OFFICIAL STATEMENT DATED SEPTEMBER 9, 2026

IN THE OPINION OF BOND COUNSEL (HEREIN DEFINED), UNDER EXISTING LAW AND ASSUMING CONTINUING COMPLIANCE WITH COVENANTS IN THE BOND ORDER (HEREIN DEFINED), INTEREST ON THE BONDS WILL BE EXCLUDABLE FROM GROSS INCOME FOR FEDERAL INCOME TAX PURPOSES AND IS NOT INCLUDED IN COMPUTING THE ALTERNATIVE MINIMUM TAXABLE INCOME OF INDIVIDUALS; HOWEVER, SUCH INTEREST IS TAKEN INTO ACCOUNT IN DETERMINING THE ANNUAL ADJUSTED FINANCIAL STATEMENT INCOME OF APPLICABLE CORPORATIONS FOR THE PURPOSE OF DETERMINING THE ALTERNATIVE MINIMUM TAX IMPOSED ON CORPORATIONS. SEE "LEGAL MATTERS" FOR A DISCUSSION ON THE OPINION OF BOND COUNSEL.

THE BONDS HAVE BEEN DESIGNATED AS "QUALIFIED TAX-EXEMPT OBLIGATIONS" FOR FINANCIAL INSTITUTIONS. SEE "TAX MATTERS—QUALIFIED TAX-EXEMPT OBLIGATIONS."

BOOK–ENTRY–ONLY

Insured Rating (BAM): S&P "AA" (stable outlook)
Underlying Rating: Moody's "Baa3"
See "MUNICIPAL BOND RATING" and "MUNICIPAL BOND INSURANCE" herein.

$3,560,000
FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147
(A political subdivision of the State of Texas located within Fort Bend County)
UNLIMITED TAX BONDS, SERIES 2026

Dated Date: October 1, 2026 **Due: September 1, as shown below**
Interest accrual date: Date of Delivery

Principal of the bonds described above (the "Bonds") will be payable at stated maturity or redemption upon presentation of the Bonds at the principal payment office of the paying agent/registrar, initially Zions Bancorporation, National Association, Amegy Bank Division, (the "Paying Agent/Registrar", "Paying Agent" or "Registrar") in Houston, Texas. Interest on the Bonds will accrue from the initial date of delivery (expected to be on or about October 15, 2026) (the "Date of Delivery") and be payable on March 1, 2027 and on each September 1 and March 1 thereafter until the earlier of maturity or redemption. Interest will be calculated on the basis of a 360-day year of twelve 30-day months. The Bonds will be issued only in fully registered form in $5,000 denominations or integral multiples thereof. The Bonds are subject to redemption prior to maturity as shown below.

The Bonds will be registered and delivered only in the name of Cede & Co., as nominee for The Depository Trust Company, New York, New York ("DTC"), which will act as securities depository for the Bonds. Beneficial Owners (as defined herein under "THE BONDS—Book-Entry-Only System") of the Bonds will not receive physical certificates representing the Bonds but will receive a credit balance on the books of the DTC participants. So long as Cede & Co. is the registered owner of the Bonds, the principal of and interest on the Bonds will be paid by the Paying Agent/Registrar, as herein defined, directly to DTC, which will, in turn, remit such principal and interest to its participants for subsequent disbursement to the beneficial owners. See "THE BONDS—Book-Entry-Only System."

The scheduled payment of principal of and interest on the Bonds when due will be guaranteed under a municipal bond insurance policy to be issued concurrently with the delivery of the Bonds by BUILD AMERICA MUTUAL ASSURANCE COMPANY ("BAM" or the "Insurer"). See "MUNICIPAL BOND INSURANCE" herein.

MATURITIES, PRINCIPAL AMOUNTS, INTEREST RATES AND INITIAL REOFFERING YIELDS

Due (Sept. 1)	Principal Amount		Interest Rate	Initial Reoffering Yield (a)	CUSIP Number (b)	Due (Sept. 1)	Principal Amount (a)		Interest Rate	Initial Reoffering Yield (b)	CUSIP Number (c)
2027	$ 75,000		6.750%	3.15%	34684E GJ4	2040	$ 140,000	(c)	4.625%	4.80%	34684E GX3
2028	80,000		6.750%	3.20%	34684E GK1	2041	145,000	(c)	4.750%	4.90%	34684E GY1
2029	80,000		6.750%	3.30%	34684E GL9	2042	155,000	(c)	4.750%	4.95%	34684E GZ8
2030	85,000		6.750%	3.45%	34684E GM7	2043	165,000	(c)	4.750%	5.00%	34684E HA2
2031	90,000		6.750%	3.55%	34684E GN5	2044	170,000	(c)	4.750%	5.01%	34684E HB0
2032	95,000		6.750%	3.65%	34684E GP0	2045	180,000	(c)	4.750%	5.02%	34684E HC8
2033	100,000	(c)	6.750%	3.75%	34684E GQ8	2046	190,000	(c)	4.750%	5.04%	34684E HD6
2034	105,000	(c)	6.750%	3.85%	34684E GR6	2047	200,000	(c)	4.750%	5.05%	34684E HE4
2035	110,000	(c)	4.875%	4.15%	34684E GS4	2048	210,000	(c)	4.750%	5.06%	34684E HF1
2036	115,000	(c)	4.250%	4.35%	34684E GT2	2049	220,000	(c)	4.750%	5.07%	34684E HG9
2037	120,000	(c)	4.375%	4.50%	34684E GU9	2050	230,000	(c)	4.750%	5.08%	34684E HH7
2038	125,000	(c)	4.500%	4.60%	34684E GV7	2051	240,000	(c)	4.750%	5.09%	34684E HJ3
2039	135,000	(c)	4.500%	4.70%	34684E GW5						

(a) Initial reoffering yield represents the initial offering yield to the public, which has been established by the Initial Purchaser for offers to the public and which subsequently may be changed.
(b) CUSIP Numbers have been assigned to the Bonds by CUSIP Global Services and are included solely for the convenience of the purchasers of the Bonds. Neither the District nor the Initial Purchaser shall be responsible for the selection or correctness of the CUSIP Numbers set forth herein.
(c) Bonds maturing on and after September 1, 2033, are subject to redemption prior to maturity at the option of the District, in whole or from time to time in part, on September 1, 2032, or on any date thereafter, at a price equal to the principal amount thereof plus accrued interest to the date fixed for redemption. See "THE BONDS—Redemption Provisions."

The Bonds, when issued, will constitute valid and legally binding obligations of Fort Bend County Municipal Utility District No. 147 (the "District") and will be payable from the proceeds of an annual ad valorem tax, without legal limitation as to rate or amount, levied against all taxable property located within the District. The Bonds are obligations solely of the District and are not obligations of the State of Texas, Fort Bend County, the City of Rosenberg or any entity other than the District. The Bonds are subject to certain investment considerations described herein. See "INVESTMENT CONSIDERATIONS."

The Bonds are offered when, as and if issued by the District, subject, among other things, to the approval of the Bonds by the Attorney General of Texas and the approval of certain legal matters by Sanford Kuhl Hagan Kugle Parker Kahn LLP, Bond Counsel, Houston, Texas. Certain legal matters will be passed on to the District by McCall, Parkhurst & Horton L.L.P., Houston, Texas, Disclosure Counsel. Delivery of the Bonds in book-entry form through DTC is expected on or about October 15, 2026.

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USE OF INFORMATION IN OFFICIAL STATEMENT

This document, when further supplemented by adding additional information specifying the interest rates and certain other information relating to the Bonds, shall constitute a "final official statement" of the district with respect to the Bonds, as such term is defined by SEC Rule 15c2-12.

No dealer, broker, salesman or other person has been authorized to give any information or to make any representations other than those contained in this OFFICIAL STATEMENT, and, if given or made, such other information or representations must not be relied upon as having been authorized by the District.

This OFFICIAL STATEMENT is not to be used in an offer to sell or the solicitation of an offer to buy in any state in which such offer or solicitation is not authorized or in which the person making such offer or solicitation is not qualified to do so or to any person to whom it is unlawful to make such offer or solicitation.

All of the summaries of the statutes, resolutions, orders, contracts, audited financial statements, engineering and other related reports set forth in this OFFICIAL STATEMENT are made subject to all of the provisions of such documents. These summaries do not purport to be complete statements of such provisions, and reference is made to such documents, copies of which are available from Sanford Kuhl Hagan Kugle Parker Kahn LLP., Bond Counsel, 1330 Post Oak Boulevard, Suite 2650, Houston, Texas, 77056, for further information.

References to web site addresses presented herein are for informational purposes only and may be in the form of a hyperlink solely for the reader's convenience. Unless specified otherwise, such web sites and the information or links contained therein are not incorporated into, and are not part of, this Official Statement for purposes of, and as that term is defined in, SEC Rule 15c2-12, as amended.

This OFFICIAL STATEMENT contains, in part, estimates, assumptions and matters of opinion which are not intended as statements of fact, and no representation is made as to the correctness of such estimates, assumptions or matters of opinion, or as to the likelihood that they will be realized. Any information and expressions of opinion herein contained are subject to change without notice and neither the delivery of this OFFICIAL STATEMENT nor any sale made hereunder shall, under any circumstances, create any implication that there has been no change in the affairs of the District or other matters described herein since the date hereof. However, the District has agreed to keep this OFFICIAL STATEMENT current by amendment or sticker to reflect material changes in the affairs of the District and, to the extent that information actually comes to its attention, the other matters described in this OFFICIAL STATEMENT until delivery of the Bonds to the Initial Purchaser (as herein defined) and thereafter only as specified in "PREPARATION OF OFFICIAL STATEMENT—Updating the Official Statement."

Neither the District nor the Initial Purchaser make any representations as to the accuracy, completeness, or adequacy of the information supplied by The Depository Trust Company for use in this OFFICIAL STATEMENT.

Build America Mutual Assurance Company ("BAM") makes no representation regarding the Bonds or the advisability of investing in the Bonds. In addition, BAM has not independently verified, makes no representation regarding, and does not accept any responsibility for the accuracy or completeness of this OFFICIAL STATEMENT or any information or disclosure contained herein, or omitted herefrom, other than with respect to the accuracy of the information regarding BAM, supplied by BAM and presented under the heading "MUNICIPAL BOND INSURANCE" and "APPENDIX B—Specimen Municipal Bond Insurance Policy."

OFFICIAL STATEMENT SUMMARY

The following is a brief summary of certain information contained herein which is qualified in its entirety by the detailed information and financial statements appearing elsewhere in this OFFICIAL STATEMENT. The summary should not be detached and should be used in conjunction with more complete information contained herein. A full review should be made of the entire Official Statement and of the documents summarized or described therein.

THE DISTRICT

Description... Fort Bend County Municipal Utility District No. 147 (the "District") is a political subdivision of the State of Texas, created by an order of the Texas Commission on Environmental Quality (the "TCEQ" or "Commission") on July 9, 2004, and operates pursuant to Chapters 49 and 54 of the Texas Water Code, as amended. The District currently consists of approximately 394 acres of land. See "THE DISTRICT."

Location… The District is located in Fort Bend County approximately 32 miles west of the central downtown business district of the City of Houston and approximately 3 miles south of the downtown business district of the City of Rosenberg (the "City"). The District lies wholly within the city limits of the City and within the boundaries of Lamar Consolidated Independent School District. The District is directly south of and adjacent to J. Meyer Road; approximately 1.5 miles south of US Highway 59/Interstate 69; approximately 0.5 miles east of State Highway 36; and approximately 0.5 miles west of FM 2218. See "THE DISTRICT—Description and Location" and "AERIAL PHOTOGRAPH."

The Developer and Principal Property Owners… LGI Homes-Texas, LLC, a Texas limited liability company, ("LGI") has developed the Trails at Seabourne Parke, Sections Two through Four, consisting of 308 lots on approximately 64 acres of land. LGI owns no remaining developable land within the District.

Josh-Mara Development, LLC, a Texas limited liability company ("Josh-Mara"), has developed Seabourne Landing, Sections One through Three consisting of 234 lots on approximately 71 acres of land owned by Chesmar Homes, LLC for Chesmar Homes, LLC, a Texas limited liability company, ("Chesmar"). Chesmar Homes and Josh-Mara do not own any additional developable land within the District.

Lennar Homes of Texas Land and Construction, Ltd., a Texas limited partnership, ("Lennar Homes") d.b.a. Friendswood Development Company has developed the Preserve at Rosenberg, Sections One, Two and Three consisting of 343 lots on approximately 112 acres of land in the District within the Defined Area (defined herein). Lennar Homes is wholly owned by Lennar Corporation ("Lennar"), a publicly traded corporation whose stock is listed on the New York Stock Exchange under the ticker symbol "LEN." Lennar's activities include homebuilding, real estate investments, residential and commercial developments, and financial services operations throughout the United States. Undeveloped land within the Defined Area's boundaries is owned by ZED (defined below), which acts solely as a land holding company. ZED sells land to Lennar Homes as needed for development. See "DEFINED AREA."

ZED Partners, LTD, a Texas limited partnership, Edward P. deZevallos, PSP, and Christopher L. deZevallos, PSP ("ZED") originally owned approximately 169 acres of land in the District within the Defined Area (defined herein) and currently owns approximately 57 acres of such land within the Defined Area.

Samuel Waimun Shum ("Shum") owns approximately 48 acres of land in the District within the Defined Area. No development has occurred to date on this tract. See "DEFINED AREA."

LGI, Chesmar and Lennar are collectively referred to as the "Developers."

No landowner, developer or any of their respective affiliates, is obligated to pay any principal of or interest on the Bonds. See "THE DEVELOPERS AND PRINCIPAL PROPERTY OWNERS."

Defined Area... Pursuant to the provisions of Subchapter J of Chapter 54 of the Texas Water Code, as amended, and Chapter 7967A, Texas Special District Local Laws Code, the District has designated approximately 224 acres of the District as a defined area to pay for improvements, facilities, or services that primarily benefit that area. See "DEFINED AREA."

On June 20, 2023, the District approved the creation of a defined area encompassing approximately 224 acres within the District (the "Defined Area"). At an election within the Defined Area, held on November 7, 2023, the voters within the Defined Area authorized $63,000,000 principal amount of unlimited tax bonds to finance water, wastewater and drainage improvements, $94,500,000 principal amount of refunding bonds for refinancing of outstanding bonds sold for water, wastewater, and drainage facilities, $42,000,000 principal amount of unlimited tax bonds to finance road improvements, $63,000,000 principal amount of refunding bonds for refinancing of outstanding bonds sold for road facilities solely within the Defined Area, the levy of an unlimited tax in payment of such bonds within the Defined Area and the levy of an unlimited operation and maintenance tax for facilities authorized by Article XVI, Section 59 of the Texas Constitution within the Defined Area. To date, the District has not issued unlimited tax bonds from the voted authorization related to the Defined Area.

Lennar has developed approximately 112 acres as 343 lots within the Defined Area and is building homes on such lots. The District levied its initial tax rate in 2025 for the Defined Area. The 2025 total tax rate for the Defined Area is $0.3082 per $100 of assessed valuation. The anticipated 2026 total tax rate for the Defined Area is $0.3282 per $100 of assessed valuation. See "DEFINED AREA."

The District is planning to sell approximately $2,100,000 principal amount of unlimited tax road bonds for the Defined Area in the fourth quarter of 2026. See "INVESTMENT CONSIDERATIONS—Future Debt."

Homebuilders… Lennar is the sole homebuilder in the District with homes ranging in sales price from $340,000 to $482,000. See "THE DISTRICT—Homebuilding."

Status of Development... Development in the District currently consists of the subdivision Trails at Seabourne Parke, Sections One through Four, Seabourne Landing, Sections One through Three and the Preserve at Rosenberg Sections One, Two and Three totaling 1,025 single-family residential lots on approximately 277 acres. As of July 26, 2026, there were 762 completed and occupied single-family homes, 12 completed and unoccupied single-family homes, 1 model home, 59 homes under construction and 191 developed lots available for home construction.

There are approximately 99 developable acres in the District remaining to be developed and approximately 18 acres of land in the District that are not developable, including public rights-of-way, detention, open space, a drainage channel and drainage easement, recreation and utility sites. See "THE DISTRICT—Land Use—Status of Development."

THE FINANCING

The Issuer… Fort Bend County Municipal Utility District No. 147, a political subdivision of the State of Texas, is located in Fort Bend County, Texas. See "THE DISTRICT."

The Issue... The $3,560,000 Unlimited Tax Bonds, Series 2026 (the "Bonds") are being issued as fully registered bonds pursuant to an order (the "Bond Order") authorizing the issuance of the Bonds adopted by the District's Board of Directors (the "Board"). The Bonds are scheduled to mature serially on September 1 in each of the years 2027 through 2051, both inclusive, each in the principal amounts and accrue interest at the rates shown on the cover hereof. The Bonds will be issued in denominations of $5,000 or integral multiples of $5,000. Interest on the Bonds accrues from the Date of Delivery, and is payable on March 1, 2027, and on each September 1 and March 1 thereafter, until maturity or prior redemption. See "THE BONDS."

Redemption... The Bonds maturing on and after September 1, 2033, are subject to redemption, in whole or from time to time in part, at the option of the District, prior to their maturity dates, on September 1, 2032, or on any date thereafter. Upon redemption, the Bonds will be payable at a price of par plus accrued interest to the date of redemption. See "THE BONDS—Redemption Provisions."

Book-Entry-Only System... The Depository Trust Company ("DTC"), New York, New York, will act as securities depository for the Bonds. The Bonds will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered certificate will be issued for each maturity of the Bonds and will be deposited with DTC or its designee. See "THE BONDS—Book Entry–Only System."

Source of Payment... Principal of and interest on the Bonds are payable from the proceeds of an annual ad valorem tax, without legal limitation as to rate or amount, levied upon all taxable property within the District. The Bonds are obligations of the District and are not obligations of the City, Fort Bend County, the State of Texas or any entity other than the District. See "THE BONDS—Source and Security for Payment."

Use of Proceeds... Proceeds of the Bonds will be used pay for the construction costs shown herein under "USE AND DISTRIBUTION OF BOND PROCEEDS." In addition, Bond proceeds will be used to pay developer interest, engineering fees and administrative costs and certain other costs related to the issuance of the Bonds.

Authority for Issuance... At an elections held within the District on September 11, 2004 and November 3, 2015, voters authorized a total of $45,000,000 principal amount of unlimited tax bonds for purposes of acquiring or constructing water and drainage facilities. The Bonds are the sixth issue out of such authorization for water, wastewater, and drainage facilities. The Bonds are issued pursuant to said voter authorization, the Bond Order, Article XVI, Section 59 of the Texas Constitution, Chapters 49 and 54 of the Texas Water Code, as amended, the general laws of the State of Texas relating to the issuance of bonds by political subdivisions of the State of Texas and an order of the TCEQ. See "THE BONDS—Authority for Issuance."

Payment Record… The District has previously issued five series of unlimited tax bonds for purposes of acquiring or constructing water and drainage facilities, and one series of unlimited tax bonds for purposes of acquiring or constructing parks and recreational facilities, of which $18,310,000 principal amount will be outstanding as of September 2, 2026 (the "Outstanding Bonds"). The District has not defaulted in the payment of principal and interest on the Outstanding Bonds.

Qualified Tax-Exempt Obligations... The District has designated the Bonds as "qualified tax-exempt obligations" pursuant to Section 265(b) of the Internal Revenue Code of 1986, as amended. See "LEGAL MATTERS—Qualified Tax-Exempt Obligations."

Municipal Bond Rating and Municipal Bond Insurance... S&P Global Ratings, a business unit of Standard & Poor's Financial Services LLC, ("S&P") has assigned a municipal bond rating of "AA" (stable outlook) to the Bonds with the understanding that, upon issuance and delivery of the Bonds, a municipal bond insurance policy ensuring the timely payment of the principal of and interest on the Bonds will be issued by Build America Mutual Assurance Company ("BAM" or the "Insurer"). Moody's Investors Service, Inc. ("Moody's") has assigned an underlying rating of "Baa3" to the Bonds. An explanation of the ratings may be obtained from S&P and Moody's. See "INVESTMENT CONSIDERATIONS—Risk Factors Related to the Purchase of Municipal Bond Insurance," "MUNICIPAL BOND RATING," "MUNICIPAL BOND INSURANCE," and "APPENDIX B."

Bond Counsel... Sanford Kuhl Hagan Kugle Parker Kahn LLP., Houston, Texas. See "MANAGEMENT OF THE DISTRICT—District Consultants" and "LEGAL MATTERS."

Disclosure Counsel... McCall, Parkhurst & Horton L.L.P., Houston, Texas. See "LEGAL MATTERS."

Financial Advisor... Masterson Advisors LLC, Houston, Texas. See "MANAGEMENT."

Paying Agent/Registrar... Zions Bancorporation, National Association, Amegy Bank Division, Houston, Texas. See "THE BONDS—Method of Payment of Principal and Interest."

INVESTMENT CONSIDERATIONS

The purchase and ownership of the Bonds are subject to special investment considerations and all prospective purchasers are urged to examine carefully this entire Official Statement with respect to the investment security of the Bonds, including particularly the section captioned "INVESTMENT CONSIDERATIONS."

FINANCIAL INFORMATION (UNAUDITED)

2026 Taxable Assessed Valuation	$213,340,020	(a)
Estimated Taxable Assessed Valuation as of July 15, 2026	$239,826,490	(b)
Gross Direct Debt Outstanding (the Bonds and the Outstanding Bonds)	$21,870,000	(c)
Estimated Overlapping Debt	29,380,550	(d)
Gross Direct Debt and Estimated Overlapping Debt	$51,250,550	
Ratios of Gross Direct Debt to:		
2026 Taxable Assessed Valuation	10.25%	
Estimated Taxable Assessed Valuation as of July 15, 2026	9.12%	
Ratios of Gross Direct Debt and Estimated Overlapping Debt to:		
2026 Taxable Assessed Valuation	24.02%	
Estimated Taxable Assessed Valuation as of July 15, 2026	21.37%	
2025 Debt Service Tax Rate	$0.6500	
2025 Maintenance Tax Rate	0.2218	
2025 Total Tax Rate	$0.8718	
Anticipated 2026 Debt Service Tax Rate	$0.7000	
Anticipated 2026 Maintenance Tax Rate	0.1718	
Anticipated 2026 Total Tax Rate	$0.8718	(e)
2025 Defined Area Tax Rate	$0.3082	(f)
2026 Anticipated Defined Area Tax Rate	$0.32820	(f)
Average percentage of total tax collections (2021-2025)	99.82%	
Average Annual Debt Service Requirement (2027-2051)	$1,321,571	(g)
Maximum Annual Debt Service Requirement (2042)	$1,675,225	(g)
Tax Rates Required to Pay Average Annual Debt Service (2027-2051) at a 95% Collection Rate:		
Based upon 2026 Taxable Assessed Valuation	$0.66	(h)
Based upon Estimated Taxable Assessed Valuation as of July 15, 2026	$0.59	(h)
Tax Rates Required to Pay Maximum Annual Debt Service (2042) at a 95% Collection Rate:		
Based upon 2026 Taxable Assessed Valuation	$0.83	(h)
Based upon Estimated Taxable Assessed Valuation as of July 15, 2026	$0.74	(h)
Status of Development as of July 26, 2026 (i):		
Completed and Occupied Single-Family Homes	762	
Completed and Unoccupied Single-Family Homes	12	
Model Homes	1	
Under Construction	59	
Lots Available for Home Construction	191	
Estimated Population	2,667	(j)

(a) The Fort Bend Central Appraisal District (the "Appraisal District") has certified $212,922,961 of taxable value as of January 1, 2026. An additional $417,059 of taxable value remains uncertified (80%), subject to downward revision prior to certification. See "TAXING PROCEDURES."

(b) As estimated by the Appraisal District as of July 15, 2026, for information purposes only. This estimate has no official status. Taxes are levied based on value as certified by the Appraisal District as of January 1 of each year, and, therefore, this estimate will not be the basis for any tax levy by the District. The 2026 Taxable Assessed Valuation provided by the Appraisal District has been updated to add the estimated value of improvements constructed from January 1, 2026 to July 15, 2026. See "TAXING PROCEDURES."

(c) After the issuance of the Bonds. Excludes the District's September 1, 2026 debt service payment. See "FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)—Outstanding Bonds."

(d) See "ESTIMATED OVERLAPPING DEBT."

(e) The District authorized publication of its intent to levy a total tax rate of $0.8718 per $100 of taxable assessed valuation (consisting of $0.7000 for debt service and $0.1718 for maintenance and operations) and expects to adopt such rate in October 2026. See "TAX DATA—Tax Rate Distribution."

(f) The District levied its initial tax rate in 2025 for the Defined Area. Approximately 224 acres within the District are assessed the Defined Area tax rate for a combined total tax rate in 2025 of $0.3082 per $100 of assessed valuation. The District authorized publication of its intent to levy a total tax rate of $0.3282 per $100 of assessed valuation for the Defined Area and expects to adopt such rate in October 2026. See "TAX DATA—Defined Area Maintenance and Operations Tax" and "—Tax Rate Distribution."

(g) See "DEBT SERVICE REQUIREMENTS."

(h) See "TAX DATA—Tax Adequacy for Debt Service" and "INVESTMENT CONSIDERATIONS—Possible Impact on District Tax Rates."

(i) See "THE DISTRICT—Status of Development."

(j) The estimated population assumes 95% occupancy for the total number of completed single-family homes, based upon 3.5 persons per occupied single-family residence.

OFFICIAL STATEMENT

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

(A political subdivision of the State of Texas located within Fort Bend County)

$3,560,000
UNLIMITED TAX BONDS
SERIES 2026

This OFFICIAL STATEMENT provides certain information in connection with the issuance by Fort Bend County Municipal Utility District No. 147 (the "District") of its $3,560,000 Unlimited Tax Bonds, Series 2026 (the "Bonds").

The Bonds are issued pursuant to Article XVI, Section 59 of the Texas Constitution, Chapters 49 and 54 of the Texas Water Code, as amended, the general laws of the State of Texas relating to the issuance of bonds by political subdivisions of the State of Texas, an order authorizing the issuance of the Bonds (the "Bond Order") adopted by the Board of Directors of the District (the "Board"), an order of the Texas Commission on Environmental Quality (the "TCEQ") and an election held within the District.

This OFFICIAL STATEMENT includes descriptions, among others, of the Bonds and the Bond Order and other information about the District. All descriptions of documents contained herein are only summaries and are qualified in their entirety by reference to each document. Copies of certain of the documents may be obtained from Sanford Kuhl Hagan Kugle Parker Kahn LLP., Bond Counsel, 1330 Post Oak Boulevard, Suite 2650, Houston, Texas 77056, upon payment of duplication costs therefor.

THE BONDS

General

The following is a description of some of the terms and conditions of the Bonds, which description is qualified in its entirety by reference to the Bond Order. The Bond Order authorizes the issuance and sale of the Bonds and prescribes the terms, conditions and provisions for the payment of the principal of and interest on the Bonds by the District.

The Bonds will be dated October 1, 2026, with interest payable on March 1, 2027, and on each September 1 and March 1 thereafter (each an "Interest Payment Date") until the earlier of maturity or redemption. Interest on the Bonds initially accrues from the Date of Delivery, and thereafter, from the most recent Interest Payment Date. The Bonds mature on September 1 of the years and in the principal amounts and accrue interest at the rates shown under "MATURITIES, PRINCIPAL AMOUNTS, INTEREST RATES AND INITIAL REOFFERING YIELDS" on the cover page hereof. The Bonds are issued in fully registered form only in denominations of $5,000 or any integral multiple of $5,000 for any one maturity.

In the event the Book-Entry-Only System (defined below) is discontinued and physical bond certificates issued, interest on the Bonds will be payable by check on or before each interest payment date, mailed by the Paying Agent/Registrar (as defined on the cover page) to the registered owners ("Registered Owners") as shown on the bond register (the "Register") kept by the Paying Agent/Registrar at the close of business on the 15th calendar day of the month immediately preceding each interest payment date to the address of such Registered Owner as shown on the Register, or by such other customary banking arrangements as may be agreed upon by the Paying Agent/Registrar and a Registered Owner at the risk and expense of such Registered Owner.

Book-Entry-Only System

The information in this section concerning DTC (defined below) and DTC's book-entry system (the "Book-Entry-Only System") has been obtained from sources that the District believes to be reliable, but the District takes no responsibility for the accuracy or completeness thereof. The District cannot and does not give any assurances that DTC, Direct Participants or Indirect Participants (both defined herein) will distribute to the Beneficial Owners (defined herein) (a) payments of interest, principal or premium, if any, with respect to the Bonds, (b) certificates representing ownership interest in or other confirmation or ownership interest in the Bonds, or (c) prepayment or other notices sent to DTC or Cede & Co., its nominee, as the registered owner of the Bonds, or that they will so do on a timely basis or that DTC, Direct Participants or Indirect Participants will act in the manner described in this Official Statement. The current "Rules" applicable to DTC are on file with the Securities and Exchange Commission and the current "Procedure" of DTC to be followed in dealing with Direct Participants is on file with DTC.

The Depository Trust Company ("DTC"), New York, NY, will act as securities depository for the Bonds. The Bonds will be issued as fully-registered securities registered in the name of Cede & Co. (DTC's partnership nominee) or such other name as may be requested by an authorized representative of DTC. One fully-registered bond certificate will be issued for each maturity of the Bonds, in the aggregate principal amount of such maturity, and will be deposited with DTC.

DTC, the world's largest securities depository, is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code, and a "clearing agency" registered pursuant to the provisions of Section 17A of the Securities Exchange Act of 1934. DTC holds and provides asset servicing for over 3.5 million issues of U.S. and non-U.S. equity issues, corporate and municipal debt issues, and money market instruments (from over 100 countries) that DTC's participants ("Direct Participants") deposit with DTC. DTC also facilitates the post-trade settlement among Direct Participants of sales and other securities transactions in deposited securities, through electronic computerized book-entry transfers and pledges between Direct Participants' accounts. This eliminates the need for physical movement of securities certificates. Direct Participants include both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, clearing corporations, and certain other organizations. DTC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation ("DTCC"). DTCC is the holding company for DTC, National Securities Clearing Corporation and Fixed Income Clearing Corporation, all of which are registered clearing agencies. DTCC is owned by the users of its regulated subsidiaries. Access to the DTC system is also available to others such as both U.S. and non-U.S. securities brokers and dealers, banks, trust companies, and clearing corporations that clear through or maintain a custodial relationship with a Direct Participant, either directly or indirectly ("Indirect Participants," together with a Direct Participant, the "Participants"). DTC has a rating of "AA+" from S&P Global Ratings. The DTC Rules applicable to its Participants are on file with the Securities and Exchange Commission. More information about DTC can be found at www.dtcc.com.

