

**NOTICE OF MANDATORY TENDER
ON DECEMBER 8, 2022
TO OWNERS OF
TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY
(MTA BRIDGES AND TUNNELS)
GENERAL REVENUE VARIABLE RATE REFUNDING BONDS,
SERIES 2018E (FEDERALLY TAXABLE)**

<u>Maturity</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP¹</u>
November 15, 2032	\$148,470,000	89602RFE0

NOTICE IS HEREBY GIVEN to the Owners of the Triborough Bridge and Tunnel Authority (MTA Bridges and Tunnels) (“MTA Bridges and Tunnels”) General Revenue Variable Rate Refunding Bonds, Series 2018E (Federally Taxable) (the “Series 2018E Bonds”) referenced above that:

1. Subject to the conditions contained in this Notice, the Series 2018E Bonds are subject to mandatory tender for purchase on December 8, 2022 (the “Mandatory Purchase Date”), pursuant to Section A-406(iv) of Appendix A to the Certificate of Determination Relating to General Revenue Variable Rate Refunding Bonds, Series 2018E, of the Triborough Bridge and Tunnel Authority, dated December 12, 2018 (the “Certificate of Determination”). On the Mandatory Purchase Date, UBS AG, acting through its Stamford Branch, will deliver an Alternate Credit Facility with respect to the Series 2018E Bonds in substitution for the existing Credit Facility supporting the Series 2018E Bonds.

2. The purchase price for the Series 2018E Bonds shall be equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest to, but not including the Mandatory Purchase Date (the “Purchase Price”). Owners shall have no right to retain the Series 2018E Bonds after the Mandatory Purchase Date and such Owners shall be entitled to no further accrual of interest from and after the Mandatory Purchase Date. Such purchase shall be conditioned upon there being sufficient money on the Mandatory Purchase Date to purchase all of the Series 2018E Bonds at the Purchase Price.

3. Each Owner of Series 2018E Bonds which are required to be tendered pursuant to this Notice shall be entitled to receive the proceeds of such tender by delivering such Series 2018E Bonds on the Mandatory Purchase Date (endorsed in blank by the Owner thereof or accompanied by an instrument of transfer of registration in form satisfactory to The Bank of New York Mellon (the “Tender Agent”) (the Tender Agent will not accept delivery of any such Series 2018E Bonds not endorsed in blank or for which an instrument of transfer satisfactory to it has not been provided)) to the principal corporate trust office of the Tender Agent located at 240 Greenwich Street, Floor 7E, New York, New York 10286, Attention, Frederic Belen, Vice President.

4. Owners of such Series 2018E Bonds that are delivered to such principal corporate trust office of the Tender Agent after the time stated above shall not be entitled to receive payment from the Tender Agent of the Purchase Price until the later of the next Business Day following (x) the Mandatory Purchase Date or (y) the date of delivery of such Series 2018E Bonds. The Purchase Price of such Series 2018E Bonds (or portions thereof in Authorized Denominations) shall be payable on the Mandatory Purchase Date by the Tender Agent by wire transfer to any Owner of such Series 2018E Bonds upon written notice from such Owner containing the wire transfer address (which shall be in the

¹ No representation is made as to the accuracy of the CUSIP number either as printed on any Series 2018E Bonds or as set forth in this Notice.

continental United States) to which such Owner wishes to have such wire directed. If any Owner of such Series 2018E Bonds has not provided or caused to be provided wire transfer instructions, the Purchase Price shall be payable by check mailed to such Owner of Series 2018E Bonds. Pursuant to the Certificate of Determination, any Series 2018E Bonds not tendered will be deemed tendered as of the Mandatory Purchase Date.

5. All capitalized terms used and not otherwise defined herein shall have the meanings given to them in the Certificate of Determination.

DATED this 17th day of November, 2022.

**TRIBOROUGH BRIDGE AND TUNNEL
AUTHORITY**

**By: THE BANK OF NEW YORK MELLON, as
Trustee**

Withholding of a portion of gross payments made within the United States may be required under section 3406 of the Internal Revenue Code of 1986, unless the Trustee has the correct taxpayer identification number (social security or employer identification number) or exemption certificate of the payee. Owners should furnish a properly completed Form W-9 or exemption certificate or equivalent when presenting their bonds for payment.