A Bonds are payable from the same source of revenues as the Outstanding Bonds.

BOOK-ENTRY-ONLY FORM

The Series 2018A Bonds will be issued in book-entry-only form, initially registered in the name of Cede & Co., as partnership nominee of The Depository Trust Company, New York, New York ("DTC"). Purchasers will not receive certificates representing their interests in the Series 2018A Bonds. Individual purchases will be in the principal amount of \$5,000 and multiples thereof. Payments of principal, interest and redemption premium, if any, will be made by the Issuer to DTC for subsequent disbursement by DTC, all as more fully described in the Preliminary Official Statement.

INTEREST PAYMENT DATES

The Series 2018A Bonds will be dated the date of delivery, and will bear interest from that date payable semiannually on each April 1 and October 1, beginning on October 1, 2018 until maturity or redemption.

MATURITY SCHEDULE

The Series 2018A Bonds will be subject to principal amortization as serial maturities or designated sinking fund redemptions of term bonds on April 1 in the years and in the amounts set forth below (the "Maturity Schedule"), subject to the adjustments described below:

Principal Payment Date,	Principal Payment
<u>April 1</u>	<u>Amount*</u>
2019	\$2,720,000
2020	2,520,000
2021	2,645,000
2022	2,780,000
2023	2,920,000
2024	3,065,000
2025	3,210,000

2026	3,375,000
2027	3,545,000
2028	3,720,000
2029	3,915,000
2030	4,105,000
2031	4,310,000
2032	4,520,000
2033	4,750,000
2034	4,990,000
2035	5,245,000
2036	5,500,000
2037	5,775,000
2038	6,065,000
2039	5,165,000
2040	5,425,000
2041	5,695,000
2042	5,975,000
2043	6,280,000
2044	6,590,000
2045	6,920,000
2046	7,265,000
2047	7,630,000
2048	8,010,000
<hr/>	
Total	\$144,630,000

* Preliminary, subject to change.

**The Issuer reserves the right to change the Maturity Schedule or increase or reduce the aggregate principal amount of the Series 2018A Bonds prior to and, under certain circumstances, following the bid date. See "Right to Modify or Amend Notice of Sale; Right to Postpone Sale" and "Adjustment of Maturity Schedule" herein.

ADJUSTMENT OF MATURITY SCHEDULE

As described above under "RIGHT TO MODIFY OR AMEND NOTICE OF SALE; RIGHT TO POSTPONE SALE," the Issuer reserves the right to change the Maturity Schedule up until 9:30 a.m., New York time, on the day on which proposals may be submitted. Any revisions to the Maturity Schedule of the Series 2018A Bonds will be communicated via TM3 or through individual communication with prospective bidders who do not subscribe to TM3.

The Issuer reserves the right to further change the Maturity Schedule or the revised Maturity Schedule after the determination of the winning bidder by increasing or decreasing the principal amount of each maturity by such amount as it determines in its discretion to be necessary or desirable. In such event, the final aggregate principal amount of the Series 2018A Bonds will be increased or decreased by the net amount of such change or changes in the principal amount of one or more maturities, which net change in aggregate principal amount of the Series 2018A Bonds will not exceed 30%. The Issuer anticipates that the final maturity schedule will be communicated to the successful bidder by 10:00 a.m. New York time on the day following the date of award provided the Issuer has received the reoffering prices and yields for the Series 2018A Bonds from

the successful bidder, as described below under "Award, Delivery and Payment." The dollar amount bid by the successful bidder will be adjusted to reflect any adjustments in the aggregate principal amount of the Series 2018A Bonds to be issued. The adjusted bid price will reflect changes in the dollar amount of the successful bidder's discount and original issue discount/premium, if any, but will not change the successful bidder's per-bond discount as calculated from the bid and reoffering prices required to be delivered to the Issuer as stated herein. The successful bidder may not withdraw its bid or change the interest rates bid or initial reoffering prices as a result of any changes made to the principal amounts within these limits.

OPTIONAL REDEMPTION

On or after April 1, 2028, the Series 2018A Bonds with a stated maturity date on or after April 1, 2029, shall be subject to redemption at the option of the Issuer, in whole or in part on any date at a redemption price equal to the principal amount thereof, plus accrued and unpaid interest to the date fixed for redemption.