Purchases of Bonds under the DTC system must be made by or through Direct Participants, which will receive a credit for the Bonds on DTC's records. The ownership interest of each actual purchaser of each Bond ("Beneficial Owner") is in turn to be recorded on the Direct and Indirect Participants' records. Beneficial Owners will not receive written confirmation from DTC of their purchase. Beneficial Owners are, however, expected to receive written confirmations providing details of the transaction, as well as periodic statements of their holdings, from the Direct or Indirect Participant through which the Beneficial Owner entered into the transaction. Transfers of ownership interests in the Bonds are to be accomplished by entries made on the books of Direct and Indirect Participants acting on behalf of Beneficial Owners. Beneficial Owners will not receive certificates representing their ownership interests in Bonds, except in the event that use of the Book-Entry-Only System for the Bonds is discontinued.

To facilitate subsequent transfers, all Bonds deposited by Direct Participants with DTC are registered in the name of DTC's partnership nominee, Cede & Co., or such other name as may be requested by an authorized representative of DTC. The deposit of Bonds with DTC and their registration in the name of Cede & Co. or such other DTC nominee do not affect any change in beneficial ownership. DTC has no knowledge of the actual Beneficial Owners of the Bonds; DTC's records reflect only the identity of the Direct Participants to whose accounts such Bonds are credited, which may or may not be the Beneficial Owners. The Direct and Indirect Participants will remain responsible for keeping account of their holdings on behalf of their customers.

Conveyance of notices and other communications by DTC to Direct Participants, by Direct Participants to Indirect Participants, and by Direct Participants and Indirect Participants to Beneficial Owners will be governed by arrangements among them, subject to any statutory or regulatory requirements as may be in effect from time to time. Beneficial Owners of Bonds may wish to take certain steps to augment the transmission to them of notices of significant events with respect to the Bonds, such as redemptions, tenders, defaults and proposed amendments to the Bond documents. For example, Beneficial Owners of Bonds may wish to ascertain that the nominee holding the Bonds for their benefit has agreed to obtain and transmit notices to Beneficial Owners. In the alternative, Beneficial Owners may wish to provide their names and addresses to the Paying Agent/Registrar and request copies of notices be provided directly to them.

Redemption notices shall be sent to DTC. If less than all of the Bonds within an issue are being redeemed, DTC's practice is to determine by lot the amount of the interest of each Direct Participant in such issue to be redeemed.

Neither DTC nor Cede & Co. (nor any other DTC nominee) will consent or vote with respect to Bonds unless authorized by a Direct Participant in accordance with DTC's MMI Procedures. Under its usual procedures, DTC mails an Omnibus Proxy to the District (or the trustee on behalf thereof) as soon as possible after the record date. The Omnibus Proxy assigns Cede & Co.'s consenting or voting rights to those Direct Participants to whose accounts Bonds are credited on the record date (identified in a listing attached to the Omnibus Proxy). Principal, premium, if any, interest payments and redemption proceeds on the Bonds will be made to Cede & Co., or such other nominee as may be requested by an authorized representative of DTC. DTC's practice is to credit Direct Participants' accounts upon DTC's receipt of funds and corresponding detail information from the District or Paying Agent, on payable date in accordance with their respective

holdings shown on DTC's records. Payments by Participants to Beneficial Owners will be governed by standing instructions and customary practices, as is the case with securities held for the accounts of customers in bearer form or registered in "street name," and will be the responsibility of such Participant and not of DTC, the Paying Agent, or the District, subject to any statutory or regulatory requirements as may be in effect from time to time. Payment of principal, premium, if any, interest payments and redemption proceeds to Cede & Co. (or such other nominee as may be requested by an authorized representative of DTC) is the responsibility of the District or the Paying Agent, disbursement of such payments to Direct Participants will be the responsibility of DTC, and disbursement of such payments to the Beneficial Owners will be the responsibility of Direct and Indirect Participants.

DTC may discontinue providing its services as depository with respect to the Bonds at any time by giving reasonable notice to the District or the Paying Agent. Under such circumstances, in the event that a successor depository is not obtained, Bond certificates are required to be printed and delivered.

The District may decide to discontinue use of the system of book-entry transfers through DTC (or a successor securities depository). In that event, Bond certificates will be printed and delivered.

The information in this section concerning DTC and DTC's Book-Entry-Only System has been obtained from sources that the District believes to be reliable, but the District takes no responsibility for the accuracy thereof.

Authority for Issuance

At an elections held within the District on September 11, 2004 and November 3, 2015, voters of the District authorized a total of $45,000,000 principal amount of unlimited tax bonds for the purpose of acquiring or constructing water, wastewater, and drainage facilities and $542,000 principal amount of unlimited tax bonds for the purpose of parks and recreational facilities. The Bonds constitute the sixth issuance of bonds. The Bonds are issued by the District pursuant to the terms and provisions of the Bond Order; Article XVI, Section 59 of the Texas Constitution; Chapters 49 and 54 of the Texas Water Code, as amended; the general laws of the State of Texas relating to the issuance of bonds by political subdivisions of the State of Texas and an order of the TCEQ. See "THE BONDS—Issuance of Additional Debt."

The TCEQ approved the sale of the Bonds subject to certain restrictions, including the use of Bond proceeds as summarized in "USE AND DISTRIBUTION OF BOND PROCEEDS."

Before the Bonds can be issued, the Attorney General of Texas must pass upon the legality of certain related matters. The Attorney General of Texas does not guarantee or pass upon the safety of the Bonds as an investment or upon the adequacy of the information contained in this OFFICIAL STATEMENT.

Source and Security for Payment

The Bonds, together with the Outstanding Bonds and any additional bonds payable from ad valorem taxes, are secured by and payable from the proceeds of an annual ad valorem tax, without legal limitation as to rate or amount, levied upon all taxable property located within the District. See "TAXING PROCEDURES." In the Bond Order, the District covenants that said taxes are irrevocably pledged to the payment of the interest on and principal of the bonds and to no other purpose. Investment in the Bonds involves certain elements of risk, and all prospective purchasers are urged to examine carefully this OFFICIAL STATEMENT with respect to the investment security of the Bonds. See "INVESTMENT CONSIDERATIONS." The Bonds are obligations solely of the District and are not obligations of the City of Rosenberg (the "City"), Fort Bend County, the State of Texas, or any political subdivision or entity other than the District.

Funds

In the Bond Order, the Debt Service Fund is confirmed, and the proceeds from all taxes levied, assessed and collected for and on account of the Bonds authorized by the Bond Order shall be deposited, as collected, in such fund.

The proceeds from sale of the Bonds, including interest earnings thereon, shall be deposited into the District's Capital Projects Fund, to pay the costs of acquiring or constructing District facilities, paying developer interest and for paying the costs of issuing the Bonds. See "USE AND DISTRIBUTION OF BOND PROCEEDS" for a more complete description of the use of Bond proceeds.

Record Date

The record date for payment of the interest on any regularly scheduled Interest Payment Date is defined as the 15th day of the month (whether or not a business day) preceding such Interest Payment Date.

Redemption Provisions

The District reserves the right, at its option, to redeem the Bonds maturing on or after September 1, 2033, prior to their scheduled maturities, in whole or in part, in integral multiples of $5,000, on September 1, 2032, or on any date thereafter, at a price of par plus accrued interest on the principal amounts called for redemption to the date fixed for redemption. If fewer than all of the Bonds are redeemed at any time, the particular maturity or maturities of Bonds to be redeemed shall be selected by the District. If less than all the Bonds of any maturity are redeemed at any time, the particular Bonds within a maturity to be redeemed shall be selected by the Paying Agent/Registrar by lot or other customary method of selection (or by DTC in accordance with its procedures while the Bonds are in book-entry-only form).

Notice of any redemption identifying the Bonds to be redeemed in whole or in part shall be given by the Paying Agent/Registrar at least thirty (30) days prior to the date fixed for redemption by sending written notice by first class mail to the Registered Owner of each Bond to be redeemed in whole or in part at the address shown on the Register. Such notices shall state the redemption date, the redemption price, the place at which the Bonds are to be surrendered for payment and, if fewer than all the Bonds outstanding within any one maturity are to be redeemed, the numbers of the Bonds or the portions thereof to be redeemed. Any notice given shall be conclusively presumed to have been duly given, whether or not the Registered Owner receives such notice. By the date fixed for redemption, due provision shall be made with the Paying Agent/Registrar for payment of the redemption price of the Bonds or portions thereof to be redeemed, plus accrued interest to the date fixed for redemption. When Bonds have been called for redemption in whole or in part and due provision has been made to redeem the same as herein provided, the Bonds or portions thereof so redeemed shall no longer be regarded as outstanding except for the purpose of receiving payment solely from the funds so provided for redemption, and the rights of the Registered Owners to collect interest that would otherwise accrue after the redemption date on any Bond or portion thereof called for redemption shall terminate on the date fixed for redemption.

Method of Payment of Principal and Interest

The Board has appointed Zions Bancorporation, National Association, Amegy Bank Division, having its principal corporate trust office and its principal payment office in Houston, Texas, as the initial Paying Agent/Registrar for the Bonds. The principal of and interest on the Bonds shall be paid to DTC, which will make distribution of the amounts so paid. See "THE BONDS—Book-Entry-Only System."

Registration and Transfer

So long as any Bonds remain outstanding, the Paying Agent/Registrar shall keep the register at its principal payment office in Houston, Texas and, subject to such reasonable regulations as it may prescribe, the Paying Agent/Registrar shall provide for the registration and transfer of Bonds in accordance with the terms of the Bond Order. While the Bonds are in the Book-Entry-Only system, the Bonds will be registered in the name of Cede & Co. and will not be transferred. See "THE BONDS—Book-Entry-Only System."

Mutilated, Lost, Stolen or Destroyed Bonds

In the event the Book-Entry-Only System should be discontinued, the District has agreed to replace mutilated, destroyed, lost or stolen Bonds upon surrender of the mutilated Bonds, or on receipt of satisfactory evidence of such destruction, loss or theft, and receipt by the District and Paying Agent/Registrar of security or indemnity to hold them harmless. Upon the issuance of a new bond the District may require payment of taxes, governmental charges and other expenses (including the fees and expenses of the Paying Agent/Registrar), bond printing and legal fees in connection with any such replacement.

Replacement of Paying Agent/Registrar

Provision is made in the Bond Order for replacement of the Paying Agent/Registrar. If the Paying Agent/Registrar is replaced by the District, the new paying agent/registrar shall act in the same capacity as the previous Paying Agent/Registrar. Any paying agent/registrar selected by the District shall be a national or state banking institution, a corporation organized and doing business under the laws of the United States of America or of any State, authorized under such laws to exercise trust powers, and subject to supervision or examination by federal or state authority, to act as Paying Agent/Registrar for the Bonds.

Issuance of Additional Debt

The District's voters have authorized the issuance of a total of $45,000,000 principal amount of unlimited tax bonds for the purpose of acquiring or constructing water and drainage facilities and $542,000 principal amount of unlimited tax bonds for the purpose of parks and recreational facilities and could authorize additional amounts. Following the issuance of the Bonds, the District will have $21,295,000 of unlimited tax bonds authorized but unissued for the purpose of acquiring or constructing water and drainage facilities and $2,000 of unlimited tax bonds authorized but unissued for the purpose of parks and recreational facilities. In addition, voters have authorized $67,500,000 principal amount in unlimited tax refunding bonds for refinancing of outstanding bonds sold for the purpose of acquiring or constructing water and drainage facilities, all of which remains authorized but unissued. Voters may authorize the issuance of additional bonds secured by ad valorem taxes for any or all of the above purposes. See "INVESTMENT CONSIDERATIONS—Future Debt."

The District may also issue additional bonds in the Defined Area, subject to the authorization of the Defined Area voters and the approval of the TCEQ. The Defined Area voters have authorized $63,000,000 principal amount of unlimited tax bonds to finance water, wastewater and drainage improvements, $94,500,000 principal amount of refunding bonds for refinancing of outstanding bonds sold for water, wastewater, and drainage facilities, $42,000,000 principal amount of unlimited tax bonds to finance road improvements, and $63,000,000 principal amount of refunding bonds for refinancing of outstanding bonds sold for road facilities solely within the Defined Area, none of which has been issued to date. The District is planning to sell approximately $2,100,000 principal amount of unlimited tax road bonds for the Defined Area in the fourth quarter of 2026. See "DEFINED AREA."

The District is authorized by statute to develop parks and recreational facilities, including issuing bonds payable from taxes for such purpose. Before the District could issue park bonds payable from taxes, the following actions would be required: (a) amendments to existing city ordinances specifying the purposes for which the District may issue bonds; (b) preparation of a detailed park plan; (c) authorization of park bonds by the qualified voters in the District; (d) approval of the park projects and bonds by the Commission; and (e) approval of the bonds by the Attorney General of Texas. If the District does issue park bonds, the outstanding principal amount of such bonds may not exceed an amount equal to one percent (1%) of the value of the taxable property in the District, unless the District meets certain financial feasibility requirements under the TCEQ rules, in which case the outstanding principal amount of such bonds issued by the District may exceed an amount equal to one percent (1%) but not three percent (3%) of the value of the taxable property in the District.

The District also is authorized by statute to engage in fire-fighting activities, including the issuing of bonds payable from taxes for such purpose. Before the District could issue such bonds, the District would be required to obtain authorization from the District's voters to issue such bonds and approval of the bonds by the Attorney General of Texas. The District has not considered calling such an election at this time.

The Bond Order imposes no limitation on the amount of additional parity bonds which may be authorized for issuance by the District's voters or the amount that may ultimately be issued by the District. The issuance of additional bonds and levy of taxes in connection therewith may dilute the security for the Bonds.

Dissolution

Under existing Texas law, since the District lies wholly within the corporate limits of the City, the District may be dissolved by the City, without the District's consent, subject to compliance by the City with Chapter 43 of the Texas Local Government Code, as amended. The Utility Agreement (as herein defined) between the City and the District places certain restrictions on the City's right to dissolve the District. See "THE DISTRICT—Utility Agreement with the City" and "—Dissolution of the District." If the District is dissolved, the City must assume the District's assets and obligations (including the Bonds) and abolish the District. Dissolution of the District by the City is a policy-making matter within the discretion of the Mayor and City Council of the City, and therefore, the District makes no representation that the City will ever dissolve the District and assume its debt. Moreover, no representation is made concerning the ability of the City to make debt service payments should dissolution occur.

Consolidation

The District has the legal authority to consolidate with other districts and, in connection therewith, to provide for the consolidation of its assets (such as cash and the utility system) and liabilities (such as the Bonds) with the assets and liabilities of districts with which it is consolidating. Although no consolidation is presently contemplated by the District, no representation is made concerning the likelihood of consolidation in the future.

Remedies in Event of Default

If the District defaults in the payment of principal, interest, or the redemption price on the Bonds when due, or if it fails to make payments into any fund or funds created in the Bond Order, or defaults in the observance or performance of any other covenants, conditions, or obligations set forth in the Bond Order, the Registered Owners have the statutory right of a writ of mandamus issued by a court of competent jurisdiction requiring the District and its officials to observe and perform the covenants, obligations, or conditions prescribed in the Bond Order. Except for mandamus, the Bond Order does not specifically provide for remedies to protect and enforce the interests of the Registered Owners. There is no acceleration of maturity of the Bonds in the event of default and, consequently, the remedy of mandamus may have to be relied upon from year to year. Further, there is no trust indenture or trustee, and all legal actions to enforce such remedies would have to be undertaken at the initiative of, and be financed by, the Registered Owners. Statutory language authorizing local governments such as the District to sue and be sued does not waive the local government's sovereign immunity from suits for money damages, so that in the absence of other waivers of such immunity by the Texas Legislature, a default by the District in its covenants in the Bond Order may not be reduced to a judgment for money damages. If such a judgment against the District were obtained, it could not be enforced by direct levy and execution against the District's property. Further, the Registered Owners cannot themselves foreclose on property within the District or sell property within the District to enforce the tax lien on taxable property to pay the principal of and interest on the Bonds. The enforceability of the rights and remedies of the Registered Owners may further be limited by a State of Texas statute reasonably required to attain an important public purpose or by laws relating to bankruptcy, reorganization or other similar laws of general application affecting the rights of creditors of political subdivisions, such as the District. See "INVESTMENT CONSIDERATIONS—Registered Owners' Remedies" and "—Bankruptcy Limitations to Registered Owners' Rights."

Legal Investment and Eligibility to Secure Public Funds in Texas

The following is quoted from Section 49.186 of the Texas Water Code, and is applicable to the District:

"(a) All bonds, notes, and other obligations issued by a district shall be legal and authorized investments for all banks, trust companies, building and loan associations, savings and loan associations, insurance companies of all kinds and types, fiduciaries, and trustees, and for all interest and sinking funds and other public funds of the state, and all agencies, subdivisions, and instrumentalities of the state, including all counties, cities, towns, villages, school districts, and all other kinds and types of districts, public agencies, and bodies politic.

(b) A district's bonds, notes, and other obligations are eligible and lawful security for all deposits of public funds of the state, and all agencies, subdivisions, and instrumentalities of the state, including all counties, cities, towns, villages, school districts, and all other kinds and types of districts, public agencies, and bodies politic, to the extent of the market value of the bonds, notes, and other obligations when accompanied by any unmatured interest coupons attached to them."

The Public Funds Collateral Act (Chapter 2257, Texas Government Code) also provides that bonds of the District (including the Bonds) are eligible as collateral for public funds.

No representation is made that the Bonds will be suitable for or acceptable to financial or public entities for investment or collateral purposes. No representation is made concerning other laws, rules, regulations or investment criteria which apply to or which might be utilized by any of such persons or entities to limit the acceptability or suitability of the Bonds for any of the foregoing purposes. Prospective purchasers are urged to carefully evaluate the investment quality of the Bonds as to the suitability or acceptability of the Bonds for investment or collateral purposes.

Defeasance

The Bond Order provides that the District may discharge its obligations to the Registered Owners of any or all of the Bonds to pay principal, interest and redemption price thereon in any manner permitted by law. Under current Texas law, such discharge may be accomplished either (i) by depositing with the Comptroller of Public Accounts of the State of Texas a sum of money equal to the principal of, premium, if any, and all interest to accrue on the Bonds to maturity or redemption or (ii) by depositing with any place of payment (paying agent) of the Bonds or other obligations of the District payable from revenues or from ad valorem taxes or both or with a commercial bank or trust company designated in the proceedings authorizing such discharge, amounts sufficient to provide for the payment and/or redemption of the Bonds; provided that such deposits may be invested and reinvested only in (a) direct obligations of the United States of America, (b) noncallable obligations of an agency or instrumentality of the United States, including obligations that are unconditionally guaranteed or insured by the agency or instrumentality and that, on the date the governing body of the District adopts or approves the proceedings authorizing the issuance of refunding bonds, are rated as to investment quality by a nationally recognized investment rating firm not less than AAA or its equivalent, and (c) noncallable obligations of a state or an agency or a county, municipality, or other political subdivision of a state that have been refunded and that, on the date the governing body of the District adopts or approves the proceedings authorizing the issuance of refunding bonds, are rated as to investment quality by a nationally recognized investment rating firm not less than AAA or its equivalent, and which mature and/or bear interest payable at such times and in such amounts as will be sufficient to provide for the scheduled payment and/or redemption of the Bonds.

Upon such deposit as described above, such bonds shall no longer be regarded as outstanding or unpaid. After firm banking and financial arrangements for the discharge and final payment or redemption of the Bonds have been made as described above, all rights of the District to initiate proceedings to call the Bonds for redemption or take any other action amending the terms of the Bonds are extinguished; provided, however, that the right to call the Bonds for redemption is not extinguished if the District: (i) in the proceedings providing for the firm banking and financial arrangements, expressly reserves the right to call the Bonds for redemption; (ii) gives notice of the reservation of that right to the Registered Owners of the Bonds immediately following the making of the firm banking and financial arrangements; and (iii) directs that notice of the reservation be included in any redemption notices that it authorizes.

There is no assurance that the current law will not be changed in the future in a manner which would permit investments other than those described above to be made with amounts deposited to defease the Bonds.

USE AND DISTRIBUTION OF BOND PROCEEDS

The construction costs below were compiled by Pape-Dawson Consulting Engineers LLC, the District's engineer (the "Engineer"), and were submitted to the TCEQ in the District's Bond Application. Non-construction costs are based upon either contract amounts or estimates of various costs by the Engineer and Masterson Advisors, LLC (the "Financial Advisor"). Of proceeds to be received from sale of the Bonds, $3,025,814 is estimated for construction costs, and $534,186 is estimated for non-construction costs.

In the event approved estimated amounts exceed actual costs, the difference comprises a surplus which may be expended for uses in accordance with the rules of the TCEQ. In the event actual costs exceed previously approved estimated amounts and contingencies, additional TCEQ approval and the issuance of additional bonds may be required.

CONSTRUCTION COSTS	
The Preserve at Rosenberg Phase I Clearing & Grubbing, Mass Grading, and Detention Basin	$ 366,000
The Preserve at Rosenberg Offsite Sanitary Extension	281,120
Land Acquisition Costs	2,294,596
Engineering, Material Testing, and Storm Water Pollution Prevention	84,098
Total Construction Costs	**$ 3,025,814**
NON-CONSTRUCTION COSTS	
Legal Fees	$ 104,000
Financial Advisor Fees	69,800
Developer Interest (Estimated)	143,830
Bond Discount (a)	106,767
Bond Issuance Expenses	47,295
TCEQ Bond Issuance Fee (0.25%)	8,900
Bond Application Report Cost	50,000
Attorney General Fee (0.1%)	3,560
Contingency (a)	33
Total Non-Construction Costs	**$ 534,186**
TOTAL BOND ISSUE	**$ 3,560,000**

(a) Contingency represents the difference in the estimated and actual Bond Discount.

THE DISTRICT

General

The District is a municipal utility district created by an order of the TCEQ, effective July 9, 2004, under Article XVI, Section 59 of the Texas Constitution, and operates under the provisions of Chapters 49 and 54 of the Texas Water Code, as amended, and other general statutes of Texas applicable to municipal utility districts. The District is subject to the continuing supervisory jurisdiction of the TCEQ. The District is comprised of approximately 394 acres of land, all of which are within the corporate limits of the City.

The District is empowered, among other things, to finance, purchase, construct, operate and maintain all works, improvements, facilities and plants necessary for the supply and distribution of water; the collection, transportation and treatment of wastewater; and the control and diversion of storm water. The District may issue bonds and other forms of indebtedness to purchase or construct such facilities. Additionally, the District may, subject to certain limitations, develop and finance parks and recreational facilities.

The District is required to observe certain requirements of the City which limit the purposes for which the District may sell bonds to the acquisition, construction, and improvement of waterworks, wastewater, and drainage facilities and the refunding of outstanding debt obligations; limit the net effective interest rate on such bonds and other terms of such bonds; require approval by the City of District construction plans; and permit connections only to lots and reserves described in a plat that has been approved by the City and filed in the real property records of Fort Bend County. Construction and operation of the District's system is subject to the regulatory jurisdiction of additional State of Texas and local agencies. See "THE SYSTEM."

Description and Location

The District is located in Fort Bend County approximately 32 miles west of the central downtown business district of the City of Houston and approximately 3 miles south of the downtown business district of the City. The District lies wholly within the city limits of the City and within the boundaries of Lamar Consolidated Independent School District. The District is directly south of and adjacent to J. Meyer Road; approximately 1.5 miles south of US Highway 59/Interstate 69; approximately 0.5 miles east of State Highway 36; and approximately 0.5 miles west of FM 2218. See "AERIAL PHOTOGRAPH."

Land Use

Single-Family Residential	Approximate Acres	Lots
Trails at Seabourne Parke, Section 1	30	140
Trails at Seabourne Parke, Section 2	23	108
Trails at Seabourne Parke, Section 3	23	97
Trails at Seabourne Parke, Section 4	18	103
Seabourne Landing, Section 1	24	83
Seabourne Landing, Section 2	28	70
Seabourne Landing, Section 3	19	81
Preserve at Rosenberg Section 1	49	124
Preserve at Rosenberg Section 2	32	79
Preserve at Rosenberg Section 3	31	140
Subtotal	277	1,025
Future Development	99	---
Undevelopable (a)	18	---
	394	1,025

(a) Includes public rights-of-way, detention, open spaces, drainage channels and drainage easements, recreation and utility sites.

Status of Development

Development within the District currently includes the residential subdivisions shown above under "—Land Use." As of July 26, 2026, there were 762 completed and occupied single-family homes, 12 completed and unoccupied single-family homes, 1 model home, 59 homes under construction and 191 developed lots available for home construction. The estimated population in the District is 2,667, which is based upon 3.5 persons per occupied single-family residence at 95% assumed occupancy. Residential occupancy for the District is not available from the City.

Homebuilding

Lennar is the sole homebuilder in the District with homes ranging in sales price from $340,000 to $482,000.

Undeveloped Acreage

There are approximately 99 additional developable acres that remain to be developed and approximately 18 acres that are used for public rights-of-way, detention, open spaces, recreation areas, drainage channels, drainage easements, utility sites or are undevelopable.

Utility Agreement with the City

The District has contracted with the City, for water supply and wastewater services pursuant to that certain Second Amended and Restated Water Supply and Wastewater Services Contract between the City, Texas, and the District, dated as of September 18, 2018 (the "Utility Agreement").

Pursuant to the Utility Agreement, the District is responsible for acquiring and constructing for the benefit of, and for ultimate conveyance to, the City, water distribution, wastewater collection and drainage facilities to serve development occurring within the City's water and wastewater system (the "System"), and the City agrees to provide water supply services and wastewater services to the District in consideration of the District's financing, acquisition, and construction of the System. Under the terms of the Utility Agreement, the District is deemed to be the alter ego of the City and as such the District agrees to act as the alter ego of the City for purposes of financing, constructing and acquiring the System and agrees to perform the duties and functions necessary to provide services to the landowners and customers of the District.

The System: The Utility Agreement provides that the System shall be designed and constructed in accordance with the City's requirements and criteria. The City agrees to provide the District with its ultimate requirements for water supply capacity and major offsite water distribution lines to the water source and wastewater treatment capacity and major offsite wastewater trunk collection line capacity to the wastewater treatment plant.

Authority of District to Issue Bonds: The District has the authority to issue, sell, and deliver bonds as permitted by law and the City's "Procedures for the Creation of In-City Municipal Utility Districts." Bonds issued by the District are obligations solely of the District and shall not be construed to be obligations or indebtedness of the City.

Ownership, Operation, and Maintenance of the System: Upon completion of construction of the System, the District agrees to convey the System (other than storm water detention systems as discussed below) to the City, reserving for itself a security interest in the System for the purpose of securing the performance of the City under the Utility Agreement. Pursuant to the terms of the Utility Agreement, storm water detention ponds and systems are to be operated and maintained by the homeowners' associations(s) within the District, although the District retains title to same. The District is currently maintaining these facilities. When all bonds issued by the District to acquire and construct the System have been issued and subsequently paid or redeemed and discharged in full, the District agrees to execute a release of the security interest retained by the District and the City shall own the System without encumbrance. As each phase of the System is completed, the City agrees to inspect the same and upon approval will accept the System for operation and maintenance. The System will be operated and maintained by the City at its sole cost and expense. If the City determines that the System or any portion thereof have not been constructed in accordance with approved plans and specifications prior to accepting such System, the City agrees to notify the District, and the District shall immediately correct any deficiency noted by the City.

Rates for Service: The City agrees to bill and collect from residents of the District such rates and charges for such customers as the City, in its sole discretion, determines are necessary, provided that the rates and charges will be equal and uniform to those charged to other similar users within the City. The City may impose a charge for connection to the water supply portion of the System at a rate determined by the City so long as that charge is equal to sums charged to other comparable users within the City.

Annual Payment: The City has agreed to make an annual payment (herein the "Annual Payment") to the District equal to the percentage of the City's ad valorem tax rate (per $100) attributable to drainage facilities, multiplied by the assessed taxable value of the District in accordance with a formula set forth in the Utility Agreement. The Annual Payment is due and payable each February 1. The District received $9,680 in an annual payment during the fiscal year ended July 31, 2025.

Dissolution of District

The City has the right to abolish and dissolve the District and to acquire the District's assets and assume the District's obligations in accordance with state law. The Utility Agreement provides, however, that the District shall not be abolished until (1) the Developer has fully developed 90% of its developable acreage within the District; (2) the remaining 10% developable acreage owned by the Developer has had water, sewer and drainage facilities installed that are necessary to serve the area; and (3) the Developer has been fully reimbursed by the District, in accordance with TCEQ rules for all the Developer's eligible development and construction costs.

DEFINED AREA

Pursuant to the provisions of Subchapter J of Chapter 54 of the Texas Water Code, as amended, House Bill 5312 Act of the 88th legislature, regular session, codified as Chapter 7967A, Texas Special District Local Laws Code, the District is authorized to define areas or designate certain property of the District to pay for improvements, facilities, or services that primarily benefit that area.

Defined Area

On June 20, 2023, the District approved the creation of a defined area encompassing approximately 224 acres within the District (the "Defined Area") and includes The Preserve at Rosenberg. At an election within the Defined Area, held on November 7, 2023, the voters within the Defined Area authorized $63,000,000 principal amount of unlimited tax bonds to finance water, wastewater and drainage improvements, $94,500,000 principal amount of refunding bonds for refinancing of outstanding bonds sold for water, wastewater, and drainage facilities, $42,000,000 principal amount of unlimited tax bonds to finance road improvements, $63,000,000 principal amount of refunding bonds for refinancing of outstanding bonds sold for road facilities solely within the Defined Area, the levy of an unlimited tax in payment of such bonds within the Defined Area and the levy of an unlimited operation and maintenance tax for facilities authorized by Article XVI, Section 59 of the Texas Constitution within the Defined Area. To date, the District has not issued unlimited tax bonds from the voted authorization related to the Defined Area. The District is planning to sell approximately $2,100,000 principal amount of unlimited tax road bonds for the Defined Area in the fourth quarter of 2026. See "INVESTMENT CONSIDERATIONS—Future Debt."

Lennar has developed approximately 112 acres as 343 lots within the Defined Area and is building homes on such lots. The District levied its initial tax rate in 2025 for the Defined Area. The 2025 total tax rate for the Defined Area is $0.3082 per $100 of assessed valuation. The District authorized publication of its intent to levy a total tax rate of $0.3282 per $100 of taxable assessed valuation for the Defined Area and expects to adopt such rate in October 2026. See "TAX DATA—Defined Area Maintenance and Operations Tax" and "—Tax Rate Distribution."

