ANNUAL DISCLOSURE REPORT

YEAR ENDING JUNE 30, 2014

CITY OF RIVERSIDE
REDEVELOPMENT SUCCESSOR AGENCY

2007 SERIES C TAX ALLOCATION REVENUE BONDS $89,205,000 (TAX-EXEMPT)
2007 SERIES D TAX ALLOCATION REVENUE BONDS $43,875,000 (TAXABLE)

DATED MARCH 22, 2007

CUSIP NUMBERS:
SERIES C 769044 CD8 through 769044 DB1
SERIES D 769044 DM7 through 769044 EC8

Prepared by
City of Riverside

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March 18, 2015
CONTINUING DISCLOSURE CERTIFICATE - SECTION 4 - Contents of Annual Report.

(a) Attached are the audited financial statements of the City of Riverside Redevelopment Successor Agency for the year ended June 30, 2014.

(b) Other financial or operating information:

(i) The principal amount of the Bonds outstanding at June 30, 2014:

2007 TAX ALLOCATION REVENUE BONDS (SERIES C): Outstanding $87,110,000
2007 TAX ALLOCATION REVENUE BONDS (SERIES D): Outstanding $34,785,000

(ii) The reserve requirement of the 2007 Series C and Series D Tax Allocation Bonds:

The Reserve is funded through a surety bond provided by MBIA.

(iii) No additional debt has been issued by the City of Riverside Redevelopment Successor Agency for any project area represented by the bonds.

(iv-vi) Current project area information:

(iv) Assessed value of each project area: Attachment D
(v) Top ten taxpayers: Attachment B
(vi) Bond coverage ratio: Attachment A

(vii) The Cumulative Tax Increment as of June 30, 2014 for the required project areas:

University Corridor/Sycamore Canyon Project Area $153,771,918
Arlington Project Area $3,418,559*

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

(viii) The State of California mandated an ERAF transfer as described in the Official Statement under “BOND OWNERS RISKS – State Budget” for fiscal 2008/09. This action was litigated, found unconstitutional, and the 2008/09 transfer was not made. A mandated, revised Supplemental ERAF transfer for fiscal years 2009/10 and 2010/11 was found constitutional. Accordingly, the Agency made a transfer of $17,061,841 in fiscal year 2009/10 and $3,509,392 in fiscal year 2010/11. The fiscal year 2011/12 state budget eliminated redevelopment agencies as of February 1, 2012, as a means to divert more local funds to the state. The dissolution legislation provides for sufficient tax increment revenue to continue to be made available to the Redevelopment Successor Agency for paying debt service on outstanding bonds through maturity.
CONTINUING DISCLOSURE CERTIFICATE - SECTION 5 - Reporting of Significant Events

There has been no occurrence of the following significant events with respect to the 2007 Tax Allocation Revenue Bonds Series C and Series D, except as previously disclosed and noted below:

1. Delinquency in payment when due of any principal or interest on the Bonds.

2. Occurrence of any Event of default under and as defined in the Trust Agreement (other than as described in clause (1) above).

3. Amendment to the Series A Indenture, the Series B Indenture or the Disclosure Certificate modifying the rights of the holders of the Bonds.

4. Giving a notice of optional or unscheduled redemption of any Bonds.

5. Defeasance of the Bonds or any portion thereof.

6. Any change in the rating, if any, on the Bonds.
   As previously disclosed, Standard and Poor’s, and Moody’s have raised their ratings of the insurer of the bonds, formerly MBIA Insurance Corp., and currently National Public Finance Guarantee Corp. (a subsidiary of MBIA) from A, and Baa1 to AA-, and A3, respectively. Fitch’s rating has remained unchanged at Withdrawn. In addition, Standard and Poor’s has increased its rating on the Series C and Series D bonds from BBB to BBB+, and in September of 2014 From BBB+ to A-.

7. Adverse tax opinions or events affecting the tax-exempt status of the Bonds.

8. Any unscheduled draw on either Reserve Account reflecting financial difficulties.

9. Any unscheduled draws on any credit enhancement reflecting financial difficulties.

10. Any change or substitution in the provider of any credit enhancement, or any failure by the credit enhancer to perform on the credit enhancement.
    On February 18, 2009 the bond insurer MBIA was reinsured by National Public Finance Guarantee Corporation (NPFGC).

11. The release, substitution or sale of property securing repayment of the Bonds (including property leased, mortgaged or pledged as such security).