MANDATORY REDEMPTION

Bidders have the option to designate and aggregate one or more consecutive maturities of the Series 2018A Bonds as one or more term bonds, as more fully described in the Official Bid Form.

INTEREST RATE AND MAXIMUM DISCOUNT/PREMIUM

Each bid must be for all of the Series 2018A Bonds. For all bids, bidders must specify a rate of interest for each maturity of the Series 2018A Bonds. The rates of interest must be expressed in multiples of one-eighth (1/8) or one-twentieth (1/20) of one percent (1%), and no interest rate can exceed 5.00% per annum. Each bid for the Series 2018A Bonds must be a bid equal to not less than 98% of the par value for the Series 2018A Bonds.

REOFFERING PRICE

The successful bidder will, within one hour after being notified of the preliminary award of the Series 2018A Bonds, advise the Issuer of the initial public reoffering prices of the Series 2018A Bonds to the public (excluding bond houses, brokers, or similar persons or organizations acting in the capacity of underwriters or wholesalers) (the "Initial Reoffering Prices"). The successful bidder shall arrange for a bona fide public offering of the Series 2018A Bonds at the Initial Reoffering Prices and will be required to provide a certificate at closing confirming the Initial Reoffering Prices. Such certificate shall be in the form entitled "Certificate of Purchaser" attached as Exhibit II to this Official Notice of Sale, or in such other form as shall be acceptable to Chapman and Cutler LLP, Chicago, Illinois, Bond Counsel to the Issuer for the Series 2018A Bonds ("Bond Counsel"), and is required for purposes of evidencing compliance with the provisions of Section 148 of the Internal Revenue Code of 1986, as amended.

FORM OF BID; ELECTRONIC BIDS

Any prospective bidder must submit its bid electronically through the facilities of Parity, in accordance with the Rules of Participation and other requirements of Parity. In order to submit an electronic bid through Parity, bidders must be contracted customers of Parity's Competitive Bidding System. If you do not have a contract with Parity, call (212) 849-5021 to become a customer.

Registration with Parity is required in order to submit an electronic bid, and the Issuer neither will confirm any registration nor be responsible for any failure of a prospective bidder to register. By registering to bid for the Series 2018A Bonds, a prospective bidder is not obligated to submit a bid in connection with the sale.

If any provisions of this Official Notice of Sale shall conflict with information provided by Parity as approved provider of electronic bidding services, this Official Notice of Sale shall control. Further information about Dalcomp and Parity, including qualification, registration, rules and any fee charged, may be obtained from Dalcomp by calling PARITY Customer Support at (212) 849-5021.

By submitting a bid for the Series 2018A Bonds, a prospective bidder represents and warrants to the Issuer that such bidder's bid for the purchase of the Series 2018A Bonds (if a bid is submitted in connection with the sale) is submitted for and on behalf of such prospective bidder by an officer or agent who is duly authorized to bind the prospective bidder to a legal, valid and enforceable contract for the purchase of the Series 2018A Bonds. An electronic bid made through the facilities of Parity shall be deemed an offer, in response to the Official Notice of Sale, and shall be binding upon the bidder as if made by a signed, sealed bid delivered to the Issuer. The Issuer shall not be responsible for any malfunction or mistake made by, or as a result of the use of the facilities of, Parity, the use of such facilities being the sole risk of the prospective bidder. All bids submitted for the Series 2018A Bonds in response to this Official Notice of Sale are public documents subject to disclosure.