THE DEVELOPERS AND PRINCIPAL PROPERTY OWNERS

Role of a Developer

In general, the activities of a landowner or developer in a municipal utility district such as the District include designing the project, defining a marketing program and setting building schedules; securing necessary governmental approvals and permits for development; arranging for the construction of roads and the installation of utilities; and selling or leasing improved tracts or commercial reserves to other developers or third parties. A developer is under no obligation to a district to undertake development activities according to any particular plan or schedule. Furthermore, there is no restriction on a developer's right to sell any or all of the land which the developer owns within a district. In addition, the developer is ordinarily the major taxpayer within the district during the early stages of development. The relative success or failure of a developer to perform in the above-described capacities may affect the ability of a district to collect sufficient taxes to pay debt service and retire bonds.

Neither of the Developers, nor any of their affiliates, are obligated to pay principal of or interest on the Bonds. Furthermore, the Developers do not have a binding commitment to the District to carry out any plan of development and the Developers may sell or otherwise dispose of its property within the District, or any other assets, at any time, and the furnishing of information relating to the proposed development by the Developers should not be interpreted as such a commitment. Prospective Bond purchasers are encouraged to inspect the District in order to acquaint themselves with the nature of development that has occurred or is occurring within the boundaries of the District. See "INVESTMENT CONSIDERATIONS."

Prospective Bond purchasers should note that any prior real estate experience discussed below of the Developers should not be construed as an indication that further development within the District will occur, or that construction of taxable improvements upon property within the District will occur, or that marketing or leasing of taxable improvements constructed upon property within the District will be successful. See "INVESTMENT CONSIDERATIONS."

LGI Homes-Texas, LLC

LGI Homes-Texas, LLC ("LGI"), a Texas limited liability company, has developed the Trails at Seabourne Parke, Sections Two through Four, consisting of 308 lots on approximately 64 acres of land. LGI is a special purpose entity created solely for the purpose of developing land in projects located in Texas. LGI owns no remaining developable land within the District.

Josh-Mara Development, LLC / Chesmar Homes LLC

Josh-Mara Development, LLC, a Texas limited liability company ("Josh-Mara"), has developed Seabourne Landing, Sections One through Three consisting of 234 lots on approximately 71 acres of land for Chesmar Homes, LLC, a Texas limited liability company ("Chesmar"). Chesmar and Josh-Mara do not own any additional developable land within the District.

Lennar Homes of Texas Land and Construction, Ltd.

Lennar Homes of Texas Land and Construction, Ltd., a Texas limited partnership, ("Lennar Homes") d.b.a. Friendswood Development Company has developed the Preserve at Rosenberg, Sections One, Two and Three consisting of 343 lots on approximately 112 acres of land in the District within the Defined Area. Lennar Homes is wholly owned by Lennar Corporation ("Lennar"), a publicly traded corporation whose stock is listed on the New York Stock Exchange under the ticker symbol "LEN." Lennar's activities include homebuilding, real estate investments, residential and commercial developments, and financial services operations throughout the United States. Undeveloped land within the Defined Area's boundaries is owned by ZED (defined below), which acts solely as a land holding company. ZED sells land to Lennar Homes as needed for development. See "DEFINED AREA."

ZED Partners, LTD.

ZED Partners, LTD, a Texas limited partnership, Edward P. deZevallos, PSP, and Christopher L. deZevallos, PSP ("ZED") originally owned approximately 169 acres of land in the District within the Defined Area and currently owns approximately 57 acres of such land within the Defined Area. See "DEFINED AREA."

Samuel Waimun Shum

Samuel Waimun Shum ("Shum") owns approximately 48 acres of land within the Defined Area and no development on such tract has occurred to date. See "DEFINED AREA."

MANAGEMENT OF THE DISTRICT

Board of Directors

The District is governed by the Board, consisting of five directors, which has control over and management supervision of all affairs of the District. Directors are elected to four-year terms and elections are held in May in even numbered years only. Four of the board members own land within the District subject to a note and deed of trust in favor of the Developer. The fifth board member resides within the District. Directors have staggered four-year terms. The current members and officers of the Board along with their titles and terms, are listed as follows:

Name	Title	Term Expires
Charles Emmott	President	May 2028
Danna Sivan	Vice President	May 2030
Greg Christmann	Secretary	May 2030
Todd Ubanoski	Assistant Secretary	May 2028
Tim Naizer	Assistant Secretary	May 2028

District Consultants

The District does not have a general manager or other full-time employees, it has contracted for certain services as follows.

Bond Counsel and General Counsel: Sanford Kuhl Hagan Kugle Parker Kahn LLP. ("Bond Counsel") serves as Bond Counsel to the District. The fee to be paid Bond Counsel for services rendered in connection with the issuance of the Bonds is contingent upon the sale and delivery of the Bonds. In addition, Sanford Kuhl Hagan Kugle Parker Kahn LLP. serves as general counsel to the District on matters other than the issuance of bonds.

Financial Advisor: Masterson Advisors LLC serves as the District's Financial Advisor. The fee for services rendered in connection with the issuance of the Bonds is based on a percentage of the Bonds actually issued, sold and delivered and, therefore, such fee is contingent upon the sale and delivery of the Bonds.

Disclosure Counsel: The District has engaged McCall, Parkhurst & Horton L.L.P, as disclosure counsel. The fees paid to disclosure counsel are contingent upon the sale and delivery of the Bonds.

Tax Appraisal: The Fort Bend Central Appraisal District has the responsibility of appraising all property within the District. See "TAXING PROCEDURES."

Tax Assessor/Collector: The District has appointed an independent tax assessor/collector to perform the tax collection function. Tax Tech, Inc. (the "Tax Assessor/Collector") has been engaged by the District to serve in this capacity.

Engineer: The District's consulting engineer is Pape-Dawson Consulting Engineers LLC (the "Engineer").

Bookkeeper: The District has contracted with L&S District Services, LLC (the "Bookkeeper") for bookkeeping services.

Auditor: The financial statements of the District as of July 31, 2025, and for the year then ended, included in this offering document, have been audited by Mark C. Eyring, CPA, PLLC, as stated in their report appearing herein. See "APPENDIX A" for a copy of the District's audited financial statements. The District has engaged Mark C. Eyring, CPA, PLLC to audit its financial statements for the fiscal year ended July 31, 2026.

Utility System Operator: The City owns, operates and maintains the water and wastewater system which serves the District.

THE SYSTEM

Regulation

According to the Engineer, the District's System has been designed in accordance with accepted engineering practices and the then current requirements of various agencies having regulatory or supervisory jurisdiction over the construction and operation of such facilities. The construction of the System was required to be accomplished in accordance with the standards and specifications of such entities and is subject to inspection by each such entity. Operation of the System must be accomplished in accordance with the standards and requirements of such entities. The Commission exercises continuing supervisory authority over the District. Discharge of treated sewage is subject to the regulatory authority of the Commission and the United States Environmental Protection Agency. Construction of drainage facilities is subject to the regulatory authority of Fort Bend County and, in some instances, the Commission. Fort Bend County, the City, and the Texas Department of Health also exercise regulatory jurisdiction over the System. The regulations and requirements of entities exercising regulatory jurisdiction over the System are subject to further development and revision which, in turn, could require additional expenditures by the District in order to achieve compliance. The following descriptions are based upon information supplied by the District's Engineer.

Water Distribution and Sanitary Sewer Collection and Drainage System

The System includes water, sanitary sewer and drainage facilities to serve the subdivisions described under the section "THE DISTRICT—Land Use."

Water Supply

The District's residents receive potable water from the City's water distribution system as outlined in the Utility Agreement. The District does not have wells or water plant facilities of its own. The City has allocated 1,477 equivalent single-family connections ("esfc") of capacity to serve the District's ultimate water supply requirements. See "THE DISTRICT—Utility Agreement with the City."

Wastewater Treatment Facilities

The District's residents are served by a City Wastewater Treatment Plant as outlined in the Utility Agreement. The District does not have wastewater treatment plant facilities of its own. The City has allocated 1,477 esfc to serve the District's ultimate wastewater treatment requirements. See "THE DISTRICT—Utility Agreement with the City."

Storm-Water Drainage Facilities

The District is located within the Brazos River watershed. Prior to development, surface drainage was accomplished by overland flow and natural ditches that outfall into Seabourne Creek along the eastern boundary of the property. Surface drainage is now accomplished by storm sewers and a man-made channel that outfalls into Seabourne Creek. Detention is provided by a detention pond located outside of the District's boundary and is hydraulically connected to Seabourne Creek.

Ownership, Operation and Maintenance of Facilities

The City owns, operates, and maintains all water and sanitary sewer facilities within the District in accordance with the Utility Agreement. See "THE DISTRICT—Utility Agreement with the City". The District owns and maintains the channel and the detention pond.

100-Year Flood Plain

"Flood Insurance Rate Map" or "FIRM" means an official map of a community on which the Federal Emergency Management Agency ("FEMA") has delineated the appropriate areas of flood hazards. The 1% chance of probable inundation, also known as the 100-year flood plain, is depicted on these maps. The "100-year flood plain" (or 1% chance of probable inundation) as shown on the FIRM is the estimated geographical area that would be flooded by a rain storm of such intensity to statistically have a one percent chance of occurring in any given year. Generally speaking, homes must be built above the 100-year flood plain in order to meet local regulatory requirements and to be eligible for federal flood insurance. An engineering or regulatory determination that an area is above the 100-year flood plain is no assurance that homes built in such area will not be flooded and a number of neighborhoods in the Greater Houston Area that are above the 100-year flood plain have flooded multiple times in the past several years. The District's drainage system has been designed and constructed to all current standards. According to the Engineer, none of the developable acreage within the District is located within the 100-year flood plain. See "INVESTMENT CONSIDERATIONS—Extreme Weather Events."

National Weather Service Atlas 14 Rainfall Study

In 2018, the National Weather Service completed a rainfall study known as NOAA Atlas 14, Volume 11 Precipitation-Frequency Atlas of the United States ("Atlas 14"). Floodplain boundaries within the District may be redrawn based upon the Atlas 14 study, which is based upon a higher statistical rainfall amount, resulting in interim floodplain regulations applying to a larger number of properties within the District. Such regulations could additionally result in higher insurance rates, increased development fees and stricter building codes for any property located within the expanded boundaries of the floodplain.

THE PARK SYSTEM

Park and recreational improvements have been constructed on approximately 2 acres in the District and include amenity lakes and landscaping throughout the District.

FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)

2026 Taxable Assessed Valuation	$213,340,020	(a)
Estimated Taxable Assessed Valuation as of July 15, 2026	$239,826,490	(b)
Gross Direct Debt Outstanding (the Bonds and the Outstanding Bonds)	$21,870,000	(c)
Estimated Overlapping Debt	29,380,550	(d)
Gross Direct Debt and Estimated Overlapping Debt	$51,250,550	
Ratios of Gross Direct Debt to:		
2026 Taxable Assessed Valuation	10.25%	
Estimated Taxable Assessed Valuation as of July 15, 2026	9.12%	
Ratios of Gross Direct Debt and Estimated Overlapping Debt to:		
2026 Taxable Assessed Valuation	24.02%	
Estimated Taxable Assessed Valuation as of July 15, 2026	21.37%	

Area of District — 394 acres
Estimated 2026 Population — 2,667 (e)

(a) The Appraisal District has certified $212,922,961 of taxable value as of January 1, 2026. An additional $417,059 of taxable value remains uncertified (80%), subject to downward revision prior to certification. See "TAXING PROCEDURES."

(b) As estimated by the Appraisal District as of July 15, 2026, for information purposes only. This estimate has no official status. Taxes are levied based on value as certified by the Appraisal District as of January 1 of each year, and, therefore, this estimate will not be the basis for any tax levy by the District. The 2026 Taxable Assessed Valuation provided by the Appraisal District has been updated to add the estimated value of improvements constructed from January 1, 2026 to July 15, 2026. See "TAXING PROCEDURES."

(c) After the issuance of the Bonds. Excludes the District's September 1, 2026 debt service payment. See "—Outstanding Bonds" herein.

(d) See "ESTIMATED OVERLAPPING DEBT."

(e) Estimate based on 3.5 persons per occupied single-family connection.

Cash and Investment Balances (unaudited as of July 27, 2026)

General Fund	Cash and Temporary Investments	$1,668,904	
Construction Fund	Cash and Temporary Investments	$14,782	(a)
Debt Service Fund	Cash and Temporary Investments	$1,941,057	(b)

(a) Represents surplus construction funds, and interest thereon, derived from the Outstanding Bonds, in which $271,000 is to be applied in connection with the Bonds. The Bonds, if, as and when issued, may produce additional surplus funds. Surplus funds for construction may be expended for any lawful purpose for which surplus funds may be used, limited, however, to the purposes for which the issue of the Outstanding Bonds which produced the surplus funds were issued. Under certain circumstances, the approval of the TCEQ is required for the use of surplus funds derived from water, sanitary sewer and drainage bonds.

(b) Includes $946,388 for the District's September 1, 2026, debt service payment on the Outstanding Bonds. Neither Texas law nor the Bond Order requires the District to maintain any minimum balance in the Debt Service Fund.

District Investment Policy

The policy of the District is to invest District funds only in instruments which further the following investment objectives of the District stated in order of importance: (1) preservation and safety of principal; (2) liquidity; and (3) yield. The District does not currently own, nor does it anticipate the inclusion of, long term securities or derivative products in the District portfolio.

Outstanding Bonds (as of September 2, 2026)

The following table lists the original principal amount of the Outstanding Bonds, of which an aggregate of $18,310,000 principal amount will remain outstanding (the "Outstanding Bonds") as of September 2, 2026.

Series	Original Principal Amount	Outstanding Bonds (as of 9/2/26)
Unlimited Tax Bonds, Series 2018	$ 5,080,000	$ 3,990,000
Unlimited Tax Bonds, Series 2019	2,565,000	2,145,000
Unlimited Tax Bonds, Series 2022	3,500,000	3,130,000
Unlimited Tax Bonds, Series 2023	6,000,000	5,605,000
Unlimited Tax Bonds, Series 2025	3,000,000	2,920,000
Unlimited Tax Park Bonds, Series 2025A	540,000	520,000
Total	$ 20,685,000	$ 18,310,000

ESTIMATED OVERLAPPING DEBT STATEMENT

The following table indicates the outstanding debt payable from ad valorem taxes, of governmental entities within which the District is located and the estimated percentages and amounts of such indebtedness attributable to property within the District. Debt figures equated herein to outstanding obligations payable from ad valorem taxes are based upon data obtained from individual jurisdictions or Texas Municipal Reports compiled and published by the Municipal Advisory Council of Texas. Furthermore, certain entities listed below may have issued additional obligations since the date listed and may have plans to incur significant amounts of additional debt. Political subdivisions overlapping the District are authorized by Texas law to levy and collect ad valorem taxes for the purposes of operation, maintenance and/or general revenue purposes in addition to taxes for the payment of debt service and the tax burden for operation, maintenance and/or general revenue purposes is not included in these figures. The District has no control over the issuance of debt or tax levies of any such entities.

Taxing Jurisdiction	Outstanding Bonds	As of	Overlapping Percent	Overlapping Amount
Fort Bend County	$ 1,152,335,706	7/31/2026	0.16%	$ 1,843,737
Fort Bend County Drainage District	20,585,000	7/31/2026	0.16%	32,936
City of Rosenberg	69,800,000	7/31/2026	4.26%	2,973,480
Lamar CISD	3,555,130,000	7/31/2026	0.69%	24,530,397
Total Estimated Overlapping Debt				$ 29,380,550
Direct Debt	21,870,000 (a)	Current	100.00%	21,870,000
Total Direct and Estimated Overlapping Debt				$ 51,250,550

Ratio of Estimated Direct and Overlapping Debt to 2026 Taxable Assessed Valuation	24.02%
Ratio of Estimated Direct and Overlapping Debt to Estimate of Taxable Assessed Valuation as of July 15, 2026	21.37%

(a) Includes the Outstanding Bonds and the Bonds.

Overlapping Tax Rates for 2025

	2025 Tax Rate per $100 of Taxable Assessed Valuation
Fort Bend County(a)	$ 0.42200
Lamar CISD	1.14690
City of Rosenberg	0.30000
Total Overlapping Tax Rate	$ 1.86890
The District(b)	$ 0.87180
Total Tax Rate	$ 2.74070

(a) Includes Fort Bend County Drainage District.
(b) The District levied its initial tax rate in 2025 for the Defined Area. The 2025 total tax rate for the Defined Area is $0.3082 per $100 of assessed valuation. The District authorized publication of its intent to levy a total tax rate of $0.3282 per $100 of taxable assessed valuation for the Defined Area and expects to adopt such rate in October 2026. The District authorized publication of its intent to levy a total tax rate of $0.8718 per $100 of taxable assessed valuation (consisting of $0.7000 for debt service and $0.1718 for maintenance and operations) and expects to adopt such rate in October 2026. See "TAX DATA—Tax Rate Distribution."

DISTRICT OPERATIONS

General

The Bonds and the Outstanding Bonds are payable solely from the levy of an ad valorem tax, without legal limitation as to rate or amount, upon all taxable property in the District.

The following statement sets forth in condensed form the District's "General Fund" operating statement as derived from the District's audited financial statements for the fiscal years ended 2022 through 2025 and from the District's bookkeeper for the fiscal year ended July 31, 2026. Such figures are for informational purposes only. Accounting principles customarily employed in the determination of net revenues have been observed and in all instances exclude depreciation. Reference is made to "APPENDIX A" for further and more complete information.

	Fiscal Year Ended July 31				
	2026 (a)	2025	2024	2023	2022
Revenues					
Property Taxes	$ 441,700	$ 425,309	$ 398,816	$ 331,708	$ 337,902
Interest on Deposits	60,801	64,414	58,978	24,497	1,988
Total Revenues	$ 502,501	$ 489,723	$ 457,794	$ 356,205	$ 339,890
Expenditures					
Professional Fees	$ 103,249	$ 86,958	$ 122,530	$ 104,409	$ 57,596
Contracted Services	16,897	15,778	10,790	10,590	10,145
Repairs & Maintenance	233,911	82,418	93,701	106,177	153,008
Capital Outlay		9,940	101,731	-	-
Other	10,229	16,500	11,974	15,427	7,897
Total Expenditures	$ 364,286	$ 211,594	$ 340,726	$ 236,603	$ 228,646
Revenues Over (Under) Expenditures	$ 138,215	$ 278,129	$ 117,068	$ 119,602	$ 111,244
Other Sources (Uses)					
Interfund Transfers In (Out)	$ -	$ -	$ -	$ -	$ -
Total Other Financing Sources	$ -	$ -	$ -	$ -	$ -
Fund Balance (Beginning of Year)	$ 1,610,331	$ 1,332,202	$ 1,215,134	$ 1,095,532	$ 984,288
Fund Balance (End of Year)	$ 1,748,546	$ 1,610,331	$ 1,332,202	$ 1,215,134	$ 1,095,532

(a) Unaudited. Provided by the District's bookkeeper.

DEBT SERVICE REQUIREMENTS

The following table sets forth the actual debt service on the Outstanding Bonds (see "Outstanding Bonds" above) and the Bonds.

Year	Outstanding Bonds Debt Service Requirements	Debt Service on the Bonds			Total Debt Service Requirements
		Principal	Interest	Total	
2027	$ 1,297,966	$ 75,000	$ 159,393	$ 234,393	$ 1,532,360
2028	1,308,039	80,000	176,525	256,525	1,564,564
2029	1,301,126	80,000	171,125	251,125	1,552,251
2030	1,303,761	85,000	165,725	250,725	1,554,486
2031	1,306,580	90,000	159,988	249,988	1,556,568
2032	1,314,600	95,000	153,913	248,913	1,563,513
2033	1,326,046	100,000	147,500	247,500	1,573,546
2034	1,333,271	105,000	140,750	245,750	1,579,021
2035	1,354,101	110,000	133,663	243,663	1,597,764
2036	1,358,076	115,000	128,300	243,300	1,601,376
2037	1,365,626	120,000	123,413	243,413	1,609,039
2038	1,381,433	125,000	118,163	243,163	1,624,595
2039	1,394,820	135,000	112,538	247,538	1,642,358
2040	1,406,064	140,000	106,463	246,463	1,652,526
2041	1,425,296	145,000	99,988	244,988	1,670,284
2042	1,427,125	155,000	93,100	248,100	1,675,225
2043	1,082,019	165,000	85,738	250,738	1,332,756
2044	898,206	170,000	77,900	247,900	1,146,106
2045	898,638	180,000	69,825	249,825	1,148,463
2046	867,388	190,000	61,275	251,275	1,118,663
2047	631,363	200,000	52,250	252,250	883,613
2048	636,213	210,000	42,750	252,750	888,963
2049	214,738	220,000	32,775	252,775	467,513
2050	-	230,000	22,325	252,325	252,325
2051	-	240,000	11,400	251,400	251,400
Total	$ 26,832,494	$ 3,560,000	$ 2,646,781	$ 6,206,781	$ 33,039,275

Average Annual Debt Service Requirements (2027-2051) $1,321,571
Maximum Annual Debt Service Requirement (2042) $1,675,225

TAX DATA

Debt Service Tax

The Board covenants in the Bond Order to levy and assess, for each year that all or any part of the Bonds remain outstanding and unpaid, a tax adequate to provide funds to pay the principal of and interest on the Bonds. See "Tax Rate Distribution" and "Summary of Assessed Valuation" below and "TAXING PROCEDURES."

Maintenance and Operations Tax

The Board has the statutory authority to levy and collect an annual ad valorem tax for the operation and maintenance of the District's improvements, if such a maintenance tax is authorized by the District's voters. A maintenance tax election was conducted on September 11, 2004 and voters of the District authorized, among other things, the Board to levy a maintenance tax at a rate not to exceed $1.50 per $100 appraised valuation for maintenance and operation of water, sewer, drainage and $0.10 for maintenance and operation of park/recreational facilities. A maintenance tax is in addition to taxes which the District is authorized to levy for paying principal of and interest on the Bonds. See "—Debt Service Tax" above and "DEFINED AREA."

Defined Area Maintenance and Operations Tax

The Board of Directors of the District has the statutory authority to levy and collect an annual ad valorem tax for maintenance of the Defined Area's improvements, if such maintenance tax is authorized by the District's voters. At an election held November 7, 2023, the Board was authorized to levy such a maintenance tax in an unlimited amount in accordance with the constitution and laws of the state of Texas. Such tax is in addition to taxes which the District is authorized to levy for paying principal of and interest on the Defined Area bonds, the maintenance tax levied on all property within the District and any additional tax bonds which may be issued in the future. The District levied its initial tax rate of $0.3082 per $100 of assessed valuation in 2025 for the Defined Area. Approximately 224 acres within the District are assessed the Defined Area tax rate for a total tax rate in 2025 of $0.3082 of assessed valuation. The District authorized publication of its intent to levy a total tax rate of $0.3282 per $100 of taxable assessed valuation for the Defined Area and expects to adopt such rate in October 2026.

Tax Exemptions

As discussed in the section titled "TAXING PROCEDURES" herein, certain property in the District may be exempt from taxation by the District. For tax year 2026, the District has granted a $10,000 exemption for persons age 65 or older or for disabled persons. The Developer has executed a Waiver of Special Appraisal, waiving its right to claim any agriculture or open space exemptions, or any other type of exemption or valuation, for the property it owns within the District that would reduce the assessed value of such land below its market value for purposes of ad valorem taxation by the District. See "TAXING PROCEDURES—Property Subject to Taxation by the District."

Tax Rate Limitations

Debt Service: Unlimited (no legal limit as to rate or amount).
Maintenance and Operations: $1.50 per $100 taxable assessed valuation.
Maintenance of Park and Recreational Facilities: $0.10 per $100 taxable assessed valuation.
See "DEFINED AREA."

Tax Rate Distribution

	2026 (a)	2025	2024	2023	2022
Debt Service	$0.7000	$0.6500	$0.6500	$0.6500	$0.7000
Maintenance and Operations	0.1718	0.2218	0.2218	0.2384	0.2500
Total	$0.8718	$0.8718	$0.8718	$0.8884	$0.9500

(a) The District levied its initial tax rate in 2025 for the Defined Area. The 2025 total tax rate for the Defined Area is $0.3082 per $100 of assessed valuation. The District authorized publication of its intent to levy a total tax rate of $0.3282 per $100 of taxable assessed valuation for the Defined Area and expects to adopt such rate in October 2026. The District authorized publication of its intent to levy a total tax rate of $0.8718 per $100 of taxable assessed valuation (consisting of $0.7000 for debt service and $0.1718 for maintenance and operations) and expects to adopt such rate in October 2026.

Additional Penalties

The District has contracted with a delinquent tax attorney to collect certain delinquent taxes. In connection with that contract, the District established an additional penalty of twenty percent (20%) of the tax to defray the costs of collection. This 20% penalty applies to taxes that either: (1) become delinquent on or after February 1 of a year, but not later than May 1 of that year, and that remain delinquent on April 1 (for personal property) and July 1 (for real property) of the year in which they become delinquent or (2) become delinquent on or after June 1, pursuant to the Texas Property Tax Code.

Tax Collections

The following statement of tax collections sets forth in condensed form a portion of the historical tax experience of the District. Such table has been prepared for inclusion herein, based upon information obtained from the District's tax assessor/collector. Reference is made to such statements and records for further and complete information. Values shown in table below may differ throughout due to timing of reports. See "—Summary of Assessed Valuation" herein.

Tax Year	Certified Taxable Assessed Valuation (a)	Tax Rate	Total Tax Levy	Total Collections (b) as of June 30, 2026 Amount	Percent
2022	$ 132,503,409	$ 0.9500	$ 1,258,782	$ 1,258,723	100.00%
2023	168,060,446	0.8884	1,493,049	1,492,994	100.00%
2024	193,322,866	0.8718	1,685,389	1,685,335	100.00%
2025	198,583,549	0.8718	1,731,251	1,716,459	99.15%
2026	213,340,020	0.8718	1,859,898	(c)	(c)

(a) As certified by the Appraisal District. See "—Summary of Assessed Valuation" herein.
(b) Unaudited.
(c) The District authorized publication of its intent to levy a total tax rate of $0.8718 per $100 of taxable assessed valuation (consisting of $0.7000 for debt service and $0.1718 for maintenance and operations) and expects to adopt such rate in October 2026. Taxes for 2026 are due by January 31, 2027.

Principal Taxpayers

The following table represents the principal taxpayers, the taxable assessed value of such property and such property's assessed value as a percentage of the certified portion of the 2026 Taxable Assessed Valuation ($212,922,961), which represents certified ownership as of January 1, 2026. Accurate principal taxpayer lists related to the uncertified portion of the 2026 Taxable Assessed Valuation ($417,059) or the Estimated Taxable Assessed Valuation as of July 15, 2026 of $239,826,490, are not available from the Appraisal District as of the date hereof.

Taxpayer	Type of Property	2026 Certified Taxable Assessed Valuation	% of 2026 Certified Taxable Assessed Valuation
TPG AG EHC III Multi State 5 LLC	Land & Improvements	$ 4,075,208	1.91%
Lennar Homes of Texas Land & Construction Ltd (a)	Land & Improvements	3,396,153	1.60%
TPC AG EHC III Multistate 2 LLC	Land & Improvements	1,237,940	0.58%
Centerpoint Energy Electric	Personal Property	858,020	0.40%
ZED Partners Ltd. (a)	Land & Improvements	810,714	0.38%
Individual	Land & Improvements	633,310	0.30%
Individual	Land & Improvements	622,334	0.29%
Mile High Borrower 1 Value LLC	Land & Improvements	522,193	0.25%
Progress Houston LLC	Land & Improvements	521,615	0.24%
SFR JV-1 2019-1 Borrower LLC	Land & Improvements	520,067	0.24%
Total		$ 13,197,554	6.20%

(a) See "THE DEVELOPERS AND PRINCIPAL PROPERTY OWNERS."

Summary of Assessed Valuation

The District's assessed value as of January 1 of each year is used by the District in establishing its tax rate (see "TAXING PROCEDURES—Valuation of Property for Taxation"). The following represents the composition of property comprising the 2022 through 2026 Taxable Assessed Valuations. Accurate breakdowns of the uncertified (80%) portion ($417,059) of the 2026 Taxable Assessed Valuation or the Estimated Taxable Assessed Valuation as of July 15, 2026 of $239,826,490, are not available from the Appraisal District as of January 1 of each year.

	2026	2025	2024	2023	2022
Land	$ 47,383,724	$ 39,760,267	$ 35,486,235	$ 22,560,436	$ 19,101,360
Improvements	177,655,105	164,586,031	162,960,696	149,095,133	115,136,290
Personal Property	1,018,005	2,325,621	2,018,078	1,325,189	1,070,340
Exemptions	(13,133,873)	(8,088,370)	(7,142,143)	(4,920,312)	(2,804,581)
Certified Total	$212,922,961	$198,583,549	$193,322,866	$168,060,446	$132,503,409
Uncertified Value	417,059	-	-	-	-
Total	$213,340,020	$198,583,549	$193,322,866	$168,060,446	$132,503,409

Tax Adequacy for Debt Service

The tax rate calculations set forth below are presented to indicate the tax rates per $100 appraised valuation which would be required to meet average annual and maximum debt service requirements if no growth in the District's tax base occurred beyond the 2026 Taxable Assessed Valuation of $213,340,020 (comprised of $212,922,961 of certified value and $417,059 of uncertified (80%) value) or the Estimated Taxable Assessed Valuation as of July 15, 2026 of $239,826,490. The calculations contained in the following table merely represent the tax rates required to pay principal of and interest on the Bonds and the Outstanding Bonds when due, assuming no further increase or any decrease in taxable values in the District, collection of ninety-five percent (95%) of taxes levied, the sale of no additional bonds, and no other funds available for the payment of debt service. See "FINANCIAL INFORMATION CONCERNING THE DISTRICT (UNAUDITED)—Debt Service Requirements."

Average Annual Debt Service Requirement (2027-2051)	$1,321,571
$0.66 Tax Rate on 2026 Taxable Assessed Valuation	$1,337,642
$0.59 Tax Rate on Estimated Taxable Assessed Valuation as of July 15, 2026	$1,344,227
Maximum Annual Debt Service Requirement (2042)	$1,675,225
$0.83 Tax Rate on 2026 Taxable Assessed Valuation	$1,682,186
$0.74 Tax Rate on Estimated Taxable Assessed Valuation as of July 15, 2026	$1,685,980

No representations or suggestions are made that the uncertified portion of the 2026 Taxable Assessed Valuation and the estimated values of land and improvements provided by the Appraisal District in the Estimated Taxable Assessed Valuation as of July 15, 2026, for the District will be certified as taxable value by the Appraisal District, and no person should rely upon such amounts or their inclusion herein as assurance of their attainment. See "TAXING PROCEDURES."

