SIGNATURE AND NO-LITIGATION CERTIFICATE

§

THE STATE OF TEXAS § COUNTIES OF COMAL AND GUADALUPE

WE, the undersigned, officials of the City of New Braunfels, Texas (the "Issuer") and of the New Braunfels Utilities, do hereby certify with respect to the "CITY OF NEW BRAUNFELS, TEXAS, UTILITY SYSTEM REVENUE REFUNDING BONDS, SERIES 2021" (the "Bonds"), dated July 1, 2021 (the "Bond Date") as follows:

- The Bonds have been duly and officially executed by the undersigned Mayor and City Secretary with their manual or facsimile signature in the same manner appearing hereon, and the undersigned Mayor and City Secretary hereby adopt and ratify their respective signatures in the manner appearing on each of the Bonds whether in manual or facsimile form, as the case may be, as their true, genuine and official signatures.
- On June 14, 2021, June 17, 2021, the Bond Date and on the date hereof, we were and are the duly qualified and acting officials of the Issuer and as indicated below.
- The legally adopted proper and official seal of the Issuer is impressed, imprinted or lithographed on all of the Bonds.
- On the execution date of the Pricing Certificate and on the date hereof, the City Manager of the Issuer and the Chief Executive Officer of New Braunfels Utilities, each, were and are the duly qualified and acting Pricing Officers of the Issuer, as indicated below.
- The Pricing Certificate dated June 17, 2021, as authorized by the Bond Ordinance of the City Council of the Issuer adopted June 14, 2021, has been duly and officially approved and executed by two authorized Pricing Officers, and such signatures of the authorized Pricing Officers are their true, genuine and official signatures.
- No litigation of any nature is now pending before any federal or state court, or administrative body, or to our knowledge threatened, seeking to restrain or enjoin the issuance or delivery of the Bonds or questioning the issuance or sale of the Bonds, the authority or action of the governing body of the Issuer relating to the issuance or sale of the Bonds, the authority of the Pricing Officers of the Issuer to approve and execute the Pricing Certificate, the collection of the revenues of the Waterworks, Sanitary Sewer and Electric Light and Power Systems (collectively, the "System"), or the imposition of rates and charges with respect to the System, pledged to pay the principal of and interest on the Bonds or that otherwise would have a material adverse effect on the financial affairs of the Issuer or the System to pay the Bonds; and that neither the corporate existence or boundaries of the Issuer nor the right to hold office of any member of the governing body of the Issuer or any other elected or appointed official of the Issuer or New Braunfels Utilities is being contested or otherwise questioned.
- No authority or proceeding for the issuance, sale or delivery of the Bonds, passed and adopted by the governing body of the Issuer, including the Pricing Certificate, has been amended, repealed, revoked, rescinded or otherwise modified since the date of passage thereof, and all such proceedings and authority relating to the issuance and sale of the Bonds remain in full force and effect as of the date of this certificate.

The Issuer hereby authorizes the office of the Attorney General of Texas to date this certificate the date of delivery of its approving opinion, and agrees to notify the office of the Attorney General of Texas of any changes with respect to this certificate or any bond documents to which it is a party that are made between the date of such opinion and the date of closing.

DELIVERED this	.
<u>SIGNATURE</u>	OFFICIAL TITLE
	Mayor City of New Braunfels, Texas
	City Manager City of New Braunfels, Texas
	City Secretary City of New Braunfels, Texas
THE STATE OF TEXAS § COUNTY OF COMAL §	
	by represents and certifies each of the signatures Caitlin Krobo, the Mayor, City Manager and City unfels, Texas appearing above is genuine.
GIVEN UNDER MY HAND AND SEAL OF (OFFICE, this the day of, 2021.
	Notary Public, State of Texas
(Notary Seal)	
[signature page to Signature and No-Litigation	n Certificate – signatures continue on next page]

<u>SIGNATURE</u>	OFFICIAL TITLE
	Chief Executive Officer, New Braunfels Utilities
	Chief Financial Officer, New Braunfels Utilities
THE STATE OF TEXAS COUNTY OF COMAL	§ §
	hereby represents and certifies each of the signatures Chief Executive Officer and Chief Financial Officer pearing above is genuine.
GIVEN UNDER MY HAND AND SEAL	OF OFFICE, this the day of, 2021
	Notary Public, State of Texas
(Notary Seal)	
[signature page to Sig	nature and No-Litigation Certificate]

102285560.2/1001163411 S-2