

EXHIBIT A

**NOTICE OF MANDATORY TENDER
TO OWNERS OF**

**METROPOLITAN TRANSPORTATION AUTHORITY
TRANSPORTATION REVENUE VARIABLE RATE BONDS, SUBSERIES 2005D-2**

Maturity Date	Mandatory Purchase Date	Outstanding Principal Amount	Principal Amount Subject to Mandatory Purchase	CUSIP*
November 1, 2035	November 13, 2024	\$70,600,000 ^(a)	\$65,900,000	59261AS57

NOTICE IS HEREBY GIVEN to the Owners of the Metropolitan Transportation Authority (the “**Issuer**”) Transportation Revenue Variable Rate Bonds, Subseries 2005D-2 (the “**Subseries 2005D-2 Bonds**”) referenced above that:

1. Subject to the conditions contained in this Notice, the Subseries 2005D-2 Bonds are subject to mandatory tender for purchase on November 13, 2024 (the “**Mandatory Purchase Date**”), pursuant to Section A-405(iv) of Appendix A-2 to the Fourth Amended and Restated Certificate of Determination Relating to Metropolitan Transportation Authority Transportation Revenue Variable Rate Bonds, Series 2005D, dated as of March 28, 2024 (the “**Certificate of Determination**”), due to the occurrence of a Mandatory Purchase Date.

2. The purchase price for the Subseries 2005D-2 Bonds shall be equal to one hundred percent (100%) of the principal amount thereof, plus accrued interest thereon to, but not including, the Mandatory Purchase Date (the “**Purchase Price**”). Owners shall have no right to retain the Subseries 2005D-2 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 Subseries 2005D-2 Bonds at the Purchase Price.

3. Each Owner of Subseries 2005D-2 Bonds which are required to be tendered pursuant to this Notice shall be entitled to receive the Purchase Price by delivering such Subseries 2005D-2 Bonds at or before 12:00 noon eastern time 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 not to accept delivery of any such Subseries 2005D-2 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 7-E, New York, New York 10286, Attention: Frederic Belen, Vice President.

4. Owners of such Subseries 2005D-2 Bonds that are delivered to such principal corporate trust office of the Tender Agent after 12:00 noon eastern time on the Mandatory Purchase Date 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 Subseries 2005D-2 Bonds. The Purchase Price of such Subseries 2005D-2 Bonds (or portions thereof in Authorized

* No representation is made as to the accuracy of the CUSIP number either as printed on the Subseries 2005D-2 Bonds or as set forth in this Notice.

^(a) Inclusive of \$4,700,000 sinking fund installment payment due November 1, 2024.
4145-1908-6932.4

Denominations) shall be payable on the Mandatory Purchase Date applicable thereto by the Tender Agent by wire transfer to any Owner of such Subseries 2005D-2 Bonds upon written notice from such Owner containing the wire transfer address (which shall be in the continental United States) to which such Owner wishes to have such wire directed. If any Owner of such Subseries 2005D-2 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 Subseries 2005D-2 Bonds. Pursuant to the Certificate of Determination, any Subseries 2005D-2 Bonds not tendered will be deemed tendered as of the Mandatory Purchase Date.

5. Capitalized terms used herein and not otherwise defined herein shall have the meanings given to such terms in the Certificate of Determination.

[Signature Begins on Following Page]

DATED this 29th day of October, 2024.

METROPOLITAN TRANSPORTATION 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.