TAXING PROCEDURES

Authority to Levy Taxes

The Board is authorized to levy an annual ad valorem tax, without legal limitation as to rate or amount, on all taxable property within the District in an amount sufficient to pay the principal of and interest on the Outstanding Bonds, the Bonds and any additional bonds payable from taxes which the District may hereafter issue (see "INVESTMENT CONSIDERATIONS—Future Debt") and to pay the expenses of assessing and collecting such taxes. The District agrees in the Bond Order to levy such a tax from year to year as described more fully herein under "THE BONDS—Source of and Security for Payment." Under Texas law, the Board may also levy and collect an annual ad valorem tax for the operation and maintenance of the District and for the payment of certain contractual obligations. See "TAX DATA—Debt Service Tax" and "—Maintenance and Operations Tax."

Property Tax Code and County-Wide Appraisal District

The Texas Tax Code (the "Property Tax Code") requires, among other matters, county-wide appraisal and equalization of taxable property values and establishes in each county of the State of Texas a single appraisal district with the responsibility for recording and appraising property for all taxing units within a county and a single appraisal review board with the responsibility for reviewing and equalizing the values established by the appraisal district. The Fort Bend Central Appraisal District (the "Appraisal District") has the responsibility for appraising property for all taxing units wholly within Fort Bend County, including the District. Such appraisal values are subject to review and change by the Fort Bend County Appraisal Review Board (the "Appraisal Review Board"). Under certain circumstances, taxpayers and taxing units (such as the District) may appeal the orders of the Appraisal Review Board by filing a petition for review in State district court. In such event, the value of the property in question will be determined by the court or by a jury if requested by any party. Absent any such appeal, the appraisal roll, as prepared by the Appraisal District and approved by the Appraisal Review Board, must be used by each taxing jurisdiction in establishing its tax roll and tax rate. The District is eligible, along with all other conservation and reclamation districts within Fort Bend County, to participate in the nomination of and vote for a member of the Board of Directors of the Appraisal District.

Property Subject to Taxation by the District

Except for certain exemptions provided by Texas law, all real property, tangible personal property held or used for the production of income, and mobile homes are subject to taxation by the District. Principal categories of exempt property include, but are not limited to: property owned by the State of Texas or its political subdivisions if the property is used for public purposes; property exempt from ad valorem taxation by federal law; certain household goods, family supplies, and personal effects; certain goods, wares and merchandise in transit; farm products owned by the producer; certain property of charitable organizations, youth development associations, religious organizations, and qualified schools; designated historical sites; travel trailers; most individually owned automobiles and intangible personal property. In addition, the District may by its own action exempt residential homesteads of persons sixty-five (65) years or older and of certain disabled persons to the extent deemed advisable by the Board. For tax year 2026, the District has granted a $10,000 exemption for persons age 65 or older or for disabled persons. Qualifying surviving spouses of persons 65 years of age and older would be entitled to receive an exemption equal to the exemption received by the deceased spouse. The District may be required to offer such an exemption if a majority of voters approve it at an election. The District would be required to call such an election upon petition by twenty percent (20%) of the number of qualified voters who voted in the preceding election. The District is authorized by statute to disregard exemptions for the disabled and elderly if granting the exemption would impair the District's obligation to pay tax supported debt incurred prior to adoption of the exemption by the District. Furthermore, the District must grant exemptions to disabled veterans or certain surviving dependents of disabled veterans, if requested, of between $5,000 and $12,000 depending on the disability rating of the veteran claiming the exemption, and qualifying surviving spouses of persons 65 years of age or older will be entitled to receive a residential homestead exemption equal to the exemption received by the deceased spouse. A veteran who receives a disability rating of 100% is entitled to an exemption for the full amount of the veteran's residential homestead. Additionally, subject to certain conditions, the surviving spouse of a disabled veteran who is entitled to an exemption for the full value of the veteran's residence homestead is also entitled to an exemption from taxation of the total appraised value of the same property to which the disabled veteran's exemption applied. A partially disabled veteran or certain surviving spouses of partially disabled veterans are entitled to an exemption from taxation of a percentage of the appraised value of their residence homestead in an amount equal to the partially disabled veteran's disability rating if the residence was donated by a charitable organization. The exemption will apply to a residence homestead that was donated by a charitable organization at some cost to such veterans. Also, the surviving spouse of a member of the armed forces who was killed or fatally injured in the line or duty is, subject to certain conditions, entitled to an exemption of the total appraised value of the surviving spouse's residence homestead, and, subject to certain conditions, an exemption up to the same amount may be transferred to a subsequent residence homestead of the surviving spouse. The surviving spouse of a first responder who is killed or fatally injured in the line of duty is, subject to certain conditions, entitled to an exemption of the total appraised value of the surviving spouse's residence homestead, and, subject to certain conditions, an exemption up to the same amount may be transferred to a subsequent residence homestead of the surviving spouse. See "TAX DATA."

Residential Homestead Exemptions: The Property Tax Code authorizes the governing body of each political subdivision in the State of Texas to exempt up to twenty percent (20%) of the appraised value of residential homesteads from ad valorem taxation. Where ad valorem taxes have previously been pledged for the payment of debt, the governing body of a political subdivision may continue to levy and collect taxes against the exempt value of the homesteads until the debt is discharged, if the cessation of the levy would impair the obligations of the contract by which the debt was created. The adoption of a homestead exemption may be considered each year, but must be adopted by May 1. The District currently does not grant a homestead exemption. See "TAX DATA."

Freeport Goods and Goods-in-Transit Exemptions: A "Freeport Exemption" applies to goods, wares, merchandise, other tangible personal property and ores, other than oil, natural gas, and petroleum products (defined as liquid and gaseous materials immediately derived from refining oil or natural gas), and to aircraft or repair parts used by a certified air carrier acquired in or imported into Texas which are destined to be forwarded outside of Texas and which are detained in Texas for assembling, storing, manufacturing, processing or fabricating for less than 175 days. Although certain taxing units may take official action to tax such property in transit and negate such exemption, the District does not have such an option. A "Goods-in-Transit" Exemption, for 2011 and prior tax years, was applicable to certain tangible personal property, as defined by the Property Tax Code, acquired in or imported into Texas for storage purposes and which is stored under a contract of bailment by a public warehouse operator at one or more public warehouse facilities in Texas that are not in any way owned or controlled by the owner of such property for the account of the person who acquired or imported such property. The exemption excludes oil, natural gas, petroleum products, aircraft and certain special inventory including dealer's motor vehicles, dealer's vessel and outboard motor vehicle, dealer's heavy equipment and retail manufactured housing inventory. For 2012 and subsequent tax years, the exemption applies to covered property if it is acquired in or imported into Texas for assembling, storing, manufacturing, processing, or fabricating purposes and is subsequently forwarded to another location inside or outside of Texas not later than 175 days after acquisition or importation. A property owner who receives the Goods-in-Transit Exemption is not eligible to receive the Freeport Exemption for the same property. Local taxing units such as the District may, by official action and after public hearing, tax goods-in-transit personal property. A taxing unit must exercise its option to tax goods-in-transit property before January 1 of the first tax year in which it proposes to tax the property at the time and in the manner prescribed by applicable law. However, taxing units who took official action as allowed by prior law before October 1, 2011, to tax goods-in-transit property, and who pledged such taxes for the payment of debt, may continue to impose taxes against the goods-in-transit property until the debt is discharged without further action, if cessation of the imposition would impair the obligations of the contract by which the debt was created. The District has taken no official action to allow taxation of all such goods-in-transit personal property but may choose to exempt same in the future by further official action.

Tax Abatement

Fort Bend County or the City may designate all or part of the area within the District as a reinvestment zone. Thereafter, Fort Bend County, the District, and the City at the option and discretion of each entity, may enter into tax abatement agreements with owners of property within the zone. Prior to entering into a tax abatement agreement, each entity must adopt guidelines and criteria for establishing tax abatement, which each entity will follow in granting tax abatement to owners of property. The tax abatement agreements may exempt from ad valorem taxation by each of the applicable taxing jurisdictions, including the District, for a period of up to ten (10) years, all or any part of any increase in the assessed valuation of property covered by the agreement over its assessed valuation in the year in which the agreement is executed on the condition that the property owner make specified improvements or repairs to the property in conformity with the terms of the tax abatement. Each taxing jurisdiction has discretion to determine terms for its tax abatement agreements without regard to the terms approved by the other taxing jurisdictions.

General Residential Homestead Exemption

Texas law authorizes the governing body of each political subdivision in the State of Texas to exempt up to twenty percent (20%) of the appraised value of residential homesteads, but not less than $5,000 if any exemption is granted, from ad valorem taxation. The law provides, however, that where ad valorem taxes have previously been pledged for the payment of debt, the governing body of a political subdivision may continue to levy and collect taxes against the exempt value of the homesteads until the debt is discharged, if the cessation of the levy would impair the obligations of the contract by which the debt was created. For the 2026 tax year, the District has not granted a general residential homestead exemption.

Valuation of Property for Taxation

Generally, property in the District must be appraised by the Appraisal District at market value as of January 1 of each year. Once an appraisal roll is prepared and formally approved by the Appraisal Review Board, it is used by the District in establishing its tax rolls and tax rate. Assessments under the Property Tax Code are to be based upon one hundred percent (100%) of market value, as such is defined in the Property Tax Code.

Nevertheless, certain land may be appraised at less than market value under the Property Tax Code. Increases in the appraised value of residence homesteads to ten percent (10%) annually regardless of the market value of the property. The Property Tax Code permits land designated for agricultural use, open space or timberland to be appraised at its value based on the land's capacity to produce agricultural or timber products rather than at its fair market value. The Property Tax Code permits under certain circumstances that residential real property inventory held by a person in the trade or business be valued at the price all such property would bring if sold as a unit to a purchaser who would continue the business. Provisions of the Property Tax Code are complex and are not fully summarized here. Landowners wishing to avail themselves of the agricultural use, open space or timberland designation or residential real property inventory designation must apply for the designation and the appraiser is required by the Property Tax Code to act on each claimant's right to the designation individually. A claimant may waive the special valuation as to taxation by some political subdivisions while claiming it as to another. If a claimant receives the agricultural use designation and later loses it by changing the use of the property or selling it to an unqualified owner, the District can collect taxes based on the new use, including taxes for the previous three (3) years for agricultural use, for open space land, and timberland.

The Property Tax Code requires the Appraisal District to implement a plan for periodic reappraisal of property. The plan must provide for appraisal of all real property in the Appraisal District at least once every three years. It is not known what frequency of reappraisal will be utilized by the Appraisal District or whether reappraisals will be conducted on a zone or county-wide basis. The District, however, at its expense has the right to obtain from the Appraisal District current estimate of appraised values within the District or an estimate of any new property or improvements within the District. While such current estimate of appraised values may serve to indicate the rate and extent of growth of taxable values within the District, it cannot be used for establishing a tax rate within the District until such time as the Appraisal District chooses formally to include such values on its appraisal roll.

The Property Tax Code provides for a temporary exemption from ad valorem taxation of a portion of the appraised value of certain property that is at least 15% physically damaged by a disaster and located within an area declared to be a disaster area by the governor of the State of Texas. This temporary exemption is automatic if the disaster is declared prior to a taxing unit, such as the District, adopting its tax rate for the tax year. A taxing unit, such as the District, may authorize the exemption at its discretion if the disaster is declared after the taxing unit has adopted its tax rate for the tax year. The amount of the exemption is based on the percentage of damage and is prorated based on the date of the disaster. Upon receipt of an application submitted within the eligible timeframe by a person who qualifies for a temporary exemption under the Property Tax Code, the Appraisal District is required to complete a damage assessment and assign a damage assessment rating to determine the amount of the exemption. The temporary exemption amounts established in the Property Tax Code range from 15% for property less than 30% damaged to 100% for property that is a total loss. Any such temporary exemption granted for disaster-damaged property expires on January 1 of the first year in which the property is reappraised.

District and Taxpayer Remedies

Under certain circumstances, taxpayers and taxing units, including the District, may appeal orders of the Appraisal Review Board by filing a petition for review in district court within forty-five (45) days after notice is received that a final order has been entered. In such event, the property value in question may be determined by the court, or by a jury, if requested by any party. Additionally, taxing units may bring suit against the Appraisal District to comply with the Property Tax Code. The District may challenge the exclusion of property from the appraisal rolls or the grant, in whole or in part, of an exemption.

Texas law provides for notice and hearing procedures prior to the adoption of an ad valorem tax rate by the District. Additionally, under certain circumstances, an election would be required to determine whether to approve the adopted total tax rate. See "—Rollback of Operation and Maintenance Tax Rate" herein. The Property Tax Code also establishes a procedure for notice to property owners of reappraisals reflecting increased property values, appraisals that are higher than renditions and appraisals of property not previously on an appraisal roll.

Levy and Collection of Taxes

The District is responsible for the collection of its taxes, unless it elects to transfer such functions to another governmental entity. The District adopts its tax rate each year after it receives a tax roll certified by the Appraisal District. Taxes are due upon receipt of a bill therefor and become delinquent after January 31 of the following year or 30 days after the date billed, whichever is later, or, if billed after January 10, they are delinquent on the first day of the month next following the 21st day after such taxes are billed. A delinquent tax accrues interest at a rate of one percent (1%) for each month or portion of a month the tax remains unpaid beginning the first calendar month it is delinquent. A delinquent tax also incurs a penalty of six percent (6%) of the amount of the tax for the first calendar month it is delinquent plus a one percent (1%) penalty for each additional month or portion of a month the tax remains unpaid prior to July 1 of the year in which it becomes delinquent. However, a tax delinquent on July 1 incurs a total penalty of twelve percent (12%) of the amount of the delinquent tax without regard to the number of months the tax has been delinquent, which penalty remains at such rate without further increase. If the tax is not paid by July 1, an additional penalty of up to the amount of the compensation specified in the District's contract with its delinquent tax collection attorney, but not to exceed twenty percent (20%) of the total tax, penalty and interest, may, under certain circumstances, be imposed by the District. With respect to personal property taxes that become delinquent on or after February 1 of a year and that remain delinquent sixty (60) days after the date on which they become delinquent, as an alternative to the penalty described in the foregoing sentence, an additional

penalty on personal property of up to the amount specified in the District's contract with its delinquent tax attorney, but not to exceed twenty percent (20%) of the total tax, penalty and interest, may, under certain circumstances, be imposed by the District prior to July 1. The District's contract with its delinquent tax collection attorney currently specifies a twenty percent (20%) additional penalty. The District may waive penalties and interest on delinquent taxes only for the items specified in the Texas Property Tax Code. The Property Tax Code also makes provision for the split payment of taxes, discounts for early payment and the postponement of the delinquency of taxes under certain circumstances. The owner of a residential homestead property who is (i) a person sixty-five (65) years of age or older, (ii) under a disability for purpose of payment of disability insurance benefits under the Federal Old Age Survivors and Disability Insurance Act, or (iii) qualifies as a disabled veteran under Texas law, is also entitled by law to pay current taxes on a residential homestead in installments or to defer the payment of taxes without penalty during the time of ownership. Additionally, a person who is delinquent on taxes for a residential homestead is entitled to an agreement with the District to pay such taxes in installments over a period of between 12 and 36 months (as determined by the District) when such person has not entered into another installment agreement with respect to delinquent taxes with the District in the preceding 24 months.

Rollback of Operation and Maintenance Tax Rate

Chapter 49 of the Texas Water Code, as amended, classifies municipal utility districts differently based on their current operation and maintenance tax rate or on the percentage of projected build-out that a district has completed. Districts that have adopted an operation and maintenance tax rate for the current year that is 2.5 cents or less per $100 of taxable value are classified herein as "Special Taxing Units." Districts that have financed, completed, and issued bonds to pay for all land, improvements and facilities necessary to serve at least 95% of the projected build-out of the district are classified as "Developed Districts." Districts that do not meet either of the classifications previously discussed can be classified herein as "Developing Districts." The impact each classification has on the ability of a district to increase its maintenance and operations tax rate is described for each classification below. Debt service and contract tax rates cannot be reduced by an election held within any of the districts described below.

Special Taxing Units: Special Taxing Units that adopt a total tax rate that would impose more than 1.08 times the amount of the total tax imposed by such district in the preceding tax year on a residence homestead appraised at the average appraised value of a residence homestead, subject to certain homestead exemptions, are required to hold a rollback election within the district to determine whether to approve the adopted total tax rate. If the adopted total tax rate is not approved at the election, the total tax rate for a Special Taxing Unit is the current year's debt service and contract tax rate plus 1.08 times the previous year's operation and maintenance tax rate.

Developed Districts: Developed Districts that adopt a total tax rate that would impose more than 1.035 times the amount of the total tax imposed by the district in the preceding tax year on a residence homestead appraised at the average appraised value of a residence homestead, subject to certain homestead exemptions for the preceding tax year, plus any unused increment rates, as calculated and described in Section 26.013 of the Tax Code, are required to hold a rollback election within the district to determine whether to approve the adopted total tax rate. If the adopted total tax rate is not approved at the election, the total tax rate for a Developed District is the current year's debt service and contract tax rate plus 1.035 times the previous year's operation and maintenance tax rate plus any unused increment rates. In addition, if any part of a Developed District lies within an area declared for disaster by the Governor of Texas or President of the United States, alternative procedures and rate limitations may apply for a temporary period. If a district qualifies as both a Special Taxing Unit and a Developed District, the district will be subject to the operation and maintenance tax threshold applicable to Special Taxing Units.

Developing Districts: Districts that do not meet the classification of a Special Taxing Unit or a Developed District are classified as Developing Districts. The qualified voters of these districts, upon the Developing District's adoption of a total tax rate that would impose more than 1.08 times the amount of the total tax rate imposed by such district in the preceding tax year on a residence homestead appraised at the average appraised value of a residence homestead, subject to certain homestead exemptions, are authorized to petition for an election to reduce the operation and maintenance tax rate. If a rollback election is called and passes, the total tax rate for Developing Districts is the current year's debt service and contract tax rate plus 1.08 times the previous year's operation and maintenance tax rate.

The District: A determination as to a district's status as a Special Taxing Unit, Developed District or Developing District will be made on an annual basis, at the time a district sets its tax rate. For 2025, the District was designated as a Developing District. The District cannot give any assurances as to what its classification will be at any point in time or whether the District's future tax rates will result in a total tax rate that will reclassify the District into a new classification and new rollback election calculation.

District's Rights in the Event of Tax Delinquencies

Taxes levied by the District are a personal obligation of the owner of the property as of January 1 of the year for which the tax is imposed. On January 1 of each year, a tax lien attaches to property to secure the payment of all state and local taxes, penalties, and interest ultimately imposed for the year on the property. The lien exists in favor of the State of Texas and each local taxing unit, including the District, having power to tax the property. The District's tax lien is on a parity with tax liens of such other taxing units (see "ESTIMATED OVERLAPPING DEBT STATEMENT—Overlapping Tax Rates for 2025"). A tax lien on real property takes priority over the claim of most creditors and other holders of liens on the property encumbered by the tax lien, whether or not the debt or lien existed before the attachment of the tax lien; however, whether a lien of the United States is on a parity with or takes priority over a tax lien of the District is determined by applicable federal law. Personal property under certain circumstances is subject to seizure and sale for the payment of delinquent taxes, penalty, and interest.

Except with respect to (i) owners of residential homestead property who are sixty-five (65) years of age or older or under a disability as described above and who have filed an affidavit as required by law and (ii) owners of residential homesteads who have entered into an installment agreement with the District for payment of delinquent taxes as described above and who are not in default under said agreement, at any time after taxes on property become delinquent, the District may file suit to foreclose the lien securing payment of the tax, to enforce personal liability for the tax, or both. In filing a suit to foreclose a tax lien on real property, the District must join other taxing units that have claims for delinquent taxes against all or part of the same property. Collection of delinquent taxes may be adversely affected by the amount of taxes owed to other taxing units, by the effects of market conditions on the foreclosure sale price, or by taxpayer redemption rights (a taxpayer may redeem property that is a residence homestead or was designated for agricultural use within two (2) years after the deed issued at foreclosure is filed of record and may redeem all other property within six (6) months after the deed issued at foreclosure is filed of record) or by bankruptcy proceedings which restrict the collection of taxpayer debt. The District's ability to foreclose its tax lien or collect penalties and interest may be limited on property owned by a financial institution which is under receivership by the Federal Deposit Insurance Corporation pursuant to the Federal Deposit Insurance Act, 12 U.S.C. 1825, as amended. Generally, the District's tax lien and a federal tax lien are on par with the ultimate priority being determined by applicable federal law. See "INVESTMENT CONSIDERATIONS—General" and "—Tax Collections and Foreclosure Remedies."

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INVESTMENT CONSIDERATIONS

General

The Bonds, which are obligations of the District and not obligations of the State of Texas, Fort Bend County, the City or any other political entity other than the District. Payment of the principal of and interest on the Bonds depends upon the ability of the District to collect taxes levied on all taxable property within the District in an amount sufficient to service the District's bonded debt or in the event of foreclosure, on the value of the taxable property in the District and the taxes levied by the District and other taxing authorities upon the property within the District. See "THE BONDS—Source of and Security for Payment." The collection by the District of delinquent taxes owed to it and the enforcement by Registered Owners of the District's obligation to collect sufficient taxes may be a costly and lengthy process. Furthermore, the District cannot and does not make any representations that taxable property within the District will maintain taxable values sufficient to justify continued payment of taxes by property owners or that there will be a market for the property or that owners of the property will have the ability to pay taxes. See "—Registered Owners' Remedies and Bankruptcy Limitations" herein.

Undeveloped Acreage and Vacant Lots

There are currently approximately 99 acres of developable land within the District that have not been provided with water, sanitary sewer, storm sewer, road and other facilities necessary for the construction of taxable improvements. As of July __, 2026, there are 191 vacant developed lots. The District makes no representation that the building program will be successful. Future increases in value will result primarily from the construction of homes by builders on developed lots. Failure of the Developers to develop the developable land and/or builders to construct taxable improvements on developed lots could restrict the rate of growth of taxable values in the District. See "THE DISTRICT—Land Use" and "—Status of Development."

Increase in Costs of Building Materials

As a result of supply issues, shipping constraints, and ongoing trade disputes (including tariffs), there have been recent substantial increases in the cost of lumber and other building materials, causing many homebuilders and general contractors to experience budget overruns. Further, the unpredictable nature of current trade policy (including the threatened imposition of tariffs) may impact the ability of the Developers or homebuilders in the District to estimate costs. Additionally, immigration policies may affect the State's workforce, and any labor shortages that could occur may impact the rate of construction within the District. Uncertainty surrounding availability and cost of materials may result in decreased levels of construction activity, and may restrict the growth of property values in the District. The District makes no representations regarding the probability of development or homebuilding continuing in a timely manner or the effects that current or future economic or governmental circumstances may have on any plans of the Developers or homebuilders.

Economic Factors and Interest Rates

A substantial percentage of the taxable value of the District results from the current market value of single-family residences, undeveloped land and developed lots. The market value of such homes and lots is related to general economic conditions in the greater Houston region and the national economy and those conditions can affect the demand for residences. Demand for lots of this type and the construction of residential dwellings thereon can be significantly affected by factors such as interest rates, credit availability (see "—Credit Markets and Liquidity in the Financial Markets" herein), construction costs, energy availability and the prosperity and demographic characteristics of the urban center toward which the marketing of lots is directed. Decreased levels of construction activity could tend to restrict the growth of property values in the District or could adversely impact such values.

Credit Markets and Liquidity in the Financial Markets

Interest rates and the availability of mortgage and development funding have a direct impact on the construction activity, particularly short-term interest rates at which developers are able to obtain financing for development costs. Interest rate levels may affect the ability of a landowner with undeveloped property to undertake and complete construction activities within the District. Because of the numerous and changing factors affecting the availability of funds, particularly liquidity in the national credit markets, the District is unable to assess the future availability of such funds for continued construction within the District. In addition, since the District is located approximately 32 miles west of the central downtown business district of the City of Houston, the success of development within the District and growth of District taxable property values are, to a great extent, a function of the Houston metropolitan and regional economies and national credit and financial markets. A downturn in the economic conditions of Houston and the nation could adversely affect development and home-building plans in the District and restrain the growth of the District's property tax base or reduce it from current levels.

Landowner Obligation to the District

There are no commitments from or obligations of the Developers, or any other landowner, to the District to proceed at any particular rate or according to any specified plan with the development of land or construction of improvements in the District, and there is no restriction on any landowner's right to sell its land. Failure to construct taxable improvements on developed tracts of land or developed lots could restrict the rate of growth of taxable values in the District. The District cannot and does not make any representations that over the life of the Bonds the District will increase or maintain its taxable property. See "THE DEVELOPERS."

Competition

The demand for and construction of single-family homes in the District, which is approximately 32 miles west from downtown Houston, could be affected by competition from other residential developments in the northwestern portion of the Houston area market. In addition to competition for new home sales from other developments, there are numerous previously-owned homes in the area of the District. Such homes could represent additional competition for new homes proposed to be sold within the District.

The competitive position of builders in the sale of single-family residential houses within the District is affected by most of the factors discussed in this section. Such a competitive position directly affects the growth and maintenance of taxable values in the District and tax revenues to be received by the District. The District can give no assurance that building and marketing programs in the District by the Developer will be implemented or, if implemented, will be successful.

Possible Impact on District Tax Rates

Assuming no further development, the value of the land and improvements currently within the District will be the major determinant of the ability or willingness of District property owners to pay their taxes. The 2026 Taxable Assessed Valuation of the District (see "FINANCIAL STATEMENT") is $213,340,020 ($212,922,961 of certified plus $417,059 of uncertified (80%)). After issuance of the Bonds, the maximum annual debt service requirement will be $1,675,225 (2042) and the average annual debt service requirement will be $1,321,571 (2027-2051). Assuming no increase or decrease from the 2026 Taxable Assessed Valuation and no use of funds other than tax collections, a tax rate of $0.83 per $100 assessed valuation at a 95% collection rate would be necessary to pay the maximum annual debt service requirement of $1,675,225 and a tax rate of $0.66 per $100 assessed valuation at a 95% collection rate would be necessary to pay the average annual debt service requirement of $1,321,571. The Estimated Taxable Assessed Valuation as of July 15, 2026 is $239,826,490. Assuming no increase or decrease from the Estimated Taxable Assessed Valuation as of July 15, 2026, the issuance of no additional debt, and no other funds available for the payment of debt service, tax rates of $0.74 and $0.59 per $100 of assessed valuation at a ninety percent (95%) collection rate would be necessary to pay the maximum annual debt service requirement and average annual debt service requirement, respectively. See "DEBT SERVICE REQUIREMENTS."

No representation or suggestion is made that the uncertified portion of the 2026 Taxable Assessed Valuation or the estimated values of land and improvements provided by the Appraisal District in the Estimated Taxable Assessed Valuation as of July 15, 2026, for the District will be certified as taxable value by the Appraisal District, and no person should rely upon such amounts or their inclusion herein as assurance of their attainment. See "TAXING PROCEDURES" and "TAX DATA—Tax Adequacy for Debt Service."

Future Debt

The District has the right to issue obligations other than the Bonds, including tax anticipation notes and bond anticipation notes, and to borrow for any valid corporate purpose. A total of $45,000,000 principal amount of unlimited tax bonds for acquiring and constructing water, sewer and drainage facilities and $542,000 principal amount of unlimited tax bonds for purchasing and constructing park and recreational facilities has been authorized by voters in the District. The District has also authorized $67,500,000 in the principal amount of unlimited tax bonds for refunding outstanding water, sewer, and drainage facility bonds. After issuance of the Bonds, $21,295,000 principal amount of unlimited tax bonds will remain authorized but unissued for purchasing and constructing water, sewer and drainage facilities and all of the authorized amounts for refunding bonds and $2,000 principal amount of unlimited tax bonds for purchasing and constructing park and recreational facilities and will remain authorized but unissued. In addition, voters may authorize the issuance of additional bonds secured by ad valorem taxes. The issuance of additional bonds or obligations may increase the District's tax rate and adversely affect the security for, and the investment quality and value of, the Bonds.

Voters within the Defined Area within the District have authorized the issuance of $63,000,000 principal amount of unlimited tax bonds to finance water, wastewater and drainage improvements, $94,500,000 principal amount of refunding bonds for refinancing of outstanding bonds sold for water, wastewater, and drainage facilities, $42,000,000 principal amount of unlimited tax bonds to finance road improvements, and $63,000,000 principal amount of refunding bonds for refinancing of outstanding bonds sold for road facilities solely within the Defined Area, none of which has been issued to date. The District is planning to sell approximately $2,100,000 principal amount of unlimited tax road bonds for the Defined Area in the fourth quarter of 2026.

The District has fulfilled its reimbursement obligations to LGI and Chesmar for facilities constructed on behalf of the District. After issuance of the Bonds, the amount owed to Lennar will be approximately $24,763,000 for facilities constructed on behalf of the Defined Area. The Defined Area may issue future bonds to repay Lennar in accordance with their contract. The District does not employ any formula with respect to appraised valuations, tax collections or otherwise to limit the amount of parity bonds which it may issue. The issuance of additional bonds (except for refunding bonds) is subject to approval by the TCEQ pursuant to its rules regarding issuance and feasibility of bonds. In addition, future changes in health or environmental regulations could require the construction and financing of additional improvements without any corresponding increase in taxable value in the District. See "THE BONDS—Issuance of Additional Debt." Issuance of additional bonds could dilute the investment security for the Bonds.

Potential Effects of Oil Price Volatility on the Houston Area

The economy of the Houston area has, in the past, been particularly affected by adverse conditions in the oil and gas industry, and such conditions and their spillover effects into other industries could result in declines in the demand for residential and commercial property in the Houston area and could reduce or negatively affect property values or homebuilding activity within the District. The District cannot predict the impact that negative conditions in the oil and gas industry could have on property values in the District.

Cybersecurity

The District's consultants use digital technologies to collect taxes, hold funds and process disbursements. These systems necessarily hold sensitive protected information that is valued on the black market. As a result, the electronic systems and networks of organizations like the District's consultants are considered targets for cyber-attacks and other potential breaches of their systems. To the extent the District is determined to be the party responsible for various electronic systems or suffers a loss of funds due to a security breach, there could be a material adverse effect on the District's finances. Insurance to protect against such breaches is limited.