DISCLAIMER FOR ELECTRONIC BIDS

Each prospective bidder shall be solely responsible to register to bid via Parity as described herein. Each qualified prospective bidder shall be solely responsible to make necessary arrangements to access Parity for purposes of submitting its bid in a timely manner and in compliance with the requirements of the Official Notice of Sale. Neither the Issuer nor Parity shall have any duty or obligation to undertake such registration to bid for any prospective bidder or to provide or assure such access to any qualified prospective bidder, and neither the Issuer nor Parity shall be responsible for a bidder's failure to register to bid or for proper operation of, or have any liability for any delays or interruptions of, or any damages caused by Parity. The Issuer is using Parity as a communication mechanism, and not as the Issuer's agent, to conduct the electronic bidding for the Series 2018A Bonds. The Issuer is not bound by any advice and determination of Parity to the effect that any particular bid complies with the terms of this Official Notice of Sale. All costs and expenses incurred by prospective bidders in connection with their registration and submission of bids via Parity (including any legal expenses) are the sole responsibility of the bidders; and the Issuer is not responsible, directly or indirectly, for any of such costs or expenses. If a prospective bidder encounters any difficulty in registering to bid or submitting, modifying or withdrawing a bid for the Series 2018A Bonds, it should telephone Parity at the telephone number shown above and notify the Comptroller/Chief Financial Officer of the Issuer by facsimile at (217) 244-8108 or by telephone at (217) 333-1560.

LIST OF MEMBERS OF ACCOUNT

Bidders are requested to list on the Official Bid Form the names of the members of the account on whose behalf the bid is made.

GOOD FAITH DEPOSIT

The apparent successful bidder, as indicated on BidCOMP/PARITY, must submit a good faith deposit in the amount of \$500,000 for the winning bid on the Series 2018A Bonds (the "Good Faith Deposit") to the Issuer as provided below. The Good Faith Deposit will secure the Issuer from any loss resulting from the failure of the successful bidder to comply with the terms of its bid. The successful bidder shall transfer the Good Faith Deposit by wire transfer directly to the Issuer upon notification of the preliminary award, but in any case, no later than 4:00 p.m., New York time, on the award date. Wire instructions will be provided to the successful bidder upon notification of the preliminary award.

The formal award shall not be made until the Issuer has confirmation of receipt of the Good Faith Deposit, and if the successful bidder fails to so deliver the Good Faith Deposit by the designated time, the Issuer will have the option to withdraw the award and the successful bidder shall be responsible to the Issuer for all consequential damages arising from such withdrawal.

At the time of delivery of the Series 2018A Bonds, such security will be applied against the purchase price for the Bonds or will be retained as liquidated damages upon the failure of the successful bidder to take and pay for the Bonds in accordance with the terms of its proposal. A successful bidder shall have no right in or to said Good Faith Deposit if it fails to complete the purchase of, and payment in full of the purchase price of, the Bonds for any reason whatsoever, unless such failure of performance shall be caused by an act or omission of the Issuer. The Issuer may hold the proceeds of the Good Faith Deposit or invest the same (at the Issuer's risk) in obligations that mature at or before the delivery of the Series 2018A Bonds and no interest will be paid upon the deposit made by the successful bidder. Notwithstanding the foregoing, should a successful bidder fail to pay for the Series 2018A Bonds at the price and on the date agreed upon, the Issuer retains the right to seek further compensation for damages sustained as a result of the successful bidder so doing.

OFFICIAL BID FORM

Upon notification of award, the successful bidder shall be required to execute and deliver to the Issuer the Official Bid Form. The Official Bid Form shall be completed by the Issuer and the successful bidder to reflect the terms of the sale of the Series 2018A Bonds after all adjustments to principal amount and maturity schedule are made in accordance with the provisions of this Official Notice of Sale, as provided herein. In addition, the successful bidder is required to attach to the Official Bid Form a list of the names of the members of the bidding syndicate. The award of the Series 2018A Bonds to the successful bidder shall not be deemed to be final until the successful bidder has executed and delivered to the Issuer the Official Bid Form and the Issuer has executed its acceptance of the bid contained therein.

OFFICIAL STATEMENT

The Issuer has "deemed final" the Preliminary Official Statement for the purpose of SEC Rule 15c2-12, subject to the omissions permitted by paragraph (b)(1) of such Rule. By submission of its bid, the successful bidder will be deemed to have certified that it has obtained and reviewed the Preliminary Official Statement. The Issuer will provide the successful bidder such reasonable number of printed copies of the final Official Statement as such bidder may request no later than seven business days after the day the sale of the Series 2018A Bonds is awarded. Up to 50 copies of the final Official Statement will be furnished without cost to the successful bidder of the Series 2018A Bonds and additional copies, if desired, will be made available at the successful bidder's expense.

