

REPORTABLE EVENT NOTICE

THOMAS JEFFERSON UNIVERSITY OBLIGATED GROUP AMENDMENT AND RESTATEMENT OF MASTER TRUST INDENTURE

Thomas Jefferson University (“TJU”) is the Obligated Group Agent for the Members of an Obligated Group consisting of TJU, TJUH System, Thomas Jefferson University Hospitals, Inc., Jefferson University Physicians, Abington Health, Abington Health Foundation, Abington Memorial Hospital, Lansdale Hospital, Aria Health System and Aria Health, established under a Master Trust Indenture dated as of September 1, 2002, as supplemented and amended from time to time (the “Original Master Indenture”) among the Obligated Group and The Bank of New York Mellon Trust Company, N.A., as master trustee (the “Master Trustee”).

On February 8, 2017, in connection with the issuance by the Philadelphia Authority for Industrial Development of its Thomas Jefferson University Fixed Rate Revenue Bonds, Series 2017A and Thomas Jefferson University Variable Rate Revenue Bonds, Series 2017B and Series 2017C (collectively, the “PAID 2017 Bonds”), the Obligated Group and the Master Trustee entered into an Amended and Restated Master Trust Indenture (Security Agreement) dated as of February 1, 2017 (the “Amended and Restated Master Indenture”). As described in the Official Statements for the PAID 2017 Bonds, upon becoming effective, the Amended and Restated Master Indenture accomplishes the following:

1. Amends and restates the Original Master Indenture, and
2. Continues the gross revenues pledges made for the benefit of bondholders and other secured parties (a) by TJU under the Loan and Security Agreement dated as of February 1, 2015, as amended and supplemented (the “Security Agreement”) between TJU and the Pennsylvania Higher Educational Facilities Authority, and (b) by each other Obligated Group Member under its Contribution Agreement with TJU (collectively, the “Contribution Agreements”).

As described in the Official Statements for the PAID 2017 Bonds, on the Effective Date of the Amended and Restated Master Indenture, the Security Agreement would be amended and Contribution Agreements terminated to eliminate any pledges, covenants or any other provisions redundant or in conflict with the Amended and Restated Master Indenture. Nonetheless, the gross revenue pledges described above would continue under the Amended and Restated Master Indenture.

The Original Master Indenture required that for the Amended and Restated Master Indenture to become effective, holders of not less than 51% aggregate principal amount of Obligations issued under the Original Master Indenture (“Master Indenture Obligations”) must have consented to such amendment and restatement of the Original Master Indenture. The Security Agreement requires that holders of at least a majority in aggregate principal amount of indebtedness secured thereby must consent to the amendments to the Security Agreement described in the preceding paragraph.

As of December 1, 2017, (1) holders of more than 51% aggregate principal amount of Master Indenture Obligations and (2) holders of more than 51% aggregate principal amount of indebtedness secured by the Security Agreement consented to the Amended and Restated Master Indenture as well as to the related amendments to the Security Agreement and terminations of the Contribution Agreements. As such, the Amended and Restated Master Indenture became effective, the Security Agreement was amended and the Contribution Agreements were terminated on that date.

A summary of certain provisions of the Amended and Restated Master Indenture is contained in the Official Statements for the Thomas Jefferson University Fixed Rate Revenue Bonds, Series 2017A and Thomas Jefferson University Variable Rate Revenue Bonds, Series 2017B. A copy of the Amended and Restated Master Indenture may be obtained by written request directed as follows:

Alfred C. Salvato
Senior Vice President for Corporate Finance
and Chief Investment Officer
Thomas Jefferson University
601 Walnut Street
Suite 925E
Philadelphia, PA 19106
alfred.salvato@jefferson.edu

This Event Notice is not made in connection with a purchase or sale of any bonds or the solicitation of any consent from any bondholder, and accordingly is not intended to contain all information material to a decision to purchase or sell such bonds or to give or withhold any bondholder consents.

Dated: December 11, 2017