Extreme Weather Events

The greater Houston area, including the District, is subject to occasional severe weather events, including tropical storms and hurricanes. If the District were to sustain damage to its facilities requiring substantial repair or replacement, or if substantial damage were to occur to taxable property within the District as a result of such a weather event, the investment security of the Bonds could be adversely affected. The greater Houston area has experienced multiple storms exceeding a 0.2% probability (i.e. "500-year flood" events) since 2015, including Hurricane Harvey, which made landfall along the Texas Gulf Coast on August 25, 2017, and brought historic levels of rainfall during the successive four days.

If a future weather event significantly damaged all or part of the improvements within the District, the assessed value of property within the District could be substantially reduced, which could result in a decrease in tax revenues and/or necessitate an increase the District's tax rate. Further, there can be no assurance that a casualty loss to taxable property within the District will be covered by insurance (or that property owners will even carry flood or other casualty insurance), that any insurance company will fulfill its obligation to provide insurance proceeds, or that insurance proceeds will be used to rebuild or repair any damaged improvements within the District. Even if insurance proceeds are available and improvements are rebuilt, there could be a lengthy period in which assessed values within the District could be adversely affected.

Specific Flood Type Risks

Ponding (or Pluvial) Flood: Ponding, or pluvial, flooding occurs when heavy rainfall creates a flood event independent of an overflowing water body, typically in relatively flat areas. Intense rainfall can exceed the drainage capacity of a drainage system, which may result in water within the drainage system becoming trapped and diverted onto streets and nearby property until it is able to reach a natural outlet. Ponding can also occur in a flood pool upstream or behind a dam, levee or reservoir.

Riverine (or Fluvial) Flood: Riverine, or fluvial, flooding occurs when water levels rise over the top of river, bayou or channel banks due to excessive rain from tropical systems making landfall and/or persistent thunderstorms over the same area for extended periods of time. The damage from a riverine flood can be widespread. The overflow can affect smaller rivers and streams downstream, or may sheet-flow over land. Flash flooding is a type of riverine flood that is characterized by an intense, high velocity torrent of water that occurs in an existing river channel with little to no notice. Flash flooding can also occur even if no rain has fallen, for instance, after a levee, dam or reservoir has failed or experienced an uncontrolled release, or after a sudden release of water by a debris or ice jam. In addition, planned or unplanned controlled releases from a dam, levee or reservoir also may result in flooding in areas adjacent to rivers, bayous or man-made drainage systems (canals or channels) downstream.

Tax Collection Limitations

The District's ability to make debt service payments may be adversely affected by its inability to collect ad valorem taxes. Under Texas law, the levy of ad valorem taxes by the District constitutes a lien in favor of the District on a parity with the liens of all other state and local taxing authorities on the property against which taxes are levied, and such lien may be enforced by foreclosure. The District's ability to collect ad valorem taxes through such foreclosure may be impaired by market conditions limiting the proceeds from a foreclosure sale of taxable property and collection procedures. While the District has a lien on taxable property within the District for taxes levied against such property, such lien can be foreclosed only in a judicial proceeding. The costs of collecting any such taxpayer's delinquencies could substantially reduce the net proceeds to the District from a tax foreclosure sale. Finally, a bankruptcy court with jurisdiction over bankruptcy proceedings initiated by or against a taxpayer within the District pursuant to the Federal Bankruptcy Code could stay any attempt by the District to collect delinquent ad valorem taxes against such taxpayer. In addition to the automatic stay against collection of delinquent taxes afforded a taxpayer during the pendency of a bankruptcy, a bankruptcy could affect payment of taxes in two other ways: first, a debtor's confirmation plan may allow a debtor to make installment payments on delinquent taxes for up to six years; and, second, a debtor may challenge, and a bankruptcy court may reduce, the amount of any taxes assessed against the debtor, including taxes that have already been paid. See "TAXING PROCEDURES—District's Rights in the Event of Tax Delinquencies."

Registered Owners' Remedies and Bankruptcy Limitations

If the District defaults in the payment of principal, interest, or redemption price on the Bonds when due, if it fails to make payments into any fund or funds created in the Bond Order, or if it defaults in the observation or performance of any other covenants, conditions, or obligations set forth in the Bond Order, the Registered Owners (defined herein) have the statutory right of a writ of mandamus issued by a court of competent jurisdiction requiring the District and its officials to observe and perform the covenants, obligations, or conditions prescribed in the Bond Order. Except for mandamus, the Bond Order does not specifically provide for remedies to protect and enforce the interests of the Registered Owners. There is no acceleration of maturity of the Bonds in the event of default, and, consequently, the remedy of mandamus may have to be relied upon from year to year. Further, there is no trust indenture or trustee, and all legal actions to enforce such remedies would have to be undertaken at the initiative of, and be financed by, the Registered Owners. Statutory language authorizing local governments such as the District to sue and be sued does not waive the local government's sovereign immunity from suits for money damages, so that in the absence of other waivers of such immunity by the Texas Legislature, a default by the District in its covenants in the Bond Order may not be reduced to a judgment for money damages. If such a judgment against the District were obtained, it could not be enforced by direct levy and execution against the District's property. Further, the Registered Owners cannot themselves foreclose on property within the District or sell property within the District to enforce the tax lien on taxable property to pay the principal of and interest on the Bonds. The enforceability of the rights and remedies of the Registered Owners may further be limited by a State of Texas statute reasonably required to attain an important public purpose or by laws relating to bankruptcy, reorganization or other similar laws of general application affecting the rights of creditors of political subdivisions, such as the District.

Subject to the requirements of Texas law discussed below, a political subdivision such as the District may voluntarily file a petition for relief from creditors under Chapter 9 of the Federal Bankruptcy Code, 11 U.S.C. Sections 901-946. The filing of such petition would automatically stay the enforcement of Registered Owner's remedies, including mandamus. The automatic stay would remain in effect until the federal bankruptcy judge hearing the case dismisses the petition, enters an order granting relief from the stay, or otherwise allows creditors to proceed against the petitioning political subdivision. A political subdivision such as the District may qualify as a debtor eligible to proceed in a Chapter 9 case only if it is (1) authorized to file for federal bankruptcy protection by applicable state law, (2) is insolvent or unable to meet its debts as they mature, (3) desires to effect a plan to adjust such debts, and (4) has either obtained the agreement of or negotiated in good faith with its creditors or is unable to negotiate with its creditors because negotiation is impracticable. Special districts such as the District must obtain the approval of the TCEQ as a condition to seeking relief under the Federal Bankruptcy Code. The TCEQ is required to investigate the financial condition of a financially troubled district and authorize such district to proceed under federal bankruptcy law only if such district has fully exercised its rights and powers under Texas law and remains unable to meet its debts and other obligations as they mature.

If a petitioning district were allowed to proceed voluntarily under Chapter 9 of the Federal Bankruptcy Code, it could file a plan for an adjustment of its debts. If such a plan were confirmed by the bankruptcy court, it could, among other things, affect Registered Owners by reducing or eliminating the amount of indebtedness, deferring or rearranging the debt service schedule, reducing or eliminating the interest rate, modifying or abrogating the collateral or security arrangements, substituting (in whole or in part) other securities, and otherwise compromising and modifying the rights and remedies of the Registered Owners' claims against a district.

A district may not be forced into bankruptcy involuntarily.

Environmental and Air Quality Regulations

Wastewater treatment, water supply, storm sewer facilities and construction activities within the District are subject to complex environmental laws and regulations at the federal, state and local levels that may require or prohibit certain activities that affect the environment, such as:

- Requiring permits for construction and operation of water wells, wastewater treatment and other facilities;
- Restricting the manner in which wastes are treated and released into the air, water and soils;
- Restricting or regulating the use of wetlands or other properties; or
- Requiring remedial action to prevent or mitigate pollution.

Sanctions against a municipal utility district or other type of special purpose district for failure to comply with environmental laws and regulations may include a variety of civil and criminal enforcement measures, including assessment of monetary penalties, imposition of remedial requirements and issuance of injunctions to ensure future compliance. Environmental laws and compliance with environmental laws and regulations can increase the cost of planning, designing, constructing and operating water production and wastewater treatment facilities. Environmental laws can also inhibit growth and development within the District. Further, changes in regulations occur frequently, and any changes that result in more stringent and costly requirements could materially impact the District.

Air Quality Issues. Air quality control measures required by the United States Environmental Protection Agency (the "EPA") and the Texas Commission on Environmental Quality (the "TCEQ") may impact new industrial, commercial and residential development in the Houston area. Under the Clean Air Act ("CAA") Amendments of 1990, the eight-county Houston-Galveston-Brazoria area ("HGB Area")—Harris, Galveston, Brazoria, Chambers, Fort Bend, Waller, Montgomery and Liberty Counties—has been designated a nonattainment area under two separate federal ozone standards: the eight-hour ozone standard of 75 ppb promulgated by the EPA in 2008 (the "2008 Ozone Standard"), and the EPA's most-recent promulgation of an even lower, 70 ppb eight-hour ozone standard in 2015 (the "2015 Ozone Standard"). While the State of Texas has been able to demonstrate steady progress and improvements in air quality in the HGB Area, the HGB Area remains subject to CAA nonattainment requirements.

The HGB Area is currently designated as a "severe" nonattainment area under the 2008 Ozone Standard, with an attainment deadline of July 20, 2027. If the EPA ultimately determines that the HGB Area has failed to meet the attainment deadline based on the relevant data, the area is subject to reclassification to a nonattainment classification that provides for more stringent controls on emissions from the industrial sector. In addition, the EPA may impose a moratorium on the awarding of federal highway construction grants and other federal grants for certain public works construction projects if it finds that an area fails to demonstrate progress in reducing ozone levels.

The HGB Area is currently designated as a "serious" nonattainment area under the 2015 Ozone Standard, with an attainment deadline of August 3, 2027. For purposes of the 2015 Ozone Standard, the HGB Area consists of only six counties: Brazoria, Chambers, Fort Bend, Galveston, Harris, and Montgomery Counties.

In order to demonstrate progress toward attainment of the EPA's ozone standards, the TCEQ has established a state implementation plan ("SIP") for the HGB Area setting emission control requirements, some of which regulate the inspection and use of automobiles. These types of measures could impact how people travel, what distances people are willing to travel, where people choose to live and work, and what jobs are available in the HGB Area. These SIP requirements can negatively impact business due to the additional permitting/regulatory constraints that accompany this designation and because of the community stigma associated with a nonattainment designation. It is possible that additional controls will be necessary to allow the HGB Area to reach attainment with the ozone standards by the EPA's attainment deadlines. These additional controls could have a negative impact on the HGB Area's economic growth and development.

Water Supply & Discharge Issues. Water supply and discharge regulations that municipal utility districts, including the District, may be required to comply with involve: (1) groundwater well permitting and surface water appropriation; (2) public water supply systems; (3) wastewater discharges from treatment facilities; (4) storm water discharges; and (5) wetlands dredge and fill activities. Each of these is addressed below:

Certain governmental entities regulate groundwater usage in the HGB Area. A municipal utility district or other type of special purpose district that (i) is located within the boundaries of such an entity that regulates groundwater usage, and (ii) relies on local groundwater as a source of water supply, may be subject to requirements and restrictions on the drilling of water wells and/or the production of groundwater that could affect both the engineering and economic feasibility of district water supply projects.

Pursuant to the federal Safe Drinking Water Act ("SDWA") and the EPA's National Primary Drinking Water Regulations ("NPDWRs"), which are implemented by the TCEQ's Water Supply Division, a municipal utility district's provision of water for human consumption is subject to extensive regulation as a public water system. Municipal utility districts must generally provide treated water that meets the primary and secondary drinking water quality standards adopted by the TCEQ, the applicable disinfectant residual and inactivation standards, and the other regulatory action levels established under the agency's rules. The EPA has established NPDWRs for more than ninety (90) contaminants and has identified and listed other contaminants which may require national drinking water regulation in the future. Further, the EPA has established a NPDWR for six (6) Per- and Polyflouroalkyl Substances ("PFAS"), which requires public water systems to perform certain monitoring and remediation measures. Public water systems may be subject to additional PFAS regulation in the future, which could increase the cost of constructing, operating, and maintaining water production and distribution facilities.

Texas Pollutant Discharge Elimination System ("TPDES") permits set limits on the type and quantity of discharge, in accordance with state and federal laws and regulations. The TCEQ reissued the TPDES Construction General Permit (TXR150000) ("CGP"), with an effective date of March 5, 2023, which is a general permit authorizing the discharge of stormwater runoff associated with small and large construction sites and certain non-stormwater discharges into surface water in the state. The CGP has a 5-year permit term, and is then subject to renewal. Moreover, the Clean Water Act ("CWA") and Texas Water Code require municipal wastewater treatment plants to meet secondary treatment effluent limitations and more stringent water quality-based limitations and requirements to comply with the Texas water quality standards. Any water quality-based limitations and requirements with which a municipal utility district must comply may have an impact on the municipal utility district's ability to obtain and maintain compliance with TPDES permits.

The TCEQ issued the General Permit for Phase II (Small) Municipal Separate Storm Sewer Systems (the "MS4 Permit") on August 15, 2024. The MS4 Permit authorizes the discharge of stormwater to surface water in the state from small municipal separate storm sewer systems. While the District is currently not subject to the MS4 Permit, if the District's inclusion were required at a future date, the District could incur substantial costs to develop, implement, and maintain the necessary plans as well as to install or implement best management practices to minimize or eliminate unauthorized pollutants that may otherwise be found in stormwater runoff in order to comply with the MS4 Permit.

Operations of utility districts, including the District, are also potentially subject to requirements and restrictions under the CWA regarding the use and alteration of wetland areas that are within the "waters of the United States." The District must obtain a permit from the United States Army Corps of Engineers ("USACE") if operations of the District require that wetlands be filled, dredged, or otherwise altered.

In 2023, the Supreme Court of the United States issued its decision in *Sackett v. EPA*, which clarified the definition of "waters of the United States" and significantly restricted the reach of federal jurisdiction under the CWA. Under the Sackett decision, "waters of the United States" includes only geographical features that are described in ordinary parlance as "streams, oceans, rivers, and lakes" and to adjacent wetlands that are indistinguishable from such bodies of water due to a continuous surface connection. Subsequently, the EPA and USACE issued a final rule amending the definition of "waters of the United States" under the CWA to conform with the Supreme Court's decision.

While the *Sackett* decision and subsequent regulatory action removed a great deal of uncertainty regarding the ultimate scope of "waters of the United States" and the extent of EPA and USACE jurisdiction, operations of municipal utility districts, including the District, could potentially be subject to additional restrictions and requirements, including additional permitting requirements, in the future.

Continuing Compliance with Certain Covenants

The Bond Order contains covenants by the District intended to preserve the exclusion from gross income of interest on the Bonds. Failure by the District to comply with such covenants in the Bond Order on a continuous basis prior to maturity of the Bonds could result in interest on the Bonds becoming taxable retroactively to the date of original issuance. See "TAX MATTERS."

Future Legislation

Tax legislation, administrative actions taken by tax authorities, or court decisions, whether at the Federal or state level, may adversely affect the tax-exempt status of interest on the Bonds under Federal or state law and could affect the market price or marketability of the Bonds. Any such legislation, administrative action, or court decision could limit for certain individual taxpayers the value of certain deductions and exclusions, including the exclusion for tax-exempt interest. The likelihood of any such proposal being enacted cannot be predicted. Prospective purchasers of the Bonds should consult their own tax advisors regarding the foregoing matters.

Risk Factors Related to the Purchase of Municipal Bond Insurance

The Underwriter has entered into an agreement with Build America Mutual Assurance Company ("BAM" or the "Insurer") for the purchase of a municipal bond insurance policy (the "Policy"). At the time of entering into the agreement, the Insurer was rated "AA" (stable outlook) by S&P. See "MUNICIPAL BOND INSURANCE" and "APPENDIX B—Specimen Municipal Bond Insurance Policy."

The long-term ratings on the Bonds are dependent in part on the financial strength of the insurer (the "Insurer") and its claim paying ability. The Insurer's financial strength and claims paying ability are predicated upon a number of factors which could change over time. No assurance is given that the long-term ratings of the Insurer and of the ratings on the Bonds insured by the Insurer will not be subject to downgrade and such event could adversely affect the market price of the Bonds or the marketability (liquidity) for the Bonds. See "MUNICIPAL BOND RATING" and "MUNICIPAL BOND INSURANCE."

The obligations of the Insurer are contractual obligations and in an event of default by the Insurer, the remedies available may be limited by applicable bankruptcy law or state law related to insolvency of insurance companies.

Neither the District nor the Initial Purchaser has made independent investigation into the claims paying ability of the Insurer and no assurance or representation regarding the financial strength or projected financial strength of the Insurer is given. Thus, when making an investment decision, potential investors should carefully consider the ability of the District to pay principal and interest on the Bonds and the claims-paying ability of the Insurer, particularly over the life of the investment. See "MUNICIPAL BOND RATING" and "MUNICIPAL BOND INSURANCE" for further information provided by the Insurer and the Policy, which includes further instructions for obtaining current financial information concerning the Insurer.

LEGAL MATTERS

Legal Opinions

Issuance of the Bonds is subject to (i) the approving legal opinion of the Attorney General of Texas to the effect that the Bonds are valid and binding obligations of the District payable from a continuing, direct annual ad valorem tax levied without limit as to rate or amount upon all taxable property within the District, and (ii) the legal opinion of Bond Counsel, based upon examination of the transcript of the proceedings incident to authorization and issuance of the Bonds, to the effect that the Bonds are valid and legally binding obligations of the District payable from the sources and enforceable in accordance with the terms and conditions described therein, except to the extent that the enforceability thereof may be affected by bankruptcy, insolvency, reorganization, moratorium, or other similar laws affecting creditors' rights or the exercise of judicial discretion in accordance with general principles of equity, and are payable from annual ad valorem taxes, which are not limited by applicable law in rate or amount, levied against all property within the District which is not exempt from taxation by or under applicable law. The District will also furnish the opinion of Bond Counsel that will address the matters described under "—Tax Exemption." The legal opinion of Bond Counsel will accompany the Bonds deposited with DTC or will be printed on the definitive Bonds in the event of the discontinuance of the Book-Entry-Only System. Such opinions will express no opinion with respect to the sufficiency of the security for or the marketability of the Bonds.

In addition to serving as Bond Counsel, Sanford Kuhl Hagan Kugle Parker Kahn LLP also acts as counsel to the District on matters not related to the issuance of bonds. The legal fees to be paid to Bond Counsel for services rendered in connection with the issuance of the Bonds are based upon a percentage of Bonds actually issued, sold and delivered and, therefore, such fees are contingent upon the sale and delivery of the Bonds.

No-Litigation Certificate

The District will furnish the Initial Purchaser a certificate, dated as of the date of delivery of the Bonds, executed by both the President and Secretary of the Board, to the effect that no litigation of any nature is then pending against or, to the best knowledge of the certifying officers, threatened against the District contesting or attacking the Bonds or the Bond Order; restraining or enjoining the authorization, execution or delivery of the Bonds; affecting the provisions made for the payment of or security for the Bonds; in any manner questioning the authority of proceedings for the authorization, execution or delivery of the Bonds; or affecting the validity of the Bonds, the Bond Order, the corporate existence or boundaries of the District or the titles of the then present officers of the Board.

No Material Adverse Change

The obligations of the Initial Purchaser to take and pay for the Bonds, and of the District to deliver the Bonds, are subject to the condition that, up to the time of delivery of and receipt of payment for the Bonds, there shall have been no material adverse change in the condition (financial or otherwise) of the District subsequent to the date of sale from that set forth or contemplated in the Preliminary Official Statement, as it may have been supplemented or amended through the date of sale.

Qualified Tax-Exempt Obligations - Purchase of the Bonds by Financial Institutions

The Code requires a pro rata reduction in the interest expense deduction of a financial institution to reflect such financial institution's investment in tax-exempt obligations acquired after August 7, 1986. An exception to the foregoing provision is provided in the Code for "qualified tax-exempt obligations" which include tax-exempt obligations, such as the Bonds, (a) designated by the issuer as "qualified tax-exempt obligations" and (b) issued by a political subdivision for which the aggregate amount of tax-exempt obligations (not including private activity bonds other than qualified 501(c)(3) bonds) to be issued during the calendar year is not expected to exceed $10,000,000.

The District has designated the Bonds as "qualified tax-exempt obligations" and will represent that the aggregate amount of tax-exempt obligations (including the Bonds) issued by the District and entities aggregated with the District under the Code during calendar year 2026 is not expected to exceed $10,000,000 and that the District and entities aggregated with the District under the Code will not designate more than $10,000,000 in "qualified tax-exempt obligations" (including the Bonds) during calendar year 2026.

Notwithstanding this exception, financial institutions acquiring the Bonds will be subject to a twenty percent (20%) disallowance of allocable interest expense.

Tax Exemption

The delivery of the Bonds is subject to an opinion of Bond Counsel to the effect that, assuming continuing compliance by the District with the provisions of the Bond Order subsequent to the issuance of the Bonds pursuant to Section 103 of the Internal Revenue Code of 1986 (the "Code"), and existing regulations, published rulings and court decision procedures, interest on the bonds (i) will be excludable from the income, as defined in Section 61 of the Code, of the owners thereof for federal income tax purposes and (ii) is not subject to the alternative minimum tax on individuals; however, such interest is taken into account in determining the annual adjusted financial statement income of applicable corporations (as defined in Section 59(k) of the Code) for the purpose of determining the alternative minimum tax imposed on corporations. The statutes, regulations, published rulings, and court decisions on which such opinion is based are subject to change.

The Code imposes various restrictions, conditions and requirements relating to the exclusion from gross income for federal income tax purposes of interest on obligations such as the Bonds. The District has made certain representations and covenanted to comply with certain restrictions, conditions and requirements designed to ensure that interest on the Bonds will not be included in federal gross income. Inaccuracy of these representations or failure to comply with these covenants may result in interest on the Bonds being included in gross income for federal income tax purposes, possibly from the date of original issuance of the Bonds. The opinion of Bond Counsel assumes the accuracy of these representations and compliance with these covenants. Bond Counsel has not undertaken to determine (or to inform any person) whether any actions taken (or not taken), or events occurring (or not occurring), or any other matters coming to Bond Counsel's attention after the date of issuance of the Bonds may adversely affect the value of, or the tax status of interest on, the Bonds. Accordingly, the opinion of Bond Counsel is not intended to, and may not, be relied upon in connection with any such actions, events or matters.

Although Bond Counsel is of the opinion that interest on the Bonds is excludable from gross income for federal income tax purposes, the ownership or disposition of, or the accrual or receipt of amounts treated as interest on, the Bonds may otherwise affect a Beneficial Owner's federal, state or local tax liability. The nature and extent of these other tax consequences depends upon the particular tax status of the Beneficial Owner or the Beneficial Owner's other items of income or deduction. Bond Counsel expresses no opinion regarding any such other tax consequences.

Current and future legislative proposals, if enacted into law, clarification of the Code or court decisions may cause interest on the Bonds to be subject, directly or indirectly, in whole or in part, to federal income taxation or otherwise prevent Beneficial Owners from realizing the full current benefit of the tax status of such interest. The introduction or enactment of any such legislature proposals or clarification of the Code or court decisions may also affect, perhaps significantly, the market price for, or marketability of, the Bonds. Prospective purchasers of the Bonds should consult their own tax advisors regarding the potential impact of any pending or proposed federal or state tax legislation, regulations or litigation, as to which Bond Counsel is expected to express no opinion.

The opinion of Bond Counsel is based on current legal authority, covers certain matters not directly addressed by such authorities, and represents Bond Counsel's judgment as to the proper treatment of the Bonds for federal income tax purposes. It is not binding on the Internal Revenue Service ("IRS") or the courts. Furthermore, Bond Counsel cannot give and has not given any opinion or assurance about the future activities of the District or about the effect of future changes in the Code, the applicable regulations, the interpretation thereof or the enforcement thereof by the IRS. The District has covenanted, however, to comply with the requirements of the Code.

Bond Counsel's engagement with respect to the Bonds ends with the issuance of the Bonds, and, unless separately engaged, Bond Counsel is not obligated to defend the District or the Beneficial Owners regarding the tax-exempt status of the Bonds in the event of an audit examination by the IRS. Under current procedures, parties other than the District and its appointed counsel, including the Beneficial Owners, would have little, if any, right to participate in the audit examination process. Moreover, because achieving judicial review in connection with an audit examination of tax-exempt bonds is difficult, obtaining an independent review of IRS positions with which the District legitimately disagrees, may not be practicable. Any action of the IRS, including but not limited to selection of the Bonds for audit, or the course or result of such audit, or an audit of bonds presenting similar tax issues may affect the market price for, or the marketability of, the Bonds, and may cause the District or the Beneficial Owners to incur significant expense.

THE DISCUSSION CONTAINED HEREIN MAY NOT BE EXHAUSTIVE. INVESTORS, INCLUDING THOSE WHO ARE SUBJECT TO SPECIAL PROVISIONS OF THE CODE, SHOULD CONSULT THEIR OWN TAX ADVISORS AS TO THE TAX TREATMENT WHICH MAY BE ANTICIPATED TO RESULT FROM THE PURCHASE, OWNERSHIP AND DISPOSITION OF TAX-EXEMPT OBLIGATIONS BEFORE DETERMINING WHETHER TO PURCHASE THE BONDS.

Proposed Tax Legislation

Tax legislation, administrative actions taken by tax authorities, and court decisions may cause interest on the Bonds to be subject, directly or indirectly, to federal income taxation or state income taxation, or otherwise prevent the beneficial owners of the Bonds from realizing the full current benefit of the tax status of such interest. For example, future legislation to resolve certain federal budgetary issues may significantly reduce the benefit of, or otherwise affect, the exclusion from gross income for federal income tax purposes of interest on all state and local obligations, including the Bonds. In addition, such legislation or actions (whether currently proposed, proposed in the future or enacted) could affect the market price or marketability of the Bonds. Prospective purchasers of the Bonds should consult their own tax advisors regarding any pending or proposed federal or state tax legislation, regulations or litigation, and its impact on their individual situations, as to which Bond Counsel expresses no opinion.

Tax Accounting Treatment of Discount and Premium on Certain Bonds

The initial public offering price of certain Bonds (the "Discount Bonds") is less than the amount payable on such Bonds at maturity. An amount equal to the difference between the initial public offering price of a Discount Bond (assuming that a substantial amount of the Discount Bonds of that maturity are sold to the public at such price) and the amount payable at maturity constitutes original issue discount to the initial purchaser of such Discount Bond. A portion of such original issue discount allocable to the holding period of such Discount Bond by the initial purchaser will, upon the disposition of such Discount Bond (including by reason of its payment at maturity), be treated as interest excludable from gross income, rather than as taxable gain, for federal income tax purposes, on the same terms and conditions as those for other interest on the Bonds described under "—Tax Exemption." Such interest is considered to be accrued actuarially in accordance with the constant interest method over the life of a Discount Bond, taking into account the semiannual compounding of accrued interest, at the yield to maturity on such Discount Bond and generally will be allocated to an initial purchaser in a different amount from the amount of the payment denominated as interest actually received by the initial purchaser during his taxable year.

However, such interest may be required to be taken into account in determining the amount of the branch profits tax applicable to certain foreign corporations doing business in the United States, even though there will not be a corresponding cash payment. In addition, the accrual of such interest may result in certain other collateral federal income tax consequences to, among others, financial institutions, life insurance companies, property and casualty insurance companies, "S" corporations with "subchapter C" earnings and profits, individual recipients of Social Security or Railroad Retirement benefits, individuals otherwise qualifying for the earned income tax credit, owners of an interest in a FASIT, and taxpayers who may be deemed to have incurred or continued indebtedness to purchase or carry, or who have paid or incurred certain expenses allocable to, tax-exempt obligations. Moreover, in the event of the redemption, sale or other taxable disposition of a Discount Bond by the initial owner prior to maturity, the amount realized by such owner in excess of the basis of such Discount Bond in the hands of such owner (adjusted upward by the portion of the original issue discount allocable to the period for which such Discount Bond was held) is includable in gross income.

Owners of Discount Bonds should consult with their own tax advisors with respect to the determination for federal income tax purposes of accrued interest upon disposition of Discount Bonds and with respect to the state and local tax consequences of owning Discount Bonds. It is possible that, under applicable provisions governing determination of state and local income taxes, accrued interest on Discount Bonds may be deemed to be received in the year of accrual even though there will not be a corresponding cash payment.

The initial public offering price of certain Bonds (the "Premium Bonds") is greater than the amount payable on such Bonds at maturity. An amount equal to the difference between the initial public offering price of a Premium Bond (assuming that a substantial amount of the Premium Bonds of that maturity are sold to the public at such price) and the amount payable at maturity constitutes premium to the initial purchaser of such Premium Bonds. The basis for federal income tax purposes of a Premium Bond in the hands of such initial purchaser must be reduced each year by the amortizable bond premium. Such reduction in basis will increase the amount of any gain or decrease the amount of any loss to be recognized for federal income tax purposes upon a sale or other taxable disposition of a Premium Bond. Generally, no corresponding deductions are allowed for federal income tax purposes for the reduction in basis resulting from amortizable bond premium. The amount of premium which is amortizable each year by an initial purchaser is determined by using such purchaser's yield to maturity. Purchasers of the Premium Bonds should consult with their own tax advisors with respect to the determination of amortizable bond premium with respect to the state and local tax consequences of owning Premium Bonds.

MUNICIPAL BOND RATING

S&P Global Ratings, a business unit of Standard & Poor's Financial Services LLC, ("S&P") has assigned a municipal bond rating of "AA" (stable outlook) with the understanding that, upon issuance and delivery of the Bonds, a municipal bond insurance policy ensuring the timely payment of the principal of and interest on the Bonds will be issued by Build America Mutual Assurance Company ("BAM"). Moody's Investors Service, Inc. ("Moody's") has assigned an underlying rating of "Baa3" to the Bonds. An explanation of the ratings may be obtained from S&P and Moody's. See "INVESTMENT CONSIDERATIONS—Risk Factors Related to the Purchase of Municipal Bond Insurance" and "MUNICIPAL BOND INSURANCE."

There is no assurance that such ratings will continue for any given period of time or that they will not be revised or withdrawn entirely by S&P or Moody's, if in their judgment, circumstances so warrant. Any such revisions or withdrawal of the ratings may have an adverse effect on the market price of the Bonds.