AWARD, DELIVERY AND PAYMENT

If legally acceptable bids are received complying with this Notice of Sale and unless all bids are rejected by the Issuer, the Series 2018A Bonds will be awarded to the highest bidder not later than 24 hours after the time established for the receipt of bids. The highest bidder shall be the bidder submitting the best price for the Series 2018A Bonds, which best price shall be that resulting in the lowest true interest cost. The true interest cost for the Series 2018A Bonds (expressed as an annual interest rate) will be that rate which, as of the date of delivery discounts semiannually all future principal and interest payments to the aggregate bid price. The true interest cost shall be based upon the principal amount of each maturity of the Series 2018A Bonds as set forth in the Maturity Schedule above (as such principal amounts may be modified with notification through TM3 or

through individual communication with prospective bidders) and the bid price and interest rate set forth in each proposal submitted in accordance with this Official Notice of Sale.

It is requested that each proposal be accompanied by a computation of such true interest cost to the Issuer under the terms of the proposal in accordance with the method of calculation described in the above paragraph (computed to six decimal places), but such computation is not to be considered as part of the proposal for the Series 2018A Bonds. In the event that two or more bidders have bid the same true interest cost (calculated to six decimal places) the Comptroller/Chief Financial Officer of the Issuer shall determine in his sole discretion which of such bidders shall be awarded the Series 2018A Bonds.

Within one hour after being notified of the award of the Series 2018A Bonds, the successful bidder shall advise the Issuer of the initial public reoffering prices of the Series 2018A Bonds, expressed as a percentage of par for each maturity of the Series 2018A Bonds.

Delivery of the Series 2018A Bonds is expected to occur through the facilities of DTC in New York, New York on or about April 18, 2018. The successful bidder for the Series 2018A Bonds shall pay for the Series 2018A Bonds on the date of delivery in **IMMEDIATELY AVAILABLE FEDERAL FUNDS** by 10:00 a.m. New York time, on the closing date. Any expenses of providing immediately available funds shall be borne by the successful bidder. Payment on the delivery date shall be made in an amount equal to the price bid for the Series 2018A Bonds less the amount of the Good Faith Deposit.

At or before the delivery of the Series 2018A Bonds, the Issuer shall deliver to the successful bidder the following:

- (a) the approving opinion of Bond Counsel as described below under "Legal Opinion";
- (b) a certificate of designated officers of the Issuer substantially to the effect that there is no action, suit, proceeding, inquiry or investigation, at law or in equity, before or by any court, public board or body, now pending or, to the knowledge of the Issuer, threatened against the Issuer, wherein an unfavorable decision, ruling or finding would (i) materially adversely affect the transactions contemplated by the Official Statement, (ii) in any way adversely affect the validity or enforceability of the Series 2018A Bonds, the Bond Resolution, the Notification of Sale with respect to the Series 2018A Bonds or any other agreement or instrument to which the Issuer is a party, used or contemplated for use in the consummation of the transactions contemplated by the Official Statement;
- (c) a certificate of designated officers of the Issuer substantially to the effect that the statements and information contained in the Official Statement are true, correct and complete in all material respects and the Official Statement does not contain any statement or information that is untrue or incorrect in any material respect and does not omit any statement or information that should be contained therein for the purpose for which the Official Statement is to be used or that is necessary to make the statements and information therein not misleading in any material respect; provided, however, that no representation is made with respect to the material in the Official Statement under the captions entitled "BOOK-ENTRY-ONLY SYSTEM" and "RATINGS," or with respect to any bond insurance policy for the Series 2018A Bonds, or with respect to CUSIP numbers and reoffering prices or yields shown on the inside cover of the Official Statement; and
- (d) the Continuing Disclosure Agreement executed by the Issuer substantially in the form attached as Appendix F to the Preliminary Official Statement.

At or before the delivery of the Series 2018A Bonds, the successful bidder shall deliver to the Issuer the following:

- (a) a receipt for the Series 2018A Bonds;
- (b) the Certificate of Purchaser; and
- (c) evidence satisfactory to the Issuer that the Official Statement has been filed with the Municipal Securities Rulemaking Board.

