

**NOTICE OF MANDATORY TENDER  
ON NOVEMBER 1, 2022  
TO OWNERS OF**

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

	Bond Number	Maturity	Outstanding Principal Amount	Principal Amount to be Remarketed	CUSIP <sup>1</sup>
Subseries 2005D-2	05D-2R-1	November 1, 2035	\$79,425,000	\$75,100,000	59259YAE9

NOTICE IS HEREBY GIVEN to the Owners of the Metropolitan Transportation Authority's Transportation Revenue Variable Rate Bonds described above (the "Subseries 2005D-2 Bonds") that:

1. Subject to the conditions in paragraph 2 of this Notice, the Subseries 2005D-2 Bonds are subject to mandatory tender for purchase on November 1, 2022 (the "Mandatory Purchase Date"), pursuant to Section A-405(iv) of Appendix A-2 to the Second Amended and Restated Certificate of Determination Relating to Metropolitan Transportation Authority Transportation Revenue Variable Rate Bonds, Series 2005D, dated June 25, 2021 (the "Certificate of Determination"), due to the occurrence on November 1, 2022 of a Substitution Date on which Bank of Montreal, acting through its Chicago Branch, will deliver an Alternate Credit Facility with respect to the Subseries 2005D-2 Bonds in substitution for the existing Credit Facility.

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 to 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 proceeds of such tender by delivering such Subseries 2005D-2 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") executed in blank by the Owner thereof (the

<sup>1</sup> 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 of Mandatory Tender.

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 385 Rifle Camp Road, Garret Tower, Woodland Park, NJ 07424, 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 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 2005D-2 Bonds. The Purchase Price of such Subseries 2005D-2 Bonds (or portions thereof in Authorized 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. All capitalized terms used and not otherwise defined herein shall have the meanings given to them in Appendix A-2 to the Certificate of Determination.

DATED this 17th day of October, 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 Subseries 2005D-2 Bonds for payment.