Torres Rojas, Genara FOI#14167

From: cmeals@ufcw.org
Sent: Monday, July 29, 2013 11:34 AM
To: Duffy, Daniel
Cc: Torres Rojas, Genara; Van Duyne, Sheree; Qureshi, Ann
Subject: Freedom of Information Online Request Form

Information:

First Name: Cathy
Last Name: Meals
Company: UFCW
Mailing Address 1: 1775 K St. NW
Mailing Address 2:
City: Washington
State: DC
Zip Code: 20011
Email Address: cmeals@ufcw.org
Phone: 202-223-3111
Required copies of the records: Yes

List of specific record(s):
I am requesting copies of any Requests for Proposals, Requests for InformationQualifications, or similar documents submitted to the Port Authority by Williams Capital Group related to bond underwriting or bankingfinancial services. I would like copies of any such documents submitted since 1108. Please let me know if this request requires any additional clarification. If possible, I would prefer to receive these documents electronically by email. Responsive documents can be sent to cmeals@ufcw.org. If the documents are to be sent in hard copy by mail, please send them to my attention at UFCW Strategic Resources Department, 1775 K St. NW 8th Floor, Washington, DC 20006. I recognize that there may be fees associated with fulfilling my request. I agree to pay up to 25 if the fees are to exceed 25, please contact me before proceeding. If you have any questions about my request, or if I can be of any assistance to you in fulfilling my request, please do not hesitate to contact

THE PORT AUTHORITY OF NY & NJ

FOI Administrator

August 2, 2013

Ms. Cathy Meals
UFCW
1775 K St. NW
Washington, DC 20011

Re: Freedom of Information Reference No. 14167

Dear Ms. Meals:

This is a response to your July 29, 2013 request, which has been processed under the Port Authority's Freedom of Information Code (the "Code", copy attached) for copies of any Requests for Proposals, Requests for Information Qualifications, or similar documents submitted to the Port Authority by Williams Capital Group related to bond underwriting or banking/financial services submitted since 1/1/08.

Material responsive to your request and available under the Code can be found on the Port Authority's website at http://www.panynj.gov/corporate-information/foi/14167-C.pdf. Paper copies of the available records are available upon request.

Please refer to the above FOI reference number in any future correspondence relating to your request.

Very truly yours,

Daniel D. Duffy
FOI Administrator

Attachment

225 Park Avenue South, 17th Floor
New York, NY 10003
T: 212 435 3642
F: 212 435 7555

The Williams Capital Group, L.P.