CUSIP NUMBERS

The successful bidder will obtain at its expense CUSIP numbers for the Series 2018A Bonds and provide those numbers to the Issuer and Bond Counsel within one business day after the award of the Series 2018A Bonds. It is anticipated that CUSIP numbers will be printed on the Series 2018A Bonds, but the Issuer will assume no obligation for the assignment or printing of such numbers on the Series 2018A Bonds or for the correctness of such numbers, and neither the failure to print such numbers on the Series 2018A Bonds nor any error with respect thereto shall constitute cause for a failure or refusal by the successful bidder of the Series 2018A Bonds to accept delivery of and make payment for the Series 2018A Bonds.

LEGAL OPINION

The Series 2018A Bonds will be issued and sold subject to approval as to legality by Chapman and Cutler LLP, Chicago, Illinois, Bond Counsel, whose approving opinion substantially in the form attached as Appendix E to the Preliminary Official Statement will be delivered to the successful bidder of the Series 2018A Bonds without charge to the successful bidder.

POTENTIAL CONFLICTS

By submitting a bid, a bidder makes the representation that it understands Bond Counsel represents the Issuer in the Series 2018A Bond transaction and, if such bidder has retained Bond Counsel in an unrelated matter, such bidder represents that the signatory to the Official Bid Form is duly authorized to, and does consent to and waive for and on behalf of such bidder, any conflict of interest of Bond Counsel arising from any adverse position to the Issuer in this matter; such consent and waiver shall supersede any formalities otherwise required in any separate understandings, guidelines or contractual arrangements between the bidder and Bond Counsel.

ADDITIONAL INFORMATION

Copies of the Bond Resolution and this Official Notice of Sale for the Series 2018A Bonds will be furnished to any potential bidder upon request made to PFM Financial Advisors, LLC. The Preliminary Official Statement, this Official Notice of Sale and Official Bid Form will be made available via www.i-DealProspectus.com as well; for information contact Parity or PFM Financial Advisors, LLC at the numbers provided above.

Date: March __, 2018

THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS
Avijit Ghosh
Interim Vice President, Chief Financial Officer and Comptroller
University of Illinois

EXHIBIT I

OFFICIAL BID FORM

Comptroller
The Board of Trustees of the University of Illinois

_____, 2018

Comptroller:

For your \$_____ aggregate principal amount University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2018A (the "Series 2018A Bonds"), dated the date of issuance thereof, maturing as set forth below, and which Series 2018A Bonds are to be secured as set forth in the Official Notice of Sale, which is made a part hereof by reference (the "Official Notice of Sale"), we will pay you the sum of:

\$ _____
(Purchase price not to be less than 98% of the aggregate principal amount of the Series 2018A Bonds).

The Series 2018A Bonds are to mature (subject to optional redemption as described in the Official Notice of Sale) on April 1 of the years and in the amounts and are to bear interest at the rates per annum, as follows:¹

<u>YEAR</u> <u>(APRIL 1)</u>	<u>PRINCIPAL</u> <u>AMOUNT</u>	<u>INTEREST</u> <u>RATE</u>	<u>YEAR</u> <u>(APRIL 1)</u>	<u>PRINCIPAL</u> <u>AMOUNT</u>	<u>INTEREST</u> <u>RATE</u>
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¹ The maturity schedule set forth herein reflects all adjustments described in and authorized by the Official Notice of Sale.

We hereby specify that the following consecutive maturities of the Series 2018A Bonds be designated and aggregated into term bonds maturing on April 1 of the following years and in the following amounts (leave blank if no term bonds are specified):

MATURITIES DESIGNATED AND AGGREGATED	YEAR OF TERM BOND MATURITY	PRINCIPAL AMOUNT
20__ through 20__	20__	\$ _____
20__ through 20__	20__	_____
20__ through 20__	20__	_____

Each designated maturity of term bonds shall be subject to mandatory redemption prior to maturity through the application of sinking fund payments at a redemption price equal to 100% of the principal amount thereof in one or more consecutive years immediately preceding the year of maturity, as more fully described in the Preliminary Official Statement. Such mandatory redemptions and payments at maturity may not overlap with such payments of another term or serial bond. Serially maturing bonds may intervene between maturities of optionally designated term bonds.

The Series 2018A Bonds are to be executed and delivered to us in accordance with the terms of this bid accompanied by the approving legal opinion of Chapman and Cutler LLP, Chicago, Illinois, Bond Counsel.