MUNICIPAL BOND INSURANCE

Bond Insurance Policy

Concurrently with the issuance of the Bonds, Build America Mutual Assurance Company ("BAM") will issue its municipal bond insurance policy for the Bonds (the "Policy"). The Policy guarantees the scheduled payment of principal of and interest on the Bonds when due as set forth in the form of the Policy included as APPENDIX B to this OFFICIAL STATEMENT.

The Policy is not covered by any insurance security or guaranty fund established under New York, California, Connecticut or Florida insurance law.

Build America Mutual Assurance Company

BAM is a New York domiciled mutual insurance corporation and is licensed to conduct financial guaranty insurance business in all fifty states of the United States and the District of Columbia. BAM provides credit enhancement products to issuers in the U.S. public finance markets. BAM will only insure municipal bonds, as defined in Section 6901 of the New York Insurance Law, which are most often issued by states, political subdivisions, integral parts of states or political subdivisions or entities otherwise eligible for the exclusion of income under section 115 of the U.S. Internal Revenue Code of 1986, as amended. No member of BAM is liable for the obligations of BAM.

The address of the principal executive offices of BAM is: 28 Liberty Street, 59th Floor, New York, New York 10005, its telephone number is: 212-235-2500, and its website is located at: https://bambonds.com.

BAM is licensed and subject to regulation as a financial guaranty insurance corporation under the laws of the State of New York and in particular Articles 41 and 69 of the New York Insurance Law.

BAM's financial strength is rated "AA/Stable" by S&P. An explanation of the significance of the rating and current reports may be obtained from S&P at https://www.spglobal.com/en/. The rating of BAM should be evaluated independently. The rating reflects S&P's current assessment of the creditworthiness of BAM and its ability to pay claims on its policies of insurance. The above rating is not a recommendation to buy, sell or hold the Bonds, and such rating is subject to revision or withdrawal at any time by S&P, including withdrawal initiated at the request of BAM in its sole discretion. Any downward revision or withdrawal of the above rating may have an adverse effect on the market price of the Bonds. BAM only guarantees scheduled principal and scheduled interest payments payable by the issuer of the Bonds on the date(s) when such amounts were initially scheduled to become due and payable (subject to and in accordance with the terms of the Policy), and BAM does not guarantee the market price or liquidity of the Bonds, nor does it guarantee that the rating on the Bonds will not be revised or withdrawn.

Capitalization of BAM

BAM's total admitted assets, total liabilities, and total capital and surplus, as of June 30, 2026 and as prepared in accordance with statutory accounting practices prescribed or permitted by the New York State Department of Financial Services were $505.6 million, $295.6 million and $210.0 million, respectively.

BAM is party to a first loss reinsurance treaty that provides first loss protection up to a maximum of 15% of the par amount outstanding for each policy issued by BAM, subject to certain limitations and restrictions.

BAM's most recent Statutory Annual Statement, which has been filed with the New York State Insurance Department and posted on BAM's website at www.bambonds.com, is incorporated herein by reference and may be obtained, without charge, upon request to BAM at its address provided above (Attention: Finance Department). Future financial statements will similarly be made available when published.

BAM makes no representation regarding the Bonds or the advisability of investing in the Bonds. In addition, BAM has not independently verified, makes no representation regarding, and does not accept any responsibility for the accuracy or completeness of this OFFICIAL STATEMENT or any information or disclosure contained herein, or omitted herefrom, other than with respect to the accuracy of the information regarding BAM, supplied by BAM and presented under the heading "MUNICIPAL BOND INSURANCE."

Additional Information Available from BAM

Credit Insights Videos: For certain BAM-insured issues, BAM produces and posts a brief credit insights video that provides a discussion of the obligor and some of the key factors BAM's analysts and credit committee considered when approving the credit for insurance. The Credit Insights videos are easily accessible on BAM's website at https://bambonds.com/insights/#video. (The preceding website address is provided for convenience of reference only. Information available at such address is not incorporated herein by reference.)

Credit Profiles: Prior to the pricing of bonds that BAM has been selected to insure, BAM may prepare a pre-sale Credit Profile for those bonds. These pre-sale Credit Profiles provide information about the sector designation (e.g. general obligation, sales tax); a preliminary summary of financial information and key ratios; and demographic and economic data relevant to the obligor, if available. Subsequent to closing, for any offering that includes bonds insured by BAM, any presale Credit Profile will be updated and superseded by a final Credit Profile to include information about the gross par insured by CUSIP, maturity and coupon. BAM pre-sale and final Credit Profiles are easily accessible on BAM's website at https://bambonds.com/credit-profiles. BAM will produce a Credit Profile for all bonds insured by BAM, whether or not a pre-sale Credit Profile has been prepared for such bonds. (The preceding website address is provided for convenience of reference only. Information available at such address is not incorporated herein by reference.)

Disclaimers: The Credit Profiles and the Credit Insights videos and the information contained therein are not recommendations to purchase, hold or sell securities or to make any investment decisions. Credit-related and other analyses and statements in the Credit Profiles and the Credit Insights videos are statements of opinion as of the date expressed, and BAM assumes no responsibility to update the content of such material. The Credit Profiles and Credit Insight videos are prepared by BAM; they have not been reviewed or approved by the issuer of or the underwriter of the Bonds, and the issuer and underwriter assume no responsibility for their content.

BAM receives compensation (an insurance premium) for the insurance that it is providing with respect to the Bonds. Neither BAM nor any affiliate of BAM has purchased, or committed to purchase, any of the Bonds, whether at the initial offering or otherwise.

SALE AND DISTRIBUTION OF THE BONDS

Award of the Bonds

After requesting competitive bids for the Bonds, the District accepted the bid resulting in the lowest net effective interest rate, which bid was tendered by SAMCO Capital Markets, Inc. (the "Initial Purchaser") bearing the interest rates shown on the cover hereof, at a price of 97.0009% of the par value thereof which resulted in a net effective interest rate of 5.028861%, as calculated pursuant to Chapter 1204 of the Texas Government Code, as amended (the IBA method).

Prices and Marketability

The delivery of the Bonds is conditioned upon the receipt by the District of a certificate executed and delivered by the Initial Purchaser on or before the date of delivery of the Bonds stating the prices at which a substantial amount of the Bonds of each maturity has been sold to the public. For this purpose, the term "public" shall not include any person who is a bond house, broker or similar person acting in the capacity of Initial Purchaser or wholesaler. Otherwise, the District has no understanding with the Initial Purchaser regarding the reoffering yields or prices of the Bonds. Information concerning reoffering yields or prices is the responsibility of the Initial Purchaser.

The District has no control over trading of the Bonds in the secondary market. Moreover, there is no guarantee that a secondary market will be made in the Bonds. In such a secondary market, the difference between the bid and asked price of the Bonds may be greater than the difference between the bid and asked price of bonds of comparable maturity and quality issued by more traditional municipal entities, as bonds of such entities are more generally bought, sold or traded in the secondary market.

Securities Laws

No registration statement relating to the offer and sale of the Bonds has been filed with the United States Securities and Exchange Commission under the Securities Act of 1933, as amended, in reliance upon the exemptions provided thereunder. The Bonds have not been registered or qualified under the Securities Act of Texas in reliance upon various exemptions contained therein and the Bonds have not been registered or qualified under the securities laws of any other jurisdiction. The District assumes no responsibility for registration or qualification of the Bonds under the securities laws of any other jurisdiction in which the Bonds may be offered, sold or otherwise transferred. This disclaimer of responsibility for registration or qualification for sale or other disposition of the Bonds shall not be construed as an interpretation of any kind with regard to the availability of any exemption from securities registration or qualification provisions in such other jurisdiction.

PREPARATION OF OFFICIAL STATEMENT

Sources and Compilation of Information

The financial data and other information contained in this OFFICIAL STATEMENT has been obtained primarily from the District's records, the Engineer, the Tax Assessor/Collector, the Appraisal District and information from other sources. All of these sources are believed to be reliable, but no guarantee is made by the District as to the accuracy or completeness of the information derived from sources other than the District, and its inclusion herein is not to be construed as a representation on the part of the District to such effect. Furthermore, there is no guarantee that any of the assumptions or estimates contained herein will be realized. The summaries of the agreements, reports, statutes, resolutions, engineering and other related information set forth in this OFFICIAL STATEMENT are included herein subject to all of the provisions of such documents. These summaries do not purport to be complete statements of such provisions, and reference is made to such documents for further information.

Financial Advisor

Masterson Advisors LLC is employed as the Financial Advisor to the District to render certain professional services, including advising the District on a plan of financing and preparing the OFFICIAL STATEMENT, including the OFFICIAL NOTICE OF SALE and the OFFICIAL BID FORM for the sale of the Bonds. In its capacity as Financial Advisor, Masterson Advisors LLC has compiled and edited this OFFICIAL STATEMENT. The Financial Advisor has reviewed the information in this OFFICIAL STATEMENT in accordance with, and as a part of, its responsibilities to the District and, as applicable, to investors under the federal securities laws as applied to the facts and circumstances of this transaction, but the Financial Advisor does not guarantee the accuracy or completeness of such information.

Consultants

In approving this OFFICIAL STATEMENT, the District has relied upon the following consultants. Each consultant has agreed to the use of information provided by such firms.

Engineer: The information contained in this OFFICIAL STATEMENT relating to engineering and to the description of the System and, in particular that information included in the sections entitled "THE DISTRICT—Description and Location," "—Land Use," —Status of Development" and "THE SYSTEM" has been provided by Pape-Dawson Consulting Engineers LLC and has been included herein in reliance upon the authority of said firm as experts in the field of civil engineering.

Appraisal District: The information contained in this OFFICIAL STATEMENT relating to the historical certified taxable appraised valuations has been provided by the Fort Bend Central Appraisal District and has been included herein in reliance upon the authority of such entity as experts in assessing the values of property in Fort Bend County, including the District.

Tax Assessor/Collector: The information contained in this OFFICIAL STATEMENT relating to the historical breakdown of the District's assessed valuations and certain other historical data concerning tax rates and tax collections has been provided by Tax Tech, Inc. and is included herein in reliance upon the authority of such firm as an expert in assessing property values and collecting taxes.

Auditor: The financial statements of the District as of July 31, 2025, and for the year then ended, included in this offering document, have been audited by Mark C. Eyring, CPA, PLLC, as stated in their report appearing herein. See "APPENDIX A" for a copy of the District's July 31, 2025, audited financial statements.

Bookkeeper: The information related to the unaudited summary of the District's General Operating Fund as it appears in "DISTRICT OPERATIONS" has been prepared by L&S District Services, LLC and is included herein in reliance upon the authority of such firm as experts in tracking and manage the various funds of municipal utility districts.

Updating the Official Statement

If subsequent to the date of the Official Statement, the District learns, through the ordinary course of business and without undertaking any investigation or examination for such purposes, or is notified by the Initial Purchaser, of any adverse event which causes the Official Statement to be materially misleading, and unless the Initial Purchaser elect to terminate its obligation to purchase the Bonds, the District will promptly prepare and supply to the Initial Purchaser an appropriate amendment or supplement to the Official Statement satisfactory to the Initial Purchaser, provided, however, that the obligation of the District to the Initial Purchaser to so amend or supplement the Official Statement will terminate when the District delivers the Bonds to the Initial Purchaser, unless the Initial Purchaser notify the District on or before such date that less than all of the Bonds have been sold to ultimate customers, in which case the District's obligations hereunder will extend for an additional period of time (but not more than 90 days after the date the District delivers the Bonds) until all of the Bonds have been sold to an ultimate customer.

Certification of Official Statement

The District, acting through its Board in its official capacity, hereby certifies, as of the date hereof, that the information, statements, and descriptions or any addenda, supplement and amendment thereto pertaining to the District and its affairs contained herein, to the best of its knowledge and belief, contain no untrue statement of a material fact and do not omit to state any material fact necessary to make the statements herein, in the light of the circumstances under which they are made, not misleading. With respect to information included in this OFFICIAL STATEMENT other than that relating to the District, the District has no reason to believe that such information contains any untrue statement of a material fact or omits to state any material fact necessary to make the statements herein, in the light of the circumstances under which they are made, not misleading; however, the Board has made no independent investigation as to the accuracy or completeness of the information derived from sources other than the District. In rendering such certificate, the official executing this certificate may state that he has relied in part on his examination of records of the District relating to matters within his own area of responsibility, and his discussions with, or certificates or correspondence signed by, certain other officials, employees, consultants and representatives of the District.

CONTINUING DISCLOSURE OF INFORMATION

In the Bond Order, the District has made the following agreement for the benefit of the registered and beneficial owners of the Bonds. The District is required to observe the agreement for so long as it remains obligated to advance funds to pay the Bonds. Under the agreement, the District will be obligated to provide certain updated financial information and operating data annually, and timely notice of specified events, to the Municipal Securities Rulemaking Board (the "MSRB"). The MSRB has established the Electronic Municipal Market Access system ("EMMA").

Annual Reports

The District will provide annually to the MSRB certain updated financial information and operating data. The information to be updated with respect to the District includes all quantitative financial information and operating data of the general type included in this Official Statement under the headings "FINANCIAL STATEMENT," "TAX DATA," and "DEBT SERVICE REQUIREMENTS" and in "APPENDIX A." The District will update and provide this information within six (6) months after the end of each fiscal year ending in or after 2026.

The District may provide updated information in full text or may incorporate by reference certain other publicly available documents, as permitted by SEC Rule 15c2-12. The updated information will include audited financial statements, if the District commissions an audit and it is completed by the required time. If audited financial statements for the District are not provided to the District timely, the District will provide unaudited financial statements within the required time period and will provide such audited financial statements when and if such audited financial statements become available. Any such financial statements will be prepared in accordance with the accounting principles described in the District's audit report or such other accounting principles as the District may be required to employ from time to time pursuant to state law or regulation.

The District's current fiscal year end is July 31. Accordingly, it must provide updated information by January 31 in each year, unless the District changes its fiscal year. If the District changes its fiscal year, it will notify the MSRB of the change.

Specified Event Notices

The District will provide timely notices of certain specified events to the MSRB, but in no event will such notices be provided to the MSRB in excess of ten business days after the occurrence of an event. The District will provide notice of any of the following events with respect to the Bonds: (1) principal and interest payment delinquencies; (2) non-payment related defaults, if material; (3) unscheduled draws on debt service reserves reflecting financial difficulties; (4) unscheduled draws on credit enhancements reflecting financial difficulties; (5) substitution of credit or liquidity providers, or their failure to perform; (6) adverse tax opinions, the issuance by the Service of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds; (7) modifications to rights of Beneficial Owners of the Bonds, if material; (8) bond calls, if material, and tender offers; (9) defeasances; (10) release, substitution, or sale of property securing repayment of the Bonds, if material; (11) rating changes; (12) bankruptcy, insolvency, receivership or similar event of the District or other obligated person within the meaning of Rule 15c2-12 (the "Rule"); (13) consummation of a merger, consolidation , or acquisition involving the District or other obligated person within the meaning of the Rule, or the sale of all or substantially all of the assets of the District or other obligated person within the meaning of the Rule, other than in the ordinary course of business, or the entry into a definitive agreement to undertake such an action or the termination of an definitive agreement relating to any such actions, other than pursuant to its terms, if material; (14) appointment of a successor or additional trustee or the change of name of a trustee, if material; (15) incurrence of a financial obligation of the District or other obligated person within the meaning of the Rule, if material, or agreement to covenants, events of default, remedies, priority rights, or other similar terms of a financial obligation of the District or other obligated person within the meaning of the Rule, any of which affect Beneficial Owners of the Bonds, if material; and (16) default, event of acceleration, termination event, modification of terms, or other similar events under the terms of the financial obligation of the District or other obligated person within the meaning of the Rule, any of which reflect financial difficulties. The term "financial obligation" when used in this paragraph shall have the meaning ascribed to it under federal securities laws including meaning a (i) debt obligation; (ii) derivative instrument entered into in connection with, or pledged as security or a source of payment for, an existing or planned debt obligation; or (iii) a guarantee of (i) or (ii). The term "financial obligation" does not include municipal securities for which a final official statement has been provided to the MSRB consistent with the Rule. The term "material" when used in this paragraph shall have the meaning ascribed to them under federal securities laws. Neither the Bonds nor the Bond Order makes any provision for debt service reserves or liquidity enhancement. In addition, the District will provide timely notice of any failure by the District to provide financial information, operating data, or financial statements in accordance with its agreement described above under "Annual Reports."

Availability of Information from the MSRB

The District has agreed to provide the foregoing information only to the MSRB. The MSRB makes the information available to the public without charge through its Electronic Municipal Market Access ("EMMA") internet portal at www.emma.msrb.org.

Limitations and Amendments

The District has agreed to update information and to provide notices of material events only as described above. The District has not agreed to provide other information that may be relevant or material to a complete presentation of its financial results of operations, condition, or prospects or agreed to update any information that is provided, except as described above. The District makes no representation or warranty concerning such information or concerning its usefulness to a decision to invest in or sell Bonds at any future date. The District disclaims any contractual or tort liability for damages resulting in whole or in part from any breach of its continuing disclosure agreement or from any statement made pursuant to its agreement, although holders or Beneficial Owners of Bonds may seek a writ of mandamus to compel the District to comply with its agreement.

The District may amend its continuing disclosure agreement from time to time to adapt the changed circumstances that arise from a change in legal requirements, a change in law, or a change in the identity, nature, status, or type of operations of the District, if but only if the agreement, as amended, would have permitted an underwriter to purchase or sell Bonds in the offering made hereby in compliance with the Rule, taking into account any amendments or interpretations of the Rule to the date of such amendment, as well as such changed circumstances, and either the holders of a majority in aggregate principal amount of the outstanding Bonds consent to the amendment or any person unaffiliated with the District (such as nationally recognized bond counsel) determines that the amendment will not materially impair the interests of the holders and Beneficial Owners of the Bonds. The District may amend or repeal the agreement in the Bond Order if the SEC amends or repeals the applicable provisions of the Rule or a court of final jurisdiction determines that such provisions are invalid or unenforceable, but only to the extent that its right to do so would not prevent the Initial Purchaser from lawfully purchasing the Bonds in the initial offering. If the District so amends the agreement, it has agreed to include with any financial information or operating data next provided in accordance with its agreement described above under "—Annual Reports" an explanation, in narrative form, of the reasons for the amendment and of the impact of any change in the type of financial information and operating data so provided.

Compliance With Prior Undertakings

During the last five years, the District has complied in all material respects with all continuing disclosure agreements made by the District in accordance with the Rule.

MISCELLANEOUS

All estimates, statements and assumptions in this OFFICIAL STATEMENT and the APPENDICES hereto have been made on the basis of the best information available and are believed to be reliable and accurate. Any statements in this OFFICIAL STATEMENT involving matters of opinion or estimates, whether or not expressly so stated, are intended as such and not as representations of fact, and no representation is made that any such statements will be realized.

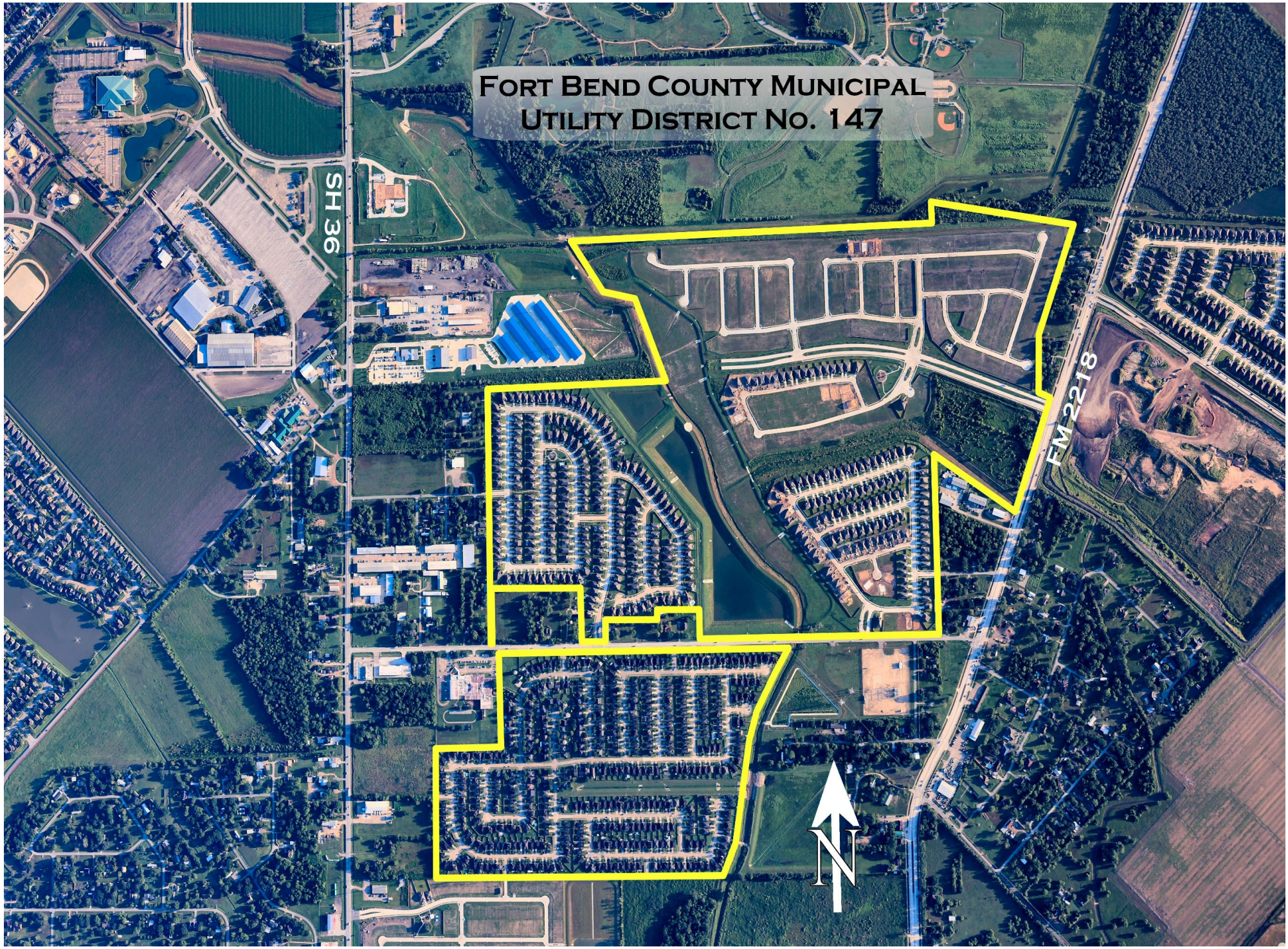
This Official Statement was approved by the Board of Directors of Fort Bend County Municipal Utility District No. 147, as of the date shown on the cover page.

/s/ Charles Emmott
President, Board of Directors
Fort Bend County Municipal Utility District No. 147

ATTEST:

/s/ Greg Christmann
Secretary, Board of Directors
Fort Bend County Municipal Utility District No. 147

AERIAL PHOTOGRAPH
(As of August 2026)


FORT BEND COUNTY MUNICIPAL
UTILITY DISTRICT NO. 147
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PHOTOGRAPHS OF THE DISTRICT
(As of August 2026)

APPENDIX A

Independent Auditor's Report And Financial Statements Of The District
For The Fiscal Year Ended July 31, 2025

FORT BEND COUNTY

MUNICIPAL UTILITY DISTRICT NO. 147

FORT BEND COUNTY, TEXAS

ANNUAL AUDIT REPORT

JULY 31, 2025

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December 9, 2025

INDEPENDENT AUDITOR'S REPORT

Board of Directors
Fort Bend County Municipal
Utility District No. 147
Fort Bend County, Texas

Opinions

I have audited the accompanying financial statements of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the Fort Bend County Municipal Utility District No. 147 as of and for the year ended July 31, 2025, and the related notes to the financial statements, which collectively comprise Fort Bend County Municipal Utility District No. 147's basic financial statements as listed in the table of contents.

In my opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities, the business-type activities, the aggregate discretely presented component units, each major fund, and the aggregate remaining fund information of the Fort Bend County Municipal Utility District No. 147, as of July 31, 2025, and the respective changes in financial position and, where applicable, cash flows there of for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

I conducted my audit in accordance with auditing standards generally accepted in the United States of America. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am required to be independent of Fort Bend County Municipal Utility District No. 147, and to meet my other ethical responsibilities, in accordance with the relevant ethical requirements relating to my audit. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinions.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Fort Bend County Municipal Utility District No. 147's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

My objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, I exercise professional judgment and maintain professional skepticism throughout the audit. I identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. I obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Fort Bend County Municipal Utility District No. 147's internal control. Accordingly, no such opinion is expressed. I evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements. I conclude whether, in my judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Fort Bend County Municipal Utility District No. 147's ability to continue as a going concern for a reasonable period of time.

I am required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that I identified during the audit.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and budgetary comparison information be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. I have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge I obtained during my audit of the basic financial statements. I do not express an opinion or provide any assurance on the information because the limited procedures do not provide me with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

My audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise Fort Bend County Municipal Utility District No. 147's basic financial statements. The supplementary information on Pages 21 to 38 is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. Except for the portion marked "unaudited," the information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In my opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole. The supplementary information marked "unaudited" has not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, I do not express an opinion or provide any assurance on it. The accompanying supplementary information includes financial data excerpted from prior year financial statements which were audited by my firm.

Management's Discussion and Analysis

Using this Annual Report

Within this section of the Fort Bend County Municipal Utility District No. 147 (the "District") annual report, the District's Board of Directors provides narrative discussion and analysis of the financial activities of the District for the fiscal year ended July 31, 2025.

The annual report consists of a series of financial statements plus additional supplemental information to the financial statements as required by its state oversight agency, the Texas Commission on Environmental Quality. In accordance with required reporting standards, the District reports its financial activities as a special-purpose government. Special-purpose governments are governmental entities which engage in a single governmental program. In the District's case, the single governmental program is provision of water and sewer services. The financial statements of special-purpose governments combine two types of financial statements into one statement. These two types of financial statements are the government-wide financial statements and the fund financial statements. The fund financial statements are presented on the left side of the statements, a column for adjustments is to the right of the fund financial statements, and the government-wide financial statements are presented to the right side of the adjustments column. The following sections describe the measurement focus of the two types of statements and the significant differences in the information they provide.

Government-Wide Financial Statements

The focus of government-wide financial statements is on the overall financial position and activities of the District. The District's government-wide financial statements include the statement of net position and statement of activities, which are prepared using accounting principles that are similar to commercial enterprises. The purpose of the statement of net position is to attempt to report all of the assets and liabilities owned by the District. The District reports all of its assets when it acquires or begins to maintain the assets and reports all of its liabilities when they are incurred.

The difference between the District's total assets and total liabilities is labeled as *net position* and this difference is similar to the total owners' equity presented by a commercial enterprise.

The purpose of the statement of activities is to present the revenues and expenses of the District. Again, the items presented on the statement of activities are measured in a manner similar to the approach used by a commercial enterprise in that revenues are recognized when earned or established criteria are satisfied and expenses are reported when incurred by the District. Thus, revenues are reported even when they may not be collected for several months or years after the end of the accounting period and expenses are recorded even though they may not have used cash during the current period.

Although the statement of activities looks different from a commercial enterprise's income statement, the financial statement is different only in format, not substance. Whereas the bottom line in a commercial enterprise is its net income, the District reports an amount described as *change in net position*, essentially the same thing.

Fund Financial Statements

Unlike government-wide financial statements, the focus of fund financial statements is directed to specific activities of the District rather than the District as a whole. Except for the General Fund, a specific fund is established to satisfy managerial control over resources or to satisfy finance-related legal requirements established by external parties or governmental statutes or regulations.

Governmental fund financial statements consist of a balance sheet and statement of revenues, expenditures and change in fund balances and are prepared on an accounting basis that is significantly different from that used to prepare the government-wide financial statements.

In general, these financial statements have a short-term emphasis and, for the most part, measure and account for cash and other assets that can easily be converted into cash. For example, amounts reported on the balance sheet include items such as cash and receivables collectible within a very short period of time, but do not include capital assets such as land and water and sewer systems. Fund liabilities include amounts that are to be paid within a very short period after the end of the fiscal year. The difference between a fund's total assets and total liabilities is labeled the fund balance, and generally indicates the amount that can be used to finance the next fiscal year's' activities. Likewise, the operating statement for governmental funds reports only those revenues and expenditures that were collected in cash or paid with cash, respectively, during the current period or very shortly after the end of the fiscal year.

Because the focus of the government-wide and fund financial statements are different, there are significant differences between the totals presented in these financial statements. For this reason, there is an analysis in Note 3 of the notes to the financial statements that reconciles the total fund balances to the amount of net position presented in the governmental activities column on the statement of net position. Also, there is an analysis in Note 3 of the notes to the financial statements that reconciles the total change in fund balances for all governmental funds to the change in net position as reported in the governmental activities column in the statement of activities.

Financial Analysis of the District as a Whole

Financial Analysis of the District as a Whole begins with an understanding of how financial resources flow through the District's funds. Resources in the Capital Projects Fund are derived principally from proceeds of the sale of bonds and expenditures from this fund are subject to the Rules of the Texas Commission on Environmental Quality. Resources in the Debt Service Fund are derived principally from the collection of property taxes and are used for the payment of tax collection costs and bond principal and interest. Resources in the General Fund are derived principally from property taxes and billings for water and sewer services and are used to operate and maintain the system and to pay costs of administration of the District.

Management has financial objectives for each of the District's funds. The financial objective for the Capital Projects Fund is to spend the funds as necessary in accordance with the Rules of the Texas Commission on Environmental Quality. The financial objective for the Debt Service Fund is to levy the taxes necessary to pay the fiscal year debt service requirements plus the cost of levying and collecting taxes, leaving the appropriate fund balance as recommended by the District's financial advisor. The financial objective for the General Fund is to keep the fund's expenditures as low as possible while ensuring that revenues are adequate to cover expenditures and maintaining the fund balance that Management believes is prudent. Management believes that these financial objectives were met during the fiscal year.

Management believes that the required method of accounting for certain elements of the government-wide financial statements makes the government-wide financial statements as a whole not useful for financial analysis. In the government-wide financial statements, certain non-cash costs of long-term debt are capitalized and amortized over the life of the related debt. Management believes that this required method of accounting is not useful for financial analysis of the District and prefers to consider the required cash flows of the debt as reported in the fund statements and the notes to the financial statements. In the government-wide financial statements, property tax revenues are required to be recorded in the fiscal year for which the taxes are levied, regardless of the year of collection. Management believes that the cash basis method of accounting for property taxes in the funds provides more useful financial information.

