

ANNUAL DISCLOSURE REPORT

YEAR ENDING JUNE 30, 2016

SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF RIVERSIDE

**2014 SERIES A SUBORDINATE TAX ALLOCATION REFUNDING BONDS \$61,250,000
(TAX-EXEMPT)**

**2014 SERIES B SUBORDINATE TAX ALLOCATION REFUNDING BONDS \$1,730,000
(TAXABLE)**

DATED OCTOBER 16, 2014

CUSIP NUMBERS:

SERIES A 76904R AA5 through 76904R BG1

SERIES B 76904R AW7 through 76904R BF3

Prepared by
City of Riverside

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March 22, 2017

RIVERSIDE SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY
CONTINUING DISCLOSURE INFORMATION -

2014 SUBORDINATE TAX ALLOCATION REFUNDING BONDS SERIES A and SERIES B

FISCAL YEAR ENDED JUNE 30, 2016

CONTINUING DISCLOSURE CERTIFICATE - SECTION 4 - Contents of Annual Report.

(a) Attached are the audited financial statements of the City of Riverside and the Redevelopment Successor Agency for the year ended June 30, 2016.

(b) Other financial or operating information:

(i) The principal amount of the Tax Allocation Bonds (TAB) outstanding at June 30, 2016:

2014 SUBORDINATE REFUNDING TAB EXEMPT (SERIES A): Outstanding \$ 57,280,000

2014 SUBORDINATE REFUNDING TAB TAXABLE (SERIES B): Outstanding \$ 1,565,000

(ii) No debt has been issued by the City of Riverside Redevelopment Successor Agency for any project area represented by the bonds in the most recently completed fiscal year.

(iii-v) Current project area information: From Official Statement Tables Attached

(iii) Assessed value of each project area:	See Table 1
(iv) Top ten taxpayers:	See Table 3
(v) Bond coverage ratio:	See Table 10

(vi) The Cumulative Tax Increment as of June 30, 2016 for the required project areas:

University Corridor/Sycamore Canyon Project Area	\$179,706,906
Arlington Project Area	\$ 3,779,041*

*Amount is revised from prior project area reports beginning with 6/30/11.

(vii) During the most recently completed fiscal year, the County of Riverside has not eliminated its policy to distribute 100% of the tax increment to each redevelopment successor agency without regard to property tax delinquencies.

(c) Any further material information as may be necessary to make the required information expressed not misleading under the circumstances in which they are made. None

CONTINUING DISCLOSURE CERTIFICATE - SECTION 5 - Reporting of Significant Events

There has been no occurrence of the following listed events with respect to the 2014 Subordinate Tax Allocation Refunding Bonds Series A and Series B:

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 Internal Revenue Service of proposed or final determination of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices of determinations with respect to the tax status of the security, or other material events affecting the tax status of the security.
7. Modifications to rights of security holders, if material.
8. Bond calls, if material, and tender offers.
9. Defeasances.
10. Release, substitution or sale of property securing repayment of the securities, if material.
11. Rating changes.
12. Bankruptcy, insolvency, receivership of similar event of the Successor Agency or other obligated person.
13. The consummation of a merger, consolidation, or acquisition involving the Successor Agency or an obligated person, or the sale of all or substantially all of the assets of the Successor Agency or an obligated person (other than in the ordinary course of business), the entry into a definitive agreement to undertake such an action, or the termination of a 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, in material.

Table 1
SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF RIVERSIDE
Tax Revenues (Fiscal Year 2015-16)

Project Area	Number of Acres	Total Assessed Valuation	Less Base Year Valuation	Incremental Valuation	Percent of Incremental Valuation	Gross Tax Increment
University Corridor/Sycamore Canyon Merge	2,346	\$ 1,385,597,438	\$ 107,359,759	\$ 1,278,237,679	19.8%	\$ 13,192,686
Downtown/Airport Merged	2,417	1,383,367,700	162,212,525	1,221,155,175	18.9	13,148,052
Hunter Park/Northside*	2,636	1,582,009,947	747,435,274	834,574,673	12.9	8,465,811
Casa Blanca	725	377,303,235	19,167,136	358,136,099	5.5	3,700,194
Arlington	1,274	942,930,062	441,758,688	501,171,374	7.8	5,181,542
Magnoliz Center	475	655,171,693	311,033,930	344,137,763	5.3	3,483,627
La Sierra/Arlanza	6,424	4,158,570,854	2,234,668,726	1,923,902,128	29.8	20,406,639
Total	16,297	\$10,484,950,929	\$ 4,023,636,038	\$ 6,461,314,891	100.0%	\$ 67,578,551

*Merged with Downtown/Airport Project Area

Table 3
SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE CITY OF RIVERSIDE
Top Ten Taxpayers (Fiscal Year 2015/16)