As evidence of our good faith and in accordance with your instructions, we have wired payment in the amount of \$500,000 (the "Deposit"), to be held by you and applied in accordance with the Official Notice of Sale.

BIDDERS OPTION INSURANCE
We have purchased insurance from: (Write Name Below)

Bonds Insured: _____

Form of Deposit:

Wire Transfer to:

ABA

A/C:

Attn: Katherine Cokic

(312) 827-8525

Re: U of I Series 2018A Good Faith
Deposit A/C

Amount: \$500,000

Respectfully submitted:

Name: _____

ACCOUNT MANAGER

By: _____

Address: _____

City _____ State _____

Telephone _____

E-mail Address

[List of Syndicate Members is attached.]

For information only, and not as a part of this bid, we calculate that on a true interest cost basis (calculated to the date of delivery in accordance with the terms of the Official Notice of Sale), the net effective interest rate is _____% per annum.

This bid was accepted and the Series 2018A Bonds sold on April 4, 2018, and receipt is hereby acknowledged of the Deposit in accordance with the terms of the Official Notice of Sale.

Comptroller,
The Board of Trustees of
the University of Illinois

EXHIBIT II

FORM OF CERTIFICATE OF PURCHASER

(To be provided by the Issuer for execution and delivery
by the Successful Bidder at closing)

I do hereby certify that I am an officer of _____ (the "Purchaser"), as such officer I do further certify concerning the purchase by the Purchaser from The Board of Trustees of the University of Illinois (the "Issuer") of the Issuer's University of Illinois Auxiliary Facilities System Revenue Bonds, Series 2018A, dated the date hereof (the "Series 2018A Bonds"), as follows:

1. On April 4, 2018 (the "*Sale Date*") the Purchaser purchased the Series 2018A Bonds of the Issuer by submitting electronically an "Official Bid Form" responsive to an "Official Notice of Sale" and having its bid accepted by the Issuer. The terms of the purchase have not been modified by the Purchaser since the Sale Date.

2. All of the Series 2018A Bonds have been the subject of a *bona fide* initial offering to the public (excluding bond houses, brokers, or similar persons or organizations acting in the capacity of underwriters or wholesalers) (the "*Public*") at prices or yields equal to those shown in Appendix I hereto (the "*First Offer Price*"). Based upon our assessment of the prevailing market conditions, the First Offer Price for the Bonds of each maturity was not less than the fair market value to the Public of the Bonds of such maturity as of the Sale Date.

3. As of the Sale Date, the Purchaser reasonably expected (a) that the first sale to the Public of an amount of Bonds of each maturity equal to ten percent or more of such maturity of the Bonds (the "*First Substantial Block*") would be at the First Offer Price for such maturity and (b) that no Bonds of any maturity would be sold at a higher price before the First Substantial Block of Bonds of such maturity was sold to the Public at the First Offer Price.

[To be added if the Purchaser obtains bond insurance at its own expense for any or all of the maturities of the Series 2018A Bonds (it being understood by all potential bidders that the Issuer is not acquiring bond insurance or any other credit enhancement for the Series 2018A Bonds):

4. The present value of the fee paid to _____, _____, _____, for insuring the Series 2018A Bonds (the "*Credit Facility*") (using as a discount rate the expected yield on the Series 2018A Bonds treating the fee paid as interest on the Series 2018A Bonds) is less than the present value of the interest reasonably expected to be saved on the Series 2018A Bonds over the term of the Series 2018A Bonds as a result of the Credit Facility, that the fee paid for the Credit Facility does not exceed a reasonable, arm's length charge for the transfer of credit risk, and that the fee does not include any payment for any direct or indirect services other than the transfer of credit risk.]

Dated: [Date of Issuance]

[PURCHASER]

By: _____
Its: _____

Appendix I to Exhibit II

The Series 2018A Bonds are dated _____, 2018 and mature on April 1 of the years, in the amounts, bearing the interest rates, and were first offered to the Public as described in the Certificate of Purchaser at the prices, as follows:

<u>Year</u>	<u>Principal Amount (\$)</u>	<u>Interest Rate (%)</u>	<u>Offering Price (%)</u>
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