The following required summaries of the District's overall financial position and operations for the past two years are based on the information included in the government-wide financial statements. For the reasons described in the preceding paragraph, a separate analysis of the summaries is not presented.

Summary of Net Position

	2025	2024	Change
Current and other assets	$ 3,729,743	$ 3,193,179	$ 536,564
Capital assets	29,278,047	5,577,226	23,700,821
Total assets	33,007,790	8,770,405	24,237,385
Long-term liabilities	44,306,592	21,032,567	23,274,025
Other liabilities	490,733	479,170	11,563
Total liabilities	44,797,325	21,511,737	23,285,588
Net position:			
Restricted	2,049,879	1,780,575	269,304
Unrestricted	(13,839,414)	(14,521,907)	682,493
Total net position	$ (11,789,535)	$ (12,741,332)	$ 951,797

Summary of Changes in Net Position

	2025	2024	Change
Revenues:			
Property taxes, including related penalty and interest	$ 1,697,730	$ 1,496,940	$ 200,790
Other revenues	125,422	129,736	(4,314)
Total revenues	1,823,152	1,626,676	196,476
Expenses:			
Operations and capital improvements	248,580	548,819	(300,239)
Debt service	622,775	601,445	21,330
Total expenses	871,355	1,150,264	(278,909)
Change in net position	951,797	476,412	475,385
Net position, beginning of year	(12,741,332)	(13,217,744)	476,412
Net position, end of year	$ (11,789,535)	$ (12,741,332)	$ 951,797

Financial Analysis of the District's Funds

The District's combined fund balances as of the end of the fiscal year ended July 31, 2025 were $3,688,994, an increase of $532,504 from the prior year.

The General Fund balance increased by $278,129, in accordance with the District's financial plan.

The Debt Service Fund balance increased by $251,171, in accordance with the District's financial plan.

The Capital Projects Fund balance increased by $3,204, as interest earnings on deposits exceeded authorized expenditures.

General Fund Budgetary Highlights

The Board of Directors did not amend the budget during the fiscal year. The District's budget is primarily a planning tool. Accordingly, actual results varied from the budgeted amounts. A comparison of actual to budgeted amounts is presented on Page 20 of this report. The budgetary fund balance as of July 31, 2025 was expected to be $1,507,573 and the actual end of year fund balance was $1,610,331.

Capital Asset and Debt Administration

Capital Assets

Capital assets held by the District at the end of the current and previous fiscal years are summarized as follows:

	Capital Assets		
	2025	2024	Change
Construction in progress	$ 29,278,047	$ 5,577,226	$ 23,700,821

Changes to capital assets during the fiscal year ended July 31, 2025, are summarized as follows:

Additions:	
Increase in estimated value of facilities reimbursable to developers	$ 23,700,821
Net change to capital assets	$ 23,700,821

Debt

Subsequent to July 31, 2025, the District issued its $3,000,000 Series 2025 unlimited tax utility bonds and $540,000 unlimited tax park bonds on September 18, 2025.

Changes in the bonded debt position of the District during the fiscal year ended July 31, 2025, are summarized as follows:

Bonded debt payable, beginning of year	$ 16,235,000
Bonds paid	(430,000)
Bonded debt payable, end of year	$ 15,805,000

At July 31, 2025, the District had $27,855,0constructing and improving the water, sanitary sewer and drainage system within the District. In addition, the District had $542,000 of bonds authorized but unissued for the purposes of acquiring, constructing and improving the parks and recreation facilities within the District.

The Series 2019 bonds are insured by Build America Mutual Assurance Company and the Series 2022 and 2023 bonds are insured by Assured Guaranty Municipal Corp. The insured rating of the Series 2019, 2022 and 2023 bonds is AA by Standard & Poor's. The Series 2018 bonds are not rated or insured. There was no change in the bond ratings during the fiscal year ended July 31, 2025.

RELEVANT FACTORS AND WATER SUPPLY ISSUES

Property Tax Base

The District's tax base increased by approximately $25,475,000 for the 2024 tax year (approximately 15%) due to the addition of new houses and the increase of average assessed valuations on existing property.

Relationship to the City of Rosenberg

The District lies entirely within the city limits of the City of Rosenberg and obtains water and sewer service from the City. As described in Note 9 of the notes to the financial statements, the City and the District entered into a thirty-five year Water Supply and Wastewater Services Contract (the "Contract") on September 16, 2003, as amended and restated on March 6, 2018, to provide a water distribution and sanitary sewer system (the "System") to serve the area within the District. In consideration of the District's acquiring and constructing the System on behalf of the City, the City agreed, pursuant to the terms and conditions of the Agreement, to own, operate and maintain the System.

Water Supply Issues

The District is within the Fort Bend Subsidence District (the “Subsidence District”). The Subsidence District has ordered certain areas of suburban Houston to convert most of their water supply to surface water under various schedules. On September 16, 2003 the District and the City of Rosenberg (the "City") entered into a thirty-five year agreement. Under the terms of the agreement the City agreed to sell and deliver to the District potable water to the area within the District. The District’s contract with the City has satisfied the requirements of the Subsidence District.

Defined Area

Pursuant to the provisions of Subchapter J of Chapter 54 of the Texas Water Code, as amended, the District is authorized to define areas or designate certain property of the District to pay for improvements, facilities, or services that primarily benefit that area. On June 20, 2023, the District approved the creation of a defined area within the District (the “Defined Area”) and issued an order calling a bond election and maintenance and operation tax election within the Defined Area (the “Defined Area Election”).

All property within the Defined Area is also within the District and is subject to the District tax rate. Upon the authorization of the voters in the Defined Area, the Defined Area may also be subject to a Defined Area tax rate. The District may also issue additional bonds in the Defined Area, subject to the authorization of the voters in the Defined Area and the approval of the TCEQ.

At the Defined Area Election on November 7, 2023 the voters within the Defined Area approved the following: a proposition on the issuance of the bonds of the District for the provision of road facilities in the Defined Area in the principal amount of $42,000,000 and refunding bonds in principal amount of $63,000,000 and the levy of taxes in payment of such bonds within the Defined Area; a proposition on the issuance of the bonds of the District for the provision of a waterworks system, sanitary sewer system, and a drainage and storm sewer system in the Defined Area in the principal amount of $63,000,000 and refunding bonds in principal amount of $94,500,000 and the levy of taxes in payment of such bonds for the Defined Area; and propositions on the levy of an operation and maintenance tax not to exceed $1.50 per $100 valuation for operation and maintenance purposes on all property subject to taxation within the Defined Area.

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

STATEMENT OF NET POSITION AND GOVERNMENTAL FUNDS BALANCE SHEET

JULY 31, 2025

	General	Debt Service	Capital Projects	Total	Adjustments (Note 3)	Statement of Net Position
ASSETS						
Cash, including interest-bearing accounts, Note 7	$ 9,736	$ 33,642	$ 860	$ 44,238	$	$ 44,238
Certificates of deposit, at cost, Note 7	500,000	490,000		990,000		990,000
Temporary investments, at cost, Note 7	1,034,785	1,275,391		2,310,176		2,310,176
Receivables:						
Property taxes	5,596	15,168		20,764		20,764
Accrued penalty and interest on property taxes				0	4,696	4,696
Accrued interest	5,685	9,247		14,932		14,932
Other	23,374			23,374		23,374
Due from developer	271,000			271,000		271,000
Prepaid bond issuance expenditures	50,563			50,563		50,563
Maintenance taxes collected not yet transferred from other fund	1,301			1,301	(1,301)	0
Due from other fund			271,000	271,000	(271,000)	0
Capital assets, net of accumulated depreciation, Note 4:						
Capital assets not being depreciated				0	29,278,047	29,278,047
Total assets	$1,902,040	$1,823,448	$ 271,860	$ 3,997,348	29,010,442	33,007,790
LIABILITIES						
Accounts payable	$ 15,113	$ 176	$	$ 15,289		15,289
Accrued interest payable				0	48,648	48,648
Maintenance taxes collected not yet transferred to other fund		1,301		1,301	(1,301)	0
Due to other fund	271,000			271,000	(271,000)	0
Long-term liabilities, Note 5:						
Due within one year				0	426,796	426,796
Due in more than one year				0	44,306,592	44,306,592
Total liabilities	286,113	1,477	0	287,590	44,509,735	44,797,325
DEFERRED INFLOWS OF RESOURCES						
Property tax revenues	5,596	15,168	0	20,764	(20,764)	0
FUND BALANCES / NET POSITION						
Fund balances:						
Assigned to:						
Debt service		1,806,803		1,806,803	(1,806,803)	0
Capital projects			271,860	271,860	(271,860)	0
Unassigned	1,610,331			1,610,331	(1,610,331)	0
Total fund balances	1,610,331	1,806,803	271,860	3,688,994	(3,688,994)	0
Total liabilities, deferred inflows, and fund balances	$1,902,040	$1,823,448	$ 271,860	$ 3,997,348		
Net position:						
Restricted for debt service					1,778,019	1,778,019
Restricted for capital projects					271,860	271,860
Unrestricted, Note 4					(13,839,414)	(13,839,414)
Total net position					$ (11,789,535)	$(11,789,535)

The accompanying notes are an integral part of the financial statements.

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

STATEMENT OF ACTIVITIES AND GOVERNMENTAL FUNDS REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCES

FOR THE YEAR ENDED JULY 31, 2025

	General Fund	Debt Service Fund	Capital Projects Fund	Total	Adjustments (Note 3)	Statement of Activities
REVENUES						
Property taxes	$ 425,309	$ 1,246,274	$	$ 1,671,583	$ 13,975	$ 1,685,558
Penalty and interest		4,615		4,615	2,942	7,557
Tax rebate from City of Rosenberg, Note 9		9,680		9,680		9,680
Interest on deposits and other revenues	64,414	52,739	3,204	120,357		120,357
Total revenues	489,723	1,313,308	3,204	1,806,235	16,917	1,823,152
EXPENDITURES / EXPENSES						
Administrative expenditures:						
Professional fees	86,958	883		87,841		87,841
Contracted services	15,778	29,450		45,228		45,228
Other	9,940	6,653		16,593		16,593
Repairs and maintenance	82,418			82,418		82,418
Capital outlay / non-capital outlay	16,500			16,500		16,500
Debt service:						
Principal retirement		430,000		430,000	(430,000)	0
Interest and fees		595,151		595,151	27,624	622,775
Total expenditures / expenses	211,594	1,062,137	0	1,273,731	(402,376)	871,355
Excess (deficiency) of revenues over expenditures	278,129	251,171	3,204	532,504	419,293	951,797
Net change in fund balances / net position	278,129	251,171	3,204	532,504	419,293	951,797
Beginning of year	1,332,202	1,555,632	268,656	3,156,490	(15,897,822)	(12,741,332)
End of year	$ 1,610,331	$ 1,806,803	$ 271,860	$ 3,688,994	$(15,478,529)	$(11,789,535)

The accompanying notes are an integral part of the financial statements.

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

NOTES TO THE FINANCIAL STATEMENTS

JULY 31, 2025

NOTE 1: REPORTING ENTITY

Fort Bend County Municipal Utility District No. 147 (the "District") was created by was created by an order of the Texas Commission on Environmental Quality effective July 9, 2004, and operates accordance with Texas Water Code Chapters 49 and 54. The District is a political subdivision of the State of Texas, governed by an elected five member Board of Directors. The Board of Directors held its first meeting on July 9, 2004. The District is subject to the continuing supervision of the Texas Commission on Environmental Quality.

The District is empowered, among other things, to purchase, construct, operate and maintain all works, improvements, facilities and plants necessary for the supply of water; the collection, transportation and treatment of wastewater; and the control and diversion of storm water. The District may provide garbage disposal and collection services and construct and maintain recreational facilities. In addition, the District is empowered, if approved by the electorate, the Texas Commission on Environmental Quality and other governmental entities having jurisdiction, to establish, operate and maintain a fire department, either independently or jointly with certain other districts.

In evaluating how to define the District for financial reporting purposes, the Board of Directors of the District has considered all potential component units. The decision to include a potential component unit in the reporting entity was made by applying the criteria established by the Governmental Accounting Standards Board. The basic, but not the only, criterion for including a potential component unit within the reporting entity is the governing body's ability to exercise oversight responsibility. The most significant manifestation of this ability is financial interdependency. Other manifestations of the ability to exercise oversight responsibility include, but are not limited to, the selection of governing authority, the designation of management, the ability to significantly influence operations and accountability for fiscal matters. The other criterion used to evaluate potential component units for inclusion or exclusion from the reporting entity is the existence of special financing relationships, regardless of whether the District is able to exercise oversight responsibilities. Based upon the application of these criteria, there were no other entities which were included as a component unit in the District's financial statements.

NOTE 2: SIGNIFICANT ACCOUNTING POLICIES

The District's financial statements are prepared in accordance with generally accepted accounting principles ("GAAP"). The Governmental Accounting Standards Board (the "GASB") is responsible for establishing GAAP for state and local governments through its pronouncements (Statements and Interpretations). Governments are also required to follow the pronouncements of the Financial Accounting Standards Board issued through November 30, 1989 (when applicable), that do not conflict with or contradict GASB pronouncements. The more significant accounting policies established in GAAP and used by the District are discussed below.

Basic Financial Statements

The District's basic financial statements include both government-wide (reporting the District as a whole) and governmental fund financial statements (reporting the District's funds). Because the District is a single-program government as defined by the GASB, the District has combined the government-wide statements and the fund financial statements using a columnar format that reconciles individual line items of fund financial data to government-wide data in a separate column on the face of the financial statements. An additional reconciliation between the fund and the government-wide financial data is presented in Note 3.

The government-wide financial statements (i.e., the statement of net position and the statement of activities) report information on all of the nonfiduciary activities of the District. The effect of interfund activity has been removed from these statements. The District's net position are reported in three parts – invested in capital assets, net of related debt; restricted net position; and unrestricted net position. The government-wide statement of activities reports the components of the changes in net position during the reporting period.

The financial transactions of the District are reported in individual funds in the fund financial statements. Each fund is accounted for in a separate set of self-balancing accounts that comprises its assets, liabilities, fund balances, revenues and expenditures and changes in fund balances. The District's fund balances are reported as nonspendable, restricted, committed, assigned or unassigned. Nonspendable fund balances are either not in spendable form or are contractually required to remain intact. Restricted fund balances include amounts that can only be used for the specific purposes stipulated by constitutional provisions, external resource providers or enabling legislation. Committed fund balances include amounts that can only be used for the specific purposes determined by formal action of the District's Board of Directors. Assigned fund balances are intended for a specific purpose but do not meet the criteria to be classified as restricted or committed. Unassigned fund balance is the residual classification for the District's General Fund and includes all spendable amounts not contained in the other classifications. The transactions of the District are accounted for in the following funds:

General Fund -- To account for all revenues and expenditures not required to be accounted for in other funds.

Debt Service Fund -- To account for the accumulation of financial resources for, and the payment of, bond principal and interest, paid principally from property taxes levied by the District.

Capital Projects Fund -- To account for financial resources designated to construct or acquire capital assets. Such resources are derived principally from proceeds of the sale of bonds.

Basis of Accounting

The government-wide statements are reported using the economic resources measurement focus and the accrual basis of accounting which recognizes all long-term assets and receivables as well as long-term debt and obligations. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows. Ad valorem property taxes are recognized as revenues in the fiscal year for which they have been levied and related penalties and interest are recognized in the fiscal year in which they are imposed. An allowance for uncollectibles is estimated for delinquent property taxes and reported separately in the financial statements.

Governmental fund financial statements are reported using the current financial resources measurement focus and the modified accrual basis of accounting. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be available if they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. Expenditures generally are recorded when a liability is incurred except for principal and interest on bonds payable which are recorded only when payment is due.

Interfund Activity

Activity between funds that is representative of lending/borrowing arrangements outstanding at the end of the fiscal year is reported as interfund receivables or payables, as appropriate, as are all other outstanding balances between funds. Operating transfers between funds represent legally authorized transfers from the fund receiving resources to the fund through which the resources are to be expended.

Receivables

Service accounts receivable as reported are considered collectible. The District uses the direct write off method for uncollectible service accounts. Unbilled water and sewer revenues are not material and are not recorded at year end. The District considers service accounts revenues to be available if they are to be collected within 60 days after the end of the fiscal year.

In the fund financial statements, ad valorem taxes and penalties and interest are reported as revenues in the fiscal year in which they become available to finance expenditures of the fiscal year for which they have been levied. Property taxes which have been levied and are not yet collected (or have been collected in advance of the fiscal year for which they have been levied) are recorded as deferred revenues. Property taxes collected after the end of the fiscal year are not included in revenues.

Long-term Liabilities

Long-term debt and other long-term obligations are reported in the government-wide financial statements. Bond premiums and discounts, are deferred and amortized over the life of the bonds. Bonds payable are reported net of the applicable premium or discount. If bonds are refunded and the carrying amount of the new debt is different than the net carrying amount of the old debt, the difference is netted against the new debt and amortized using the effective interest method over the shorter of the remaining life of the refunded debt or the life of the new debt issued.

In the fund financial statements, ad valorem taxes and penalties and interest are reported as revenues in the fiscal year in which they become available to finance expenditures of the fiscal year for which they have been levied. Property taxes which have been levied and are not yet collected (or have been collected in advance of the fiscal year for which they have been levied) are recorded as deferred inflow of resources. Property taxes collected after the end of the fiscal year are not included in revenues.

NOTE 3: RECONCILIATION OF FUND TO GOVERNMENT-WIDE FINANCIAL STATEMENTS

Reconciliation of year end fund balances to net position:

Total fund balances, end of year		$ 3,688,994
Capital assets used in governmental activities are not financial resources and, therefore, are not reported in the funds:		
Total capital assets, net		29,278,047
Some long-term liabilities, including bonds payable, are not due and payable in the current period and therefore are not reported in the funds:		
Bonds payable	$ (15,805,000)	
Issuance discount, net of premium (to be amortized as interest expense)	349,659	
Due to developers	(29,278,047)	(44,733,388)
Some receivables that do not provide current financial resources are not reported as receivables in the funds:		
Accrued penalty and interest on property taxes receivable	4,696	
Uncollected property taxes	20,764	25,460
Some liabilities that do not require the use of current financial resources are not reported as liabilities in the funds:		
Accrued interest		(48,648)
Net position, end of year		$ (11,789,535)

Reconciliation of net change in fund balances to change in net position:

Total net change in fund balances		$ 532,504
The issuance of long-term debt (bonds payable) provides current financial resources to the funds, while the repayment of the principal of long-term debt consumes the current financial resources of the funds. Neither transaction, however, has any effect on net position. The effect of these differences in the treatment of long-term debt:		
Principal reduction		430,000
The funds report the effect of bond issuance costs, premiums, discounts, and similar items when debt is first issued, whereas these amounts are deferred and amortized in the statement of activities. The net effect of these differences in the treatment of these items:		
Issuance discount		(29,137)
Some revenues reported in the statement of activities do not provide current financial resources and therefore are not reported as revenues in the funds:		
Accrued penalty and interest on property taxes receivable	$ 2,942	
Uncollected property taxes	13,975	16,917
Some expenses reported in the statement of activities do not require the use of current financial resources and therefore are not reported as expenditures in the funds:		
Accrued interest		1,513
Change in net position		$ 951,797

NOTE 4: CAPITAL ASSETS

As further described in Note 9, under the terms of an agreement with the City of Rosenberg (the "City"), the District will transfer to the City the ownership of the capital assets constructed by the District. Under the terms of the agreement, the District is to pay for construction of a water distribution system, a sanitary sewer collection system and a drainage system to serve the District. The District shall be the owner of each phase of the system until such phase is completed and approved by the City, at which time ownership of such phase shall be transferred to the City. However, the District shall have a security interest therein until all bonds issued by the District pursuant to the Agreement are retired. Accordingly, the District has no capital assets other than construction in progress as discussed below. In accordance with generally accepted accounting principles, the amount of outstanding long-term debt related to the acquisition of capital assets, $15,455,341, has been netted against the total of unrestricted net position, $1,615,927, which resulted in a negative unrestricted net asset balance of $13,839,414 at July 31, 2025.

The District records the cost of capital assets as construction in progress until such time as the construction is completed and the developers who funded the construction are reimbursed. Capital asset activity for the fiscal year ended July 31, 2025, was as follows:

	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets not being depreciated:				
Construction in progress	$ 5,577,226	$ 23,700,821	$	$ 29,278,047
Total capital assets not being depreciated	5,577,226	23,700,821	0	29,278,047
Total capital assets, net	$ 5,577,226	$ 23,700,821	$ 0	$ 29,278,047
Changes to capital assets:				
Increase in liability to developers for construction		$ 23,700,821	$	
Net increases / decreases to capital assets		$ 23,700,821	$ 0	

NOTE 5: LONG-TERM LIABILITIES AND CONTINGENT LIABILITIES

Subsequent to July 31, 2025, the District issued its $3,000,000 Series 2025 unlimited tax utility bonds and $540,000 unlimited tax park bonds on September 18, 2025.

Long-term liability activity for the fiscal year ended July 31, 2025 was as follows:

	Beginning Balance	Additions	Reductions	Ending Balance	Due within One Year
Bonds payable	$ 16,235,000	$	$ 430,000	$ 15,805,000	$ 455,000
Less deferred amounts:					
For issuance discounts	(378,796)		(29,137)	(349,659)	(28,204)
Total bonds payable	15,856,204	0	400,863	15,455,341	426,796
Due to developers for construction (see below)	5,577,226	23,700,821	0	29,278,047	----------
Total long-term liabilities	$ 21,433,430	$ 23,700,821	$ 400,863	$ 44,733,388	$ 426,796

NOTES TO THE FINANCIAL STATEMENTS (Continued)

As of July 31, 2025, the debt service requirements on the bonds payable were as follows:

Fiscal Year	Principal	Interest	Total
2026	$ 455,000	$ 574,301	$ 1,029,301
2027	480,000	555,496	1,035,496
2028	505,000	536,307	1,041,307
2029	530,000	515,920	1,045,920
2030	545,000	494,781	1,039,781
2031 - 2035	3,155,000	2,142,989	5,297,989
2036 - 2040	4,025,000	1,509,181	5,534,181
2041 - 2045	4,160,000	724,448	4,884,448
2046 - 2049	1,950,000	145,526	2,095,526
	$ 15,805,000	$ 7,198,949	$ 23,003,949

The bond issues payable at July 31, 2025, were as follows:

	Series 2018	Series 2019	Series 2022
Amounts outstanding, July 31, 2025	$4,305,000	$2,300,000	$3,325,000
Interest rates	3.00% to 3.90%	2.00% to 4.00%	3.00%
Maturity dates, serially beginning/ending	September 1, 2025/2042	September 1, 2025/2043	September 1, 2025/2046
Interest payment dates	September 1/March 1	September 1/March 1	September 1/March 1
Callable dates	September 1, 2024*	September 1, 2025*	September 1, 2027*

	Series 2023
Amounts outstanding, July 31, 2025	$5,875,000
Interest rates	4.00% to 6.50%
Maturity dates, serially beginning/ending	September 1, 2025/2048
Interest payment dates	September 1/March 1
Callable dates	September 1, 2029*

*Or any date thereafter, callable at the principal amount plus accrued interest, in whole or in part at the option of the District.

The bonds are payable from the proceeds of an ad valorem tax levied upon all property subject to taxation within the District, without limitation as to rate or amount.

NOTES TO THE FINANCIAL STATEMENTS (Continued)

District Bond Authorizations:

Bonds voted	$	45,000,000
Bonds approved for sale and sold		17,145,000
Bonds voted and not issued		27,855,000
Refunding bonds voted and not issued		67,500,000
Parks and recreation bonds voted and not issued		542,000

Defined Area Bond Authorizations:

Water, sewer and drainage bonds voted and not issued	$	63,000,000
Road bonds voted and not issued		42,000,000
Refunding bonds voted and not issued		157,500,000

Developer Construction Commitments and Liabilities

Developers within the District are constructing certain facilities within the District's boundaries. The District has agreed to reimburse the developers for these construction and related engineering costs plus interest not to exceed the interest rate of the applicable District bond issue. These amounts are to be reimbursed from the proceeds of a future bond issue to the extent approved by the Texas Commission on Environmental Quality. The District's engineer stated that cost of the construction in progress at July 31, 2025, was $29,278,047. This amount has been recorded in the government-wide financial statements and in the schedules in Notes 4 and 5.

NOTE 6: PROPERTY TAXES

The Fort Bend County Appraisal District has the responsibility for appraising property for all taxing units within the county as of January 1 of each year, subject to review and change by the county Appraisal Review Board. The appraisal roll, as approved by the Appraisal Review Board, must be used by the District in establishing its tax roll and tax rate. The District's taxes are usually levied in the fall, are due when billed and become delinquent after January 31 of the following year or 30 days after the date billed, whichever is later. On January 1 of each year, a statutory tax lien attaches to property to secure the payment of all taxes, penalties and interest ultimately imposed for the year on the property.

The Bond Orders require that the District levy and collect an ad valorem debt service tax sufficient to pay interest and principal on bonds when due and the cost of assessing and collecting taxes.

At an election held September 11, 2004, the voters within the District authorized a maintenance tax not to exceed $1.50 per $100 valuation on all property subject to taxation within the District. This maintenance tax is being used by the General Fund to pay expenditures of operating the District.

At an election held September 11, 2004, the voters within the District authorized a parks and recreation tax not to exceed $0.10 per $100 valuation on all property subject to taxation within the District. The District has not levied a parks and recreation tax.

At an election held November 7, 2023, the voters within the District authorized a maintenance tax not to exceed $1.50 per $100 valuation on all property subject to taxation within the Defined Area in the District. This maintenance tax is being used by the General Fund to pay expenditures of operating the Defined Area in the District.

NOTES TO THE FINANCIAL STATEMENTS (Continued)

On October 31, 2024, the District levied the following ad valorem taxes for the 2024 tax year on the adjusted taxable valuation of $193,534,445:

	Rate	Amount
Debt service	$ 0.6500	$ 1,257,974
Maintenance	0.2218	429,259
	$ 0.8718	$ 1,687,233

A reconciliation of the tax levy to property tax revenues on the Statement of Activities is as follows:

2024 tax year total property tax levy	$ 1,687,233
Appraisal district adjustments to prior year taxes	(1,675)
Statement of Activities property tax revenues	$ 1,685,558

NOTE 7: DEPOSITS

The District complied with the requirements of the Public Funds Investment Act during the current fiscal year including the preparation of quarterly investment reports required by the Act.

State statutes authorize the District to invest and reinvest in direct or indirect obligations of the United States, the State of Texas, any county, city, school district, or other political subdivision of the state, or in local government investment pools authorized under the Public Funds Investment Act. Funds of the District may be placed in certificates of deposit of state or national banks or savings and loan associations within the state provided that they are secured in the manner provided for the security of the funds under the laws of the State of Texas. In accordance with the District's investment policies, during the current year the District's funds were invested in interest bearing accounts at authorized financial institutions and TexCLASS, a private sector local government investment pool. TexCLASS is rated AAAm by Standard & Poor's.

In accordance with state statutes and the District's investment policies, the District requires that insurance or security be provided by depositories for all funds held by them. At the balance sheet date, the carrying amount of the District's deposits was $1,034,238 and the bank balance was $1,041,278. Of the bank balance, $776,044 was covered by federal insurance and $265,234 was covered by a letter of credit in favor of the District issued by the Federal Home Loan Bank of Dallas.

At the balance sheet date the carrying value and market value of the investments in TexCLASS was $2,310,176.

Deposits and temporary investments restricted by state statutes and Bond Orders:

Debt Service Fund

For payment of debt principal and interest, paying agent fees and costs of assessing and collecting taxes:

Cash	$ 33,642
Certificates of deposit	490,000
Temporary investments	1,275,391
	$ 1,799,033

Capital Projects Fund

For construction of capital assets:

Cash	$ 860

NOTE 8: RISK MANAGEMENT

The District is exposed to various risks of loss related to: torts; theft of, damage to, and destruction of assets; errors and omissions; personal injuries and natural disasters. Significant losses are covered by insurance as described below. There were no significant reductions in insurance coverage from the prior fiscal year. There have been no settlements which have exceeded the insurance coverage for each of the past three fiscal years.

At July 31, 2025, the District had comprehensive general liability coverage with a per occurrence limit of $1,000,000 and $3,000,000 general aggregate, consultant's crime coverage of $100,000 and a tax assessor-collector bond of $10,000. The District did not have property damage coverage. However, as described in Note 9, the City of Rosenberg has assumed the ownership of the water and sewer facilities within the boundaries of the District.

NOTE 9: CONTRACT WITH THE CITY OF ROSENBERG

The District entered into a Water Supply and Wastewater Services Contract (the "Contract") with the City of Rosenberg (the "City") on September 16, 2003 (as assigned September 22, 2004), and amended and restated on March 6, 2018, for a period of thirty-five years. Under the terms of the Contract, the District is to pay for construction of a water distribution system, a sanitary sewer collection system and a drainage system to serve the District. The District shall be the owner of the system until the system is completed and approved by the City, at which time ownership of the system shall vest in the City. However, the District shall have a security interest therein until all bonds issued by the District pursuant to the Contract are retired.

The Contract provides that the City will rebate to the District, on February 1 of each calendar year the amount of City Drainage Taxes on the assessed valuation of taxable property within the District which is within the corporate limits of the City. The amount of the rebate is to be computed on the taxable valuation of the preceding calendar year. Ad valorem tax rebates of $9,680 were accrued for the fiscal year ended July 31, 2025.

During the term of the Contract, the City is obligated to maintain and operate the system in good working condition and to provide service to up to 457 Equivalent Single-Family Connections within the District. The City will fix rates and charges for customers in the District equal and uniform to the rates charged other similar users within the City. The City agrees to reserve the "rated capacity" of the sewage treatment plant and water plant which has been paid for by the District to serve persons within the District.

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

SCHEDULE OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE, BUDGET AND ACTUAL, GENERAL FUND

FOR THE YEAR ENDED JULY 31, 2025

	Budgeted Amounts			Variance with Final Budget Positive (Negative)
	Original	Final	Actual	
REVENUES				
Property taxes	$ 400,000	$ 400,000	$ 425,309	$ 25,309
Interest on deposits and other revenues	63,000	63,000	64,414	1,414
TOTAL REVENUES	463,000	463,000	489,723	26,723
EXPENDITURES				
Administrative expenditures				
Professional fees	110,000	110,000	86,958	(23,042)
Contracted services	10,600	10,600	15,778	5,178
Other	13,029	13,029	9,940	(3,089)
Repairs and maintenance	154,000	154,000	82,418	(71,582)
Capital outlay	0	0	16,500	16,500
TOTAL EXPENDITURES	287,629	287,629	211,594	(76,035)
EXCESS REVENUES (EXPENDITURES)	175,371	175,371	278,129	102,758
FUND BALANCE, BEGINNING OF YEAR	1,332,202	1,332,202	1,332,202	0
FUND BALANCE, END OF YEAR	$ 1,507,573	$ 1,507,573	$ 1,610,331	$ 102,758

The District's Board of Directors adopts an annual nonappropriated budget. This budget may be amended throughout the fiscal year and is prepared on a basis consistent with generally accepted accounting principles.

