

**NOTICE OF MANDATORY TENDER
ON FEBRUARY 1, 2022
TO OWNERS OF
METROPOLITAN TRANSPORTATION AUTHORITY
TRANSPORTATION REVENUE BONDS,
SUBSERIES 2012A-3 (SIFMA FLOATING RATE TENDER NOTES)**

<u>Maturity</u>	<u>Outstanding Principal Amount</u>	<u>CUSIP*</u>
November 15, 2042	\$50,000,000	59261AYK7

NOTICE IS HEREBY GIVEN to the Owners of the Metropolitan Transportation Authority's Transportation Revenue Bonds described above (the "Subseries 2012A-3 Bonds") that:

1. Subject to the conditions contained in this Notice, the Subseries 2012A-3 Bonds are subject to mandatory tender for purchase on February 1, 2022 (the "Mandatory Purchase Date"), pursuant to Section 38(c) of the Third Amended and Restated Certificate of Determination Relating to Metropolitan Transportation Authority Transportation Revenue Bonds, Series 2012A and Series 2012B, dated as of June 3, 2019 (the "Certificate of Determination").

2. The Purchase Price for the Subseries 2012A-3 Bonds shall be equal to one hundred percent (100%) of the principal amount thereof. The Mandatory Purchase Date is also an Interest Payment Date for the Subseries 2012A-3 Bonds and accrued and unpaid interest on such bonds to, but not including, the Mandatory Purchase Date will be paid in accordance with customary procedures. Owners shall have no right to retain the Subseries 2012A-3 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 2012A-3 Bonds at the Purchase Price.

3. Each Owner of Subseries 2012A-3 Bonds which are required to be tendered pursuant to this Notice shall be entitled to receive the proceeds of such tender by delivering such Subseries 2012A-3 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 Subseries 2012A-3 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 Subseries 2012A-3 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 Subseries 2012A-3 Bonds. The Purchase Price of such Subseries 2012A-3 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 Subseries 2012A-3 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 2012A-3 Bonds has not provided or caused to be provided wire transfer instructions, the Purchase

* No representation is made as to the accuracy of the CUSIP number either as printed on the Subseries 2012A-3 Bonds or as set forth in this Notice of Mandatory Tender.

Price shall be payable by check mailed to such Owner of Subseries 2012A-3 Bonds. Pursuant to the Certificate of Determination, any Subseries 2012A-3 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 14th day of January, 2022.

**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.