		Last Date to Receive		Number	Fiscal Year	Percent	Percent of
		Tax Increment	Use	Of	2015-16	of Total	Incremental
Taxpayer	Project Area			Parcels	Assessed Value	Value	Value
1 Tyler Mall Ltd Partnership	La Sierra/Arlanza	7/13/2049	Commercial	8	\$199,362,194	1.90%	3.09%
2 Riverside Healthcare Systems	Downtown/Airport	11/27/2037	Commercial	16	\$146,113,760	1.39%	2.26%
3 Ralph's Grocery Company	University Corridor/Sycamore Canyon	7/8/2043	Industrial	2	\$112,074,035	1.07%	1.73%
4 La Sierra University	La Sierra/Arlanza	7/13/2049	Residential	40	\$106,057,873	1.01%	1.64%
5 ROHR	Downtown/Airport	11/27/2037	Industrial	12	\$101,518,042	0.97%	1.57%
6 Advanced Group 13 107	La Sierra/Arlanza	7/13/2049	Residential	2	\$98,504,571	0.94%	1.52%
7 Vestar Riverside Plaza LLC	Magnolia Center	7/14/2044	Commercial	11	\$83,791,640	0.80%	1.30%
8 Edgemont Community Svc Dist	University Corridor/Sycamore Canyon	7/8/2043	Industrial	5	\$61,969,424	0.59%	0.96%
9 Sterling Riverside 2	Hunter Park/Northside	6/24/2049	Residential	1	\$53,966,591	0.52%	0.84%
10 Riverside Sycamore	University Corridor/Sycamore Canyon	7/8/2043	Industrial	1	\$53,390,657	0.51%	0.83%
Total				98	\$1,016,748,787	9.70%	15.74%

Table 10 (Revised)
SUCCESSOR AGENCY TO THE REGEDELOPMENT AGENCY OF THE CITY OF RIVERSIDE
Estimated All-In Debt Service Coverage (Senior Bonds and Bonds)

<i>Fiscal Year</i>	<i>Tax Increment Revenues Available for Debt Service on Senior Bonds and Bonds (1)</i>	<i>Senior Bonds (2)</i>	<i>Other Senior Obligations(3)</i>	<i>Tax Revenues Generated from Project Areas (4)</i>	<i>Bonds (5)</i>	<i>Total Payments For All-In Debt Service Coverage Calculation(6)</i>	<i>All In Debt Service Coverage (7)</i>
2014-15*	54,100,567	9,999,586	2,534,972	41,566,009	6,639,303	19,173,861	2.82
2015-16*	58,133,439	9,970,894	1,581,337	46,581,208	6,631,670	18,183,901	3.20
2016-17	54,216,606	10,250,759	3,598,795	40,367,052	6,624,450	20,474,004	2.65
2017-18	55,974,326	10,220,018	1,549,802	44,204,506	6,640,090	18,409,910	3.04
2018-19	57,767,203	10,207,393	-	47,559,810	6,643,543	16,850,936	3.43
2019-20	59,907,934	10,500,407	-	49,407,527	6,786,038	17,286,445	3.47
2020-21	61,608,776	10,512,573	-	51,096,203	6,790,273	17,302,846	3.56
2021-22	63,508,263	11,022,118	-	52,486,145	6,197,160	17,219,278	3.69
2022-23	65,445,738	10,803,969	-	54,641,769	6,191,270	16,995,239	3.85
2023-24	67,421,964	10,998,543	-	56,423,421	5,894,050	16,892,593	3.99
2024-25	68,240,342	11,456,267	-	56,784,075	5,009,500	16,465,767	4.14
2025-26	70,275,252	12,423,907	-	57,851,345	3,840,500	16,264,407	4.32
2026-27	72,350,859	11,539,491	-	60,811,368	3,264,750	14,804,241	4.89
2027-28	70,320,318	12,807,492	-	57,512,826	2,055,000	14,862,492	4.73
2028-29	72,400,360	11,976,392	-	60,423,968	1,984,750	13,961,142	5.19
2029-30	68,513,026	10,106,616	-	58,406,410	1,984,000	12,090,616	5.67
2030-31	69,513,251	9,699,853	-	59,813,398	1,249,250	10,949,103	6.35
2031-32	71,336,429	9,572,677	-	61,763,752	1,247,000	10,819,677	6.59
2032-33	73,438,686	9,576,813	-	63,861,873	1,252,250	10,829,063	6.78
2033-34	73,671,452	9,627,125	-	64,044,327	829,500	10,456,625	7.05

* Revised to Actual for Fiscal Year.

- (1) Reflects moneys deposited into Redevelopment Property Tax Trust Fund, less County administrative charges, payments on Senior Obligation Pass-Through Agreements and payments on the Breezewood Agreement.
- (2) Reflects debt service on Senior Bonds. (As defined in the Official Statement.)
- (3) Reflect payments on other Senior Obligations with the exception of the Breezewood Agreement.
- (4) Reflects Tax Increment Revenues Available for Debt Service on Senior Bonds and Bonds less debt service on Senior Bonds and Other Senior Obligations with the exception of the Breezewood Agreement.
- (5) Reflects Debt service on 2014A Bonds and 2014B Bonds payable in calendar year that begins in such Fiscal Year.
- (6) Reflects sum of debt service on Senior Bonds, payments on Other Senior Obligations with the exception of the Breezewood Agreement and debt service on 2014A and 2014B Bonds.
- (7) Tax Increment Revenues Available for Debt Service on Senior Bonds and Bonds divided by Total Payments For All-In Debt Service Coverage Calculation.

Source: Estimates Stifel, Nicolas & Company, Incorporated; Actuals City of Riverside.