



**SUPPLEMENT TO REOFFERING MEMORANDUM DATED JANUARY 5, 2023**

**relating to the**

**\$322,800,000**

**Department of Water and Power of the City of Los Angeles  
Power System Variable Rate Demand Revenue Bonds, 2001 Series B**

**consisting of**

<b>\$55,900,000</b>	<b>\$59,200,000</b>	<b>\$59,200,000</b>	<b>\$42,500,000</b>	<b>\$45,200,000</b>	<b>\$45,200,000</b>	<b>\$15,600,000</b>
<b>Subseries B-1</b>	<b>Subseries B-2</b>	<b>Subseries B-3</b>	<b>Subseries B-5</b>	<b>Subseries B-6</b>	<b>Subseries B-7</b>	<b>Subseries B-8</b>
(CUSIP No. <sup>†</sup> 544495DF8)	(CUSIP No. <sup>†</sup> 544495DG6)	(CUSIP No. <sup>†</sup> 544495DH4)	(CUSIP No. <sup>†</sup> 544495DK7)	(CUSIP No. <sup>†</sup> 544495DL5)	(CUSIP No. <sup>†</sup> 544495DM3)	(CUSIP No. <sup>†</sup> 544495DN1)

**The date of this Supplement is January \_\_, 2024.**

The Reoffering Memorandum dated January 5, 2023 (the “Reoffering Memorandum”) for the above-referenced bonds (the “Series B Bonds”), is supplemented and amended by this Supplement to Reoffering Memorandum (the “Supplement”) to disclose the appointment of a replacement remarketing agent for the Subseries B-6 Bonds. Capitalized terms used in this Supplement not otherwise defined shall have the meanings set forth in the Reoffering Memorandum. This Supplement should be reviewed in conjunction with the Reoffering Memorandum.

Effective on January 25, 2024 (the “Effective Date”), RBC Capital Markets, LLC will serve as replacement remarketing agent for the Subseries B-6 Bonds, pursuant to a Remarketing Agreement, dated as of January \_\_, 2024 (the “Subseries B-6 Remarketing Agreement”), relating to the Subseries B-6 Bonds. At and from the Effective Date, each reference in the Reoffering Memorandum to the Remarketing Agreement and the Remarketing Agent as such term relates to the Subseries B-6 Bonds shall, unless the context requires otherwise, mean the Subseries B-6 Remarketing Agreement and RBC Capital Markets, LLC, respectively. UBS Financial Services Inc. has been removed as remarketing agent for the Subseries B-6 Bonds as of the Effective Date.

For more information about the Department, the Power System, and other material information essential to the making of an informed investment decision as of December 14, 2023, see the Official Statement relating to the issuance of the Department of Water and Power of the City of Los Angeles Power System Variable Rate Demand Revenue Bonds, 2023 Series F, which is available from the Municipal Securities Rulemaking Board through its Electronic Municipal Market Access (EMMA) system at [www.emma.msrb.org](http://www.emma.msrb.org).

The Department has duly authorized the delivery of this Supplement.

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**SECOND SUPPLEMENT TO REOFFERING MEMORANDUM DATED MAY 22, 2017**

**relating to the**

**\$218,900,000**

**Department of Water and Power of the City of Los Angeles  
Power System Variable Rate Demand Revenue Bonds, 2002 Series A**

**consisting of**

<b>\$25,550,000</b>	<b>\$25,550,000</b>	<b>\$25,550,000</b>	<b>\$19,450,000</b>	<b>\$42,200,000</b>	<b>\$38,300,000</b>	<b>\$42,300,000</b>
<b>Subseries A-1</b>	<b>Subseries A-2</b>	<b>Subseries A-3</b>	<b>Subseries A-4</b>	<b>Subseries A-5</b>	<b>Subseries A-6</b>	<b>Subseries A-7</b>
(CUSIP No. <sup>†</sup> 544495DT8)	(CUSIP No. <sup>†</sup> 544495DU5)	(CUSIP No. <sup>†</sup> 544495DV3)	(CUSIP No. <sup>†</sup> 544495DW1)	(CUSIP No. <sup>†</sup> 544495DY7)	(CUSIP No. <sup>†</sup> 544495DX9)	(CUSIP No. <sup>†</sup> 544495DS0)

**The date of this Second Supplement is January \_\_, 2024.**

The Reoffering Memorandum dated May 22, 2017 for the above-referenced bonds (the “Series A Bonds”), as previously supplemented and amended by the Supplement to Reoffering Memorandum dated May 13, 2020 (the “Reoffering Memorandum”), is further supplemented and amended by this Second Supplement to Reoffering Memorandum (the “Second Supplement”) to disclose the appointment of a replacement remarketing agent for the Subseries A-3 Bonds and the Subseries A-7 Bonds. Capitalized terms used in this Second Supplement not otherwise defined shall have the meanings set forth in the Reoffering Memorandum. This Second Supplement should be reviewed in conjunction with the Reoffering Memorandum.

Effective on January 25, 2024 (the “Effective Date”), TD Securities (USA) LLC will serve as replacement remarketing agent for the Subseries A-3 Bonds and the Subseries A-7 Bonds, pursuant to a Remarketing Agreement, dated as of January \_\_, 2024 (the “Subseries A-3 and Subseries A-7 Remarketing Agreement”), relating to the Subseries A-3 Bonds and Subseries A-7 Bonds. At and from the Effective Date, each reference in the Reoffering Memorandum to the Remarketing Agreement and the Remarketing Agent as such term relates to the Subseries A-3 Bonds and/or the Subseries A-7 Bonds shall, unless the context requires otherwise, mean the Subseries A-3 and Subseries A-7 Remarketing Agreement and TD Securities (USA) LLC, respectively. Citigroup Global Markets Inc. has been removed as remarketing agent for the Subseries A-3 Bonds and the Subseries A-7 Bonds as of the Effective Date.

For more information about the Department, the Power System, and other material information essential to the making of an informed investment decision as of December 14, 2023, see the Official Statement relating to the issuance of the Department of Water and Power of the City of Los Angeles Power System Variable Rate Demand Revenue Bonds, 2023 Series F, which is available from the Municipal Securities Rulemaking Board through its Electronic Municipal Market Access (EMMA) system at [www.emma.msrb.org](http://www.emma.msrb.org).

The Department has duly authorized the delivery of this Second Supplement.

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