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

SCHEDULE OF TEXAS SUPPLEMENTARY INFORMATION
REQUIRED BY THE TEXAS COMMISSION ON ENVIRONMENTAL QUALITY

JULY 31, 2025

(Schedules included are checked or explanatory notes provided for omitted schedules.)

[X] TSI-1. Services and Rates

[X] TSI-2. General Fund Expenditures

[X] TSI-3. Temporary Investments

[X] TSI-4. Taxes Levied and Receivable

[X] TSI-5. Long-Term Debt Service Requirements by Years

[X] TSI-6. Changes in Long-Term Bonded Debt

[X] TSI-7. Comparative Schedule of Revenues and Expenditures - General Fund and Debt Service Fund - Five Year

[X] TSI-8. Board Members, Key Personnel and Consultants

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

SCHEDULE OF SERVICES AND RATES

JULY 31, 2025

1. Services Provided by the District:

__ Retail Water	__ Wholesale Water	__ Drainage
__ Retail Wastewater	__ Wholesale Wastewater	__ Irrigation
__ Parks/Recreation	__ Fire Protection	__ Security
__ Solid Waste/Garbage	__ Flood Control	__ Roads

__ Participates in joint venture, regional system and/or wastewater service (other than emergency interconnect)

X Other All services are provided by the City of Rosenberg

2. Retail Rates Based on 5/8" meter: X Retail Rates Not Applicable

3. Not Applicable. All services are provided by the City of Rosenberg.

4. Standby Fees (authorized only under TWC Section 49.231):

Does the District have Debt Service standby fees? Yes __ No X

If yes, date of the most recent Commission Order: _____

Does the District have Operation and Maintenance standby fees? Yes __ No X

If yes, date of the most recent Commission Order: _____

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

EXPENDITURES

FOR THE YEAR ENDED JULY 31, 2025

	General Fund	Debt Service Fund	Capital Projects Fund	Totals (Memorandum Only)
ADMINISTRATIVE EXPENDITURES				
Professional fees:				
Auditing	$ 10,500	$	$	$ 10,500
Legal	60,417	883		61,300
Engineering	16,041			16,041
	86,958	883	0	87,841
Contracted services:				
Bookkeeping	15,778			15,778
Tax assessor-collector		13,751		13,751
Central appraisal district		15,699		15,699
	15,778	29,450	0	45,228
Other:				
Director's fees	4,862			4,862
Insurance	3,469	100		3,569
Other	1,609	6,553		8,162
	9,940	6,653	0	16,593
Repairs and maintenance	82,418	0	0	82,418
CAPITAL OUTLAY				
Authorized expenditures	16,500	0	0	16,500
DEBT SERVICE				
Principal retirement	0	430,000	0	430,000
Interest and fees:				
Interest		592,851		592,851
Paying agent fees		2,300		2,300
	0	595,151	0	595,151
TOTAL EXPENDITURES	$ 211,594	$ 1,062,137	$ 0	$ 1,273,731

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

ANALYSIS OF CHANGES IN DEPOSITS
ALL GOVERNMENTAL FUND TYPES

FOR THE YEAR ENDED JULY 31, 2025

	General Fund	Debt Service Fund	Capital Projects Fund	Totals (Memorandum Only)
SOURCES OF DEPOSITS				
Cash receipts from revenues excluding maintenance taxes	$ 66,263	$ 1,305,464	$ 3,204	$ 1,374,931
Maintenance tax receipts		425,309		425,309
Transfer of maintenance taxes	429,143			429,143
Payments from City of Rosenberg		9,680		$ 9,680
TOTAL DEPOSITS	495,406	1,740,453	3,204	2,239,063
APPLICATIONS OF DEPOSITS				
Cash disbursements for:				
Current expenditures	208,127	23,796		231,923
Capital outlay	16,500			16,500
Debt service		1,025,151		1,025,151
Prepaid expenditures	45,563			45,563
Payment to developer			271,000	271,000
Transfer of maintenance taxes		429,143		429,143
TOTAL DEPOSITS APPLIED	270,190	1,478,090	271,000	2,019,280
INCREASE (DECREASE) IN DEPOSITS	225,216	262,363	(267,796)	219,783
DEPOSITS BALANCES, BEGINNING OF YEAR	1,319,305	1,536,670	268,656	3,124,631
DEPOSITS BALANCES, END OF YEAR	$ 1,544,521	$ 1,799,033	$ 860	$ 3,344,414

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

SCHEDULE OF CERTIFICATES OF DEPOSIT

JULY 31, 2025

	Interest Rate	Maturity Date	Year End Balance	Accrued Interest Receivable
GENERAL FUND				
Texas CLASS				
No. TX-01-1091-0001	Market	On demand	$ 1,034,785	$ 0
Certificates of Deposit				
No. 66001097	4.15%	4/22/26	$ 500,000	$ 5,685
DEBT SERVICE FUND				
Certificates of Deposit				
No. 9009004781	4.15%	2/20/26	$ 245,000	$ 4,618
No. 440005484	4.00%	2/20/26	245,000	4,629
			$ 490,000	$ 9,247
Texas CLASS				
No. TX-01-1091-0003	Market	On demand	$ 1,275,391	$ 0
Total – All Funds			$ 3,300,176	$ 14,932

See accompanying independent auditor's report.

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

TAXES LEVIED AND RECEIVABLE

FOR THE YEAR ENDED JULY 31, 2025

	Maintenance Taxes	Debt Service Taxes
RECEIVABLE, BEGINNING OF YEAR	$ 2,095	$ 4,694
Additions and corrections to prior year taxes	(449)	(1,226)
Adjusted receivable, beginning of year	1,646	3,468
2024 ADJUSTED TAX ROLL	429,259	1,257,974
Total to be accounted for	430,905	1,261,442
Tax collections: Current tax year	(424,708)	(1,244,636)
Prior tax years	(601)	(1,638)
RECEIVABLE, END OF YEAR	$ 5,596	$ 15,168
RECEIVABLE, BY TAX YEAR		
2014	$ 53	$
2015	53	
2016	52	
2017	52	
2018	27	24
2019	108	224
2020	126	206
2021	177	290
2022	29	82
2023	368	1,004
2024	4,551	13,338
RECEIVABLE, END OF YEAR	$ 5,596	$ 15,168

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

TAXES LEVIED AND RECEIVABLE (Continued)

FOR THE YEAR ENDED JULY 31, 2025

ADJUSTED PROPERTY VALUATIONS AS OF JANUARY 1 OF TAX YEAR	2024	2023	2022	2021
Land	$ 35,471,555	$ 22,535,668	$ 19,076,450	$ 17,082,710
Improvements	162,960,696	149,096,041	115,141,000	78,374,050
Personal property	2,018,078	1,325,189	1,070,340	848,430
Less exemptions	(6,915,884)	(4,895,544)	(2,779,671)	(1,702,667)
TOTAL PROPERTY VALUATIONS	$ 193,534,445	$ 168,061,354	$ 132,508,119	$ 94,602,523
Debt service tax rates	$ 0.65000	$ 0.65000	$ 0.70000	$ 0.59000
Maintenance tax rates*	0.22180	0.23840	0.25000	0.36000
TOTAL TAX RATES PER $100 VALUATION	$ 0.87180	$ 0.88840	$ 0.95000	$ 0.95000
TAX ROLLS	$ 1,687,233	$ 1,493,057	$ 1,258,827	$ 898,724
PERCENT OF TAXES COLLECTED TO TAXES LEVIED	98.9 %	99.9 %	99.9 %	99.9 %

*Maximum tax rate approved by voters on September 11, 2004: $1.50

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

LONG-TERM DEBT SERVICE REQUIREMENTS, BY YEARS

JULY 31, 2025

Due During Fiscal Years Ending July 31	Series 2018 Principal Due September 1	Series 2018 Interest Due September 1, March 1	Total
2026	$ 155,000	$ 155,551	$ 310,551
2027	160,000	150,746	310,746
2028	170,000	145,546	315,546
2029	175,000	139,939	314,939
2030	185,000	133,906	318,906
2031	195,000	127,349	322,349
2032	205,000	120,246	325,246
2033	215,000	112,633	327,633
2034	225,000	104,546	329,546
2035	235,000	96,036	331,036
2036	250,000	87,001	337,001
2037	260,000	77,439	337,439
2038	275,000	67,408	342,408
2039	290,000	56,633	346,633
2040	305,000	45,104	350,104
2041	320,000	32,955	352,955
2042	335,000	20,183	355,183
2043	350,000	6,825	356,825
TOTALS	$ 4,305,000	$ 1,680,046	$ 5,985,046

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

LONG-TERM DEBT SERVICE REQUIREMENTS, BY YEARS (Continued)

JULY 31, 2025

Due During Fiscal Years Ending July 31	Series 2019 Principal Due September 1	Series 2019 Interest Due September 1, March 1	Total
2026	$ 75,000	$ 62,306	$ 137,306
2027	80,000	60,006	140,006
2028	85,000	58,356	143,356
2029	90,000	56,550	146,550
2030	90,000	54,581	144,581
2031	95,000	52,440	147,440
2032	100,000	50,062	150,062
2033	105,000	47,434	152,434
2034	110,000	44,612	154,612
2035	115,000	41,587	156,587
2036	125,000	38,287	163,287
2037	130,000	34,700	164,700
2038	135,000	30,891	165,891
2039	140,000	26,850	166,850
2040	150,000	22,500	172,500
2041	155,000	17,925	172,925
2042	165,000	13,125	178,125
2043	175,000	8,025	183,025
2044	180,000	2,700	182,700
TOTALS	$ 2,300,000	$ 722,937	$ 3,022,937

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

LONG-TERM DEBT SERVICE REQUIREMENTS, BY YEARS (Continued)

JULY 31, 2025

Due During Fiscal Years Ending July 31	Series 2022		
	Principal Due September 1	Interest Due September 1, March 1	Total
2026	$ 95,000	$ 98,325	$ 193,325
2027	100,000	95,400	195,400
2028	105,000	92,325	197,325
2029	110,000	89,100	199,100
2030	110,000	85,800	195,800
2031	115,000	82,425	197,425
2032	120,000	78,900	198,900
2033	125,000	75,225	200,225
2034	130,000	71,400	201,400
2035	135,000	67,425	202,425
2036	145,000	63,225	208,225
2037	150,000	58,800	208,800
2038	155,000	54,225	209,225
2039	160,000	49,500	209,500
2040	170,000	44,550	214,550
2041	175,000	39,375	214,375
2042	185,000	33,975	218,975
2043	190,000	28,350	218,350
2044	200,000	22,500	222,500
2045	210,000	16,350	226,350
2046	215,000	9,975	224,975
2047	225,000	3,375	228,375
TOTALS	$ 3,325,000	$ 1,260,525	$ 4,585,525

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

LONG-TERM DEBT SERVICE REQUIREMENTS, BY YEARS (Continued)

JULY 31, 2025

Due During Fiscal Years Ending July 31	Series 2023		
	Principal Due September 1	Interest Due September 1, March 1	Total
2026	$ 130,000	$ 258,119	$ 388,119
2027	140,000	249,344	389,344
2028	145,000	240,080	385,080
2029	155,000	230,331	385,331
2030	160,000	220,494	380,494
2031	170,000	211,443	381,443
2032	175,000	202,819	377,819
2033	185,000	193,819	378,819
2034	195,000	185,294	380,294
2035	205,000	177,294	382,294
2036	215,000	168,893	383,893
2037	225,000	160,094	385,094
2038	235,000	150,894	385,894
2039	250,000	141,193	391,193
2040	260,000	130,994	390,994
2041	275,000	120,294	395,294
2042	290,000	108,994	398,994
2043	300,000	97,193	397,193
2044	320,000	84,594	404,594
2045	335,000	71,085	406,085
2046	350,000	56,738	406,738
2047	370,000	41,438	411,438
2048	385,000	25,394	410,394
2049	405,000	8,606	413,606
TOTALS	$ 5,875,000	$ 3,535,441	$ 9,410,441

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

LONG-TERM DEBT SERVICE REQUIREMENTS, BY YEARS (Continued)

JULY 31, 2025

Due During Fiscal Years Ending July 31	Annual Requirements for All Series		
	Total Principal Due	Total Interest Due	Total
2026	$ 455,000	$ 574,301	$ 1,029,301
2027	480,000	555,496	1,035,496
2028	505,000	536,307	1,041,307
2029	530,000	515,920	1,045,920
2030	545,000	494,781	1,039,781
2031	575,000	473,657	1,048,657
2032	600,000	452,027	1,052,027
2033	630,000	429,111	1,059,111
2034	660,000	405,852	1,065,852
2035	690,000	382,342	1,072,342
2036	735,000	357,406	1,092,406
2037	765,000	331,033	1,096,033
2038	800,000	303,418	1,103,418
2039	840,000	274,176	1,114,176
2040	885,000	243,148	1,128,148
2041	925,000	210,549	1,135,549
2042	975,000	176,277	1,151,277
2043	1,015,000	140,393	1,155,393
2044	700,000	109,794	809,794
2045	545,000	87,435	632,435
2046	565,000	66,713	631,713
2047	595,000	44,813	639,813
2048	385,000	25,394	410,394
2049	405,000	8,606	413,606
TOTALS	$ 15,805,000	$ 7,198,949	$ 25,104,678

See accompanying independent auditor's report.

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

ANALYSIS OF CHANGES IN LONG-TERM BONDED DEBT

FOR THE YEAR ENDED JULY 31, 2025

	(1)	(2)	(3)
Bond Series:	2018	2019	2022
Interest Rate:	3.00% to 3.90%	2.00% to 4.00%	3.00%
Dates Interest Payable:	September 1/ March 1	September 1/ March 1	September 1/ March 1
Maturity Dates:	September 1, 2025/2042	September 1, 2025/2043	September 1, 2025/2046
Bonds Outstanding at Beginning of Current Year	$ 4,450,000	$ 2,370,000	$ 3,415,000
Less Retirements	(145,000)	(70,000)	(90,000)
Bonds Outstanding at End of Current Year	$ 4,305,000	$ 2,300,000	$ 3,325,000
Current Year Interest Paid	$ 160,052	$ 65,293	$ 101,100

Bond Descriptions and Original Amount of Issue

(1) Fort Bend County Municipal Utility District No. 147 Unlimited Tax Bonds, Series 2018 ($5,080,000)

(2) Fort Bend County Municipal Utility District No. 147 Unlimited Tax Bonds, Series 2019 ($2,565,000)

(3) Fort Bend County Municipal Utility District No. 147 Unlimited Tax Bonds, Series 2022 ($3,500,000)

Paying Agent/Registrar

(1) (2) (3) ZB, National Association dba Amegy Bank, Houston, Texas

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

ANALYSIS OF CHANGES IN LONG-TERM BONDED DEBT (Continued)

FOR THE YEAR ENDED JULY 31, 2025

	(4)	Totals
Bond Series:	2023	
Interest Rate:	4.00% to 6.50%	
Dates Interest Payable:	September 1/ March 1	
Maturity Dates:	September 1, 2025/2048	
Bonds Outstanding at Beginning of Current Year	$ 6,000,000	$ 16,235,000
Less Retirements	(125,000)	(430,000)
Bonds Outstanding at End of Current Year	$ 5,875,000	$ 15,805,000
Current Year Interest Paid	$ 266,406	$ 592,851

Bond Descriptions and Original Amount of Issue

(4) Fort Bend County Municipal Utility District No. 147 Unlimited Tax Bonds, Series 2023 ($6,000,000)

Paying Agent/Registrar

(4) Zions Bancorporation, National Association, Amegy Bank Division

Bond Authority	Tax Bonds	Other Bonds	Refunding Bonds
Amount Authorized by Voters:	$ 105,542,000	$ 0	$ 225,000,000
Amount Issued:	17,145,000	0	0
Remaining to be Issued:	88,397,000	0	225,000,000

Net Debt Service Fund deposits balances as of July 31, 2025:	$1,806,803
Average annual debt service payment for remaining term of all debt:	1,046,028

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

COMPARATIVE STATEMENTS OF REVENUES AND EXPENDITURES, GENERAL FUND

FOR YEARS ENDED JULY 31

	AMOUNT					PERCENT OF TOTAL REVENUES				
	2025	2024	2023	2022	2021	2025	2024	2023	2022	2021
REVENUES										
Property taxes	$ 425,309	$ 398,816	$ 331,708	$ 337,902	$ 302,528	86.8 %	87.1 %	93.1 %	99.4 %	99.5 %
Interest on deposits	64,414	58,978	24,497	1,988	1,499	13.2	12.9	6.9	0.6	0.5
TOTAL REVENUES	489,723	457,794	356,205	339,890	304,027	100.0	100.0	100.0	100.0	100.0
EXPENDITURES										
Administrative expenditures:										
Professional fees	86,958	122,530	104,409	57,596	58,695	17.8	26.8	29.3	16.9	19.3
Contracted services	15,778	10,790	10,590	10,145	10,062	3.2	2.4	3.0	3.0	3.3
Repairs and maintenance	82,418	93,701	106,177	153,008	98,622	16.8	20.4	29.7	45.1	32.4
Other	9,940	11,974	15,427	7,897	7,169	2.0	2.6	4.4	2.3	2.4
Capital outlay	16,500	101,731	0	0	0	3.4	22.2	0.0	0.0	0.0
TOTAL EXPENDITURES	211,594	340,726	236,603	228,646	174,548	43.2	74.4	66.4	67.3	57.4
EXCESS REVENUES (EXPENDITURES)	$ 278,129	$ 117,068	$ 119,602	$ 111,244	$ 129,479	56.8 %	25.6 %	33.6 %	32.7 %	42.6 %

See accompanying independent auditor's report.

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

COMPARATIVE STATEMENTS OF REVENUES AND EXPENDITURES,
DEBT SERVICE FUND

FOR YEARS ENDED JULY 31

	AMOUNT					PERCENT OF TOTAL REVENUES				
	2025	2024	2023	2022	2021	2025	2024	2023	2022	2021
REVENUES										
Property taxes	$ 1,246,274	$ 1,087,327	$ 929,238	$ 553,784	$ 496,373	94.9 %	94.5 %	95.6 %	98.3 %	98.5 %
Penalty and interest	4,615	3,464	2,561	3,225	2,783	0.4	0.3	0.3	0.6	0.6
Tax rebate from City of Rosenberg	9,680	13,014	11,763	5,403	3,600	0.7	1.1	1.2	1.0	0.7
Interest on deposits and investments and other	52,739	47,514	28,448	636	1,126	4.0	4.1	2.9	0.1	0.2
TOTAL REVENUES	1,313,308	1,151,319	972,010	563,048	503,882	100.0	100.0	100.0	100.0	100.0
EXPENDITURES										
Current:										
Professional fees	883	248	320	0	845	0.1	0.0	0.0	0.0	0.2
Contracted services	29,450	24,059	20,959	18,480	16,256	2.2	2.1	2.2	3.3	3.2
Other expenditures	6,653	11,089	4,135	1,623	1,843	0.5	1.0	0.4	0.3	0.4
Debt service:										
Principal retirement	430,000	295,000	195,000	185,000	120,000	32.7	25.6	20.1	32.8	23.8
Interest and fees	595,151	567,355	337,903	247,208	271,122	45.4	49.3	34.7	43.9	53.8
TOTAL EXPENDITURES	1,062,137	897,751	558,317	452,311	410,066	80.9	78.0	57.4	80.3	81.4
EXCESS REVENUES (EXPENDITURES)	$ 251,171	$ 253,568	$ 413,693	$ 110,737	$ 93,816	19.1 %	22.0 %	42.6 %	19.7 %	18.6 %

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

BOARD MEMBERS, KEY PERSONNEL AND CONSULTANTS

JULY 31, 2025

Complete District Mailing Address: Fort Bend County Municipal Utility District No. 147
c/o Sanford Kuhl Hagan Kugle Parker Kahn, LLP
1330 Post Oak Boulevard
Suite 2650
Houston, Texas 77056

District Business Telephone No.: 713-850-9000

Submission date of the most recent District Registration Form: October 22, 2024

Limit on Fees of Office that a Director may receive during a fiscal year: $7,200

BOARD MEMBERS

Name and Address	Term of Office (Elected/ Appointed)	Fees of Office Paid	Expense Reimb.	Title at Year End
Julie Cuenod c/o Sanford Kuhl Hagan Kugle Parker Kahn, LLP 1330 Post Oak Boulevard Suite 2650 Houston, Texas 77056	Elected 5/04/24- 5/06/28	$ 1,326	$ 153	President
Charles Emmott c/o Sanford Kuhl Hagan Kugle Parker Kahn, LLP 1330 Post Oak Boulevard Suite 2650 Houston, Texas 77056	Elected 5/04/24- 5/06/28	1,326	0	Vice President
Gregory P. Christmann c/o Sanford Kuhl Hagan Kugle Parker Kahn, LLP 1330 Post Oak Boulevard Suite 2650 Houston, Texas 77056	Elected 5/07/22- 5/02/26	1,105	0	Secretary/ Treasurer
Danna Sivan c/o Sanford Kuhl Hagan Kugle Parker Kahn, LLP 1330 Post Oak Boulevard Suite 2650 Houston, Texas 77056	Elected 5/07/22- 5/02/26	1,105	17	Vice President

Four directors at July 31, 2025.

FORT BEND COUNTY MUNICIPAL UTILITY DISTRICT NO. 147

BOARD MEMBERS, KEY PERSONNEL AND CONSULTANTS (Continued)

JULY 31, 2025

CONSULTANTS

Name and Address	Date Hired	Fees and Expense Reimbursements	Title at Year End
Sanford Kuhl Hagan Kugle Parker Kahn, LLP 1330 Post Oak Boulevard Suite 2650 Houston, Texas 77056	2/03/10	$ 61,300	Attorney
Perdue, Brandon, Fielder, Collins & Mott, L.L.P. 1235 N. Loop West, Suite 600 Houston, Texas 77008	6/21/21	0	Delinquent Tax Attorney
L & S District Services, LLC P.O. Box 170 Tomball, Texas 77377	9/22/04	15,778	Bookkeeper
Debra Loggins P.O. Box 80 Tomball, Texas 77377	9/22/04	0	Investment Officer
Pape-Dawson Engineers, Inc. 10333 Richmond Ave., Suite 900 Houston, Texas 77042	9/4/14	16,041	Engineer
Esther Flores 12841 Capricorn Street Stafford, Texas 77477	8/24/05	15,654	Tax Assessor-Collector
Fort Bend Central Appraisal District 2801 B. F. Terry Blvd. Richmond, Texas 77471	Legislative Action	15,699	Central Appraisal District
Masterson Advisors, LLC 3 Greenway Plaza, Suite 1100 Houston, Texas 77046	8/9/18	0	Financial Advisor
Mark C. Eyring, CPA, PLLC 12702 Century Drive, Suite C2 Stafford, Texas 77477	9/30/09	10,500	Independent Auditor

APPENDIX B

Specimen Municipal Bond Insurance Policy

MUNICIPAL BOND INSURANCE POLICY

ISSUER: [NAME OF ISSUER]

Policy No: _____

MEMBER: [NAME OF MEMBER]

BONDS: $_____ in aggregate principal amount of [NAME OF TRANSACTION] [and maturing on]

Effective Date: _____

Risk Premium: $_____
Member Surplus Contribution: $_____
Total Insurance Payment: $_____

BUILD AMERICA MUTUAL ASSURANCE COMPANY ("BAM"), for consideration received, hereby UNCONDITIONALLY AND IRREVOCABLY agrees to pay to the trustee (the "Trustee") or paying agent (the "Paying Agent") for the Bonds named above (as set forth in the documentation providing for the issuance and securing of the Bonds), for the benefit of the Owners or, at the election of BAM, directly to each Owner, subject only to the terms of this Policy (which includes each endorsement hereto), that portion of the principal of and interest on the Bonds that shall become Due for Payment but shall be unpaid by reason of Nonpayment by the Issuer.

On the later of the day on which such principal and interest becomes Due for Payment or the first Business Day following the Business Day on which BAM shall have received Notice of Nonpayment, BAM will disburse (but without duplication in the case of duplicate claims for the same Nonpayment) to or for the benefit of each Owner of the Bonds, the face amount of principal of and interest on the Bonds that is then Due for Payment but is then unpaid by reason of Nonpayment by the Issuer, but only upon receipt by BAM, in a form reasonably satisfactory to it, of (a) evidence of the Owner's right to receive payment of such principal or interest then Due for Payment and (b) evidence, including any appropriate instruments of assignment, that all of the Owner's rights with respect to payment of such principal or interest that is Due for Payment shall thereupon vest in BAM. A Notice of Nonpayment will be deemed received on a given Business Day if it is received prior to 1:00 p.m. (New York time) on such Business Day; otherwise, it will be deemed received on the next Business Day. If any Notice of Nonpayment received by BAM is incomplete, it shall be deemed not to have been received by BAM for purposes of the preceding sentence, and BAM shall promptly so advise the Trustee, Paying Agent or Owner, as appropriate, any of whom may submit an amended Notice of Nonpayment. Upon disbursement under this Policy in respect of a Bond and to the extent of such payment, BAM shall become the owner of such Bond, any appurtenant coupon to such Bond and right to receipt of payment of principal of or interest on such Bond and shall be fully subrogated to the rights of the Owner, including the Owner's right to receive payments under such Bond. Payment by BAM either to the Trustee or Paying Agent for the benefit of the Owners, or directly to the Owners, on account of any Nonpayment shall discharge the obligation of BAM under this Policy with respect to said Nonpayment.

Except to the extent expressly modified by an endorsement hereto, the following terms shall have the meanings specified for all purposes of this Policy. "Business Day" means any day other than (a) a Saturday or Sunday or (b) a day on which banking institutions in the State of New York or the Insurer's Fiscal Agent (as defined herein) are authorized or required by law or executive order to remain closed. "Due for Payment" means (a) when referring to the principal of a Bond, payable on the stated maturity date thereof or the date on which the same shall have been duly called for mandatory sinking fund redemption and does not refer to any earlier date on which payment is due by reason of call for redemption (other than by mandatory sinking fund redemption), acceleration or other advancement of maturity (unless BAM shall elect, in its sole discretion, to pay such principal due upon such acceleration together with any accrued interest to the date of acceleration) and (b) when referring to interest on a Bond, payable on the stated date for payment of interest. "Nonpayment" means, in respect of a Bond, the failure of the Issuer to have provided sufficient funds to the Trustee or, if there is no Trustee, to the Paying Agent for payment in full of all principal and interest that is Due for Payment on such Bond. "Nonpayment" shall also include, in respect of a Bond, any payment made to an Owner by or on behalf of the Issuer of principal or interest that is Due for Payment, which payment has been recovered from such Owner pursuant to the United States Bankruptcy Code in accordance with a final, nonappealable order of a court having competent jurisdiction. "Notice" means delivery to BAM of a notice of claim and certificate, by certified mail, email or telecopy as set forth on the attached Schedule or other acceptable electronic delivery, in a form satisfactory to BAM, from and signed by an Owner, the Trustee or the Paying Agent, which notice shall specify (a) the person or entity making the claim, (b) the Policy Number, (c) the claimed amount, (d) payment instructions and (e) the date such claimed amount becomes or became Due for Payment. "Owner" means, in respect of a Bond, the person or entity who, at the time of Nonpayment, is entitled under the terms of such Bond to payment thereof, except that "Owner" shall not include the Issuer, the Member or any other person or entity whose direct or indirect obligation constitutes the underlying security for the Bonds.

SPECIMEN

BAM may appoint a fiscal agent (the "Insurer's Fiscal Agent") for purposes of this Policy by giving written notice to the Trustee, the Paying Agent, the Member and the Issuer specifying the name and notice address of the Insurer's Fiscal Agent. From and after the date of receipt of such notice by the Trustee, the Paying Agent, the Member or the Issuer (a) copies of all notices required to be delivered to BAM pursuant to this Policy shall be simultaneously delivered to the Insurer's Fiscal Agent and to BAM and shall not be deemed received until received by both and (b) all payments required to be made by BAM under this Policy may be made directly by BAM or by the Insurer's Fiscal Agent on behalf of BAM. The Insurer's Fiscal Agent is the agent of BAM only, and the Insurer's Fiscal Agent shall in no event be liable to the Trustee, Paying Agent or any Owner for any act of the Insurer's Fiscal Agent or any failure of BAM to deposit or cause to be deposited sufficient funds to make payments due under this Policy.

To the fullest extent permitted by applicable law, BAM agrees not to assert, and hereby waives, only for the benefit of each Owner, all rights (whether by counterclaim, setoff or otherwise) and defenses (including, without limitation, the defense of fraud), whether acquired by subrogation, assignment or otherwise, to the extent that such rights and defenses may be available to BAM to avoid payment of its obligations under this Policy in accordance with the express provisions of this Policy. This Policy may not be canceled or revoked.

This Policy sets forth in full the undertaking of BAM and shall not be modified, altered or affected by any other agreement or instrument, including any modification or amendment thereto. Except to the extent expressly modified by an endorsement hereto, any premium paid in respect of this Policy is nonrefundable for any reason whatsoever, including payment, or provision being made for payment, of the Bonds prior to maturity. THIS POLICY IS NOT COVERED BY THE PROPERTY/CASUALTY INSURANCE SECURITY FUND SPECIFIED IN ARTICLE 76 OF THE NEW YORK INSURANCE LAW. THIS POLICY IS ISSUED WITHOUT CONTINGENT MUTUAL LIABILITY FOR ASSESSMENT.

In witness whereof, BUILD AMERICA MUTUAL ASSURANCE COMPANY has caused this Policy to be executed on its behalf by its Authorized Officer.

BUILD AMERICA MUTUAL ASSURANCE COMPANY

By: _____
Authorized Officer

SPECIMEN

Notices (Unless Otherwise Specified by BAM)

Email:
claims@buildamerica.com
Address:
1 World Financial Center, 27th floor
200 Liberty Street
New York, New York 10281
Telecopy:
212-962-1524 (attention: Claims)

SPECIMEN