Municipal Finance Group Update

Prepared For

THE PORT AUTHORITY
OF NEW YORK & NEW JERSEY

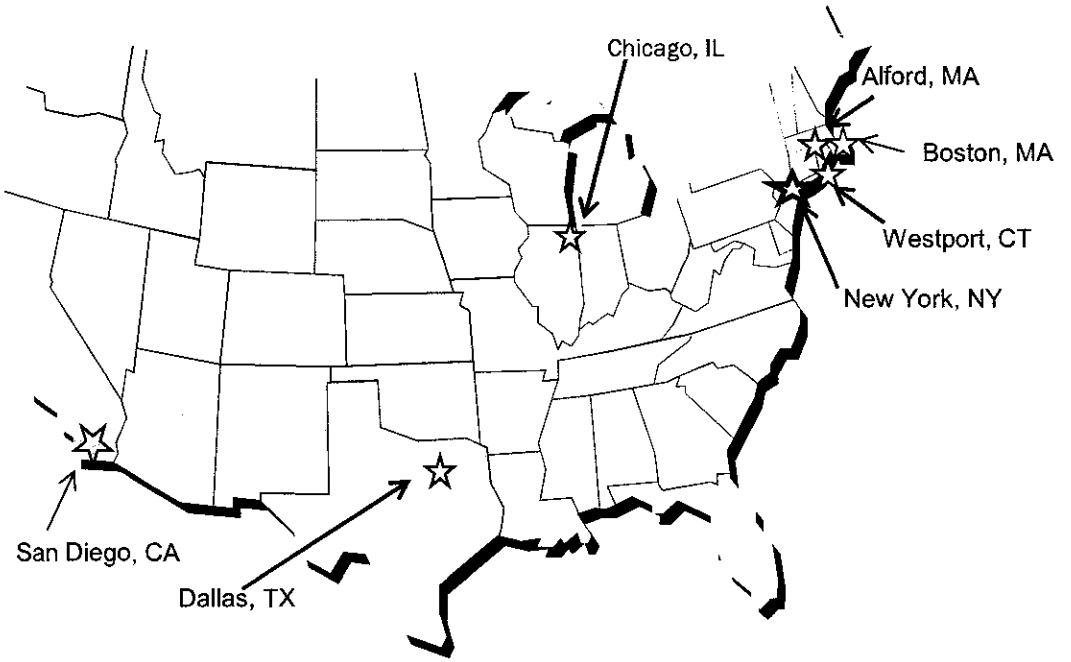
June 7, 2012

Contents

- WCG Firm Overview
- WCG Broker/Dealer Capabilities
- Firm Municipal Activity
- Municipal Market Update
- Market Refunding Opportunity: Consolidated Bonds
- Cash Flows

WCG Firm Overview

National Provider of Broad Range of Investment Banking Services



- ✓ Among the Largest MBE Firms in the Securities Industry and in NYC
- ✓ Staffed with 84 professionals in 7 offices nationally
- ✓ Lead Managed 30 taxable deals totaling $14.96 billion
- ✓ Leading participant in industry defining equity products
- ✓ Named dealer for 27 CP programs with total program size of $106 billion
- ✓ Full service municipal practice that is active in a wide range of sectors
- ✓ Active underwriter of Agency Securities
- ✓ Added 8 person structured finance unit, Eland Capital, a division of Williams Capital Group
- ✓ Ranked 16th among all firms and 1st among MBE firms in taxable fixed income underwritings in 2011
- ✓ Manages $2.5 billion of assets through Williams Capital Management Group

WCG New York Headquarters

The Williams Capital Group, L.P.
650 Fifth Ave., 11th Floor
New York, NY 10019
(212)830-4500
www.willcap.com

WCM New York Office

Williams Capital Management, LLC
570 Seventh Ave., Suite 504
New York, NY 10018
(212)461-6500
www.willcap.com

WCG Structured Finance Capabilities: Eland Capital

Eland Capital ("Eland") is a newly formed division of The Williams Capital Group, L.P., one of the leading *Minority Business Enterprises* on Wall Street

Eland's principals are drawn from the former management of *Lehman Brothers' Global Securitized Products, Residential Mortgage Finance Group and Quantitative Fixed Income Research Group* with an average of 20+ years industry experience

Capabilities and Services

New Issue Underwriting

- Extensive lead and co-manager experience
- Experience with all asset classes
- Advise on all aspects of transaction execution
  - Structuring
  - Accounting
  - Legal
  - Due diligence
  - Tax
  - Rating agency analysis

Special Situations

- SMRT program
- Synthetic risk transfer
- Asset portfolio and business valuations
- Servicing advances financing
- Special securitization program design
- Whole loan acquisitions and sales

Asset Class Expertise

Generic Asset Classes

- Conforming and non-conforming Mortgages
- Credit Cards
- Automobile Loans
- Equipment Leases and Loans
- Student Loans
- Manufactured Housing
- Recreational Vehicles, Motorcycles and Trucks

Esoteric Asset Classes

- Rental Car Fleets
- Agricultural Farm Loans
- Rate Reduction Bonds
- Tobacco Settlements
- ABS CDOs
- Bank Balance Sheet CLOs
- Re-performing/Non-performing Mortgages

WCG's Demonstrated Leadership in Fixed Income and Equity Unde

Leadership in Fixed Income Underwritings

- $250 million 10-year Note Offering
- Joint Bookrunner
- September 2011

- $300 million 30-year Note Offering
- Co-manager
- August 2011

- $300 million 10-year Note Offering
- Co-manager
- August 2011

- $350 million 10-year Note Offering
- Co-manager
- August 2011

- $250 million 30-year Note Offering
- Co-manager
- July 2011

- $400 million 10-year Note Offering
- Co-manager
- June 2011

- $500 million 10-year Note Offering
- Co-manager
- June 2011

- $122 million 10-year Note Offering
- Sole Co-manager
- May 2011

Active Underwriter of Industry-Defining Equity Offerings

- $805M Initial Public Offering
- Co-Manager
- November 2011

- $564M Secondary Offering
- Co-Manager
- November 2011

- $528M Initial Public Offering
- Co-Manager
- November 2011

- $400M Initial Public Offering
- Co-Manager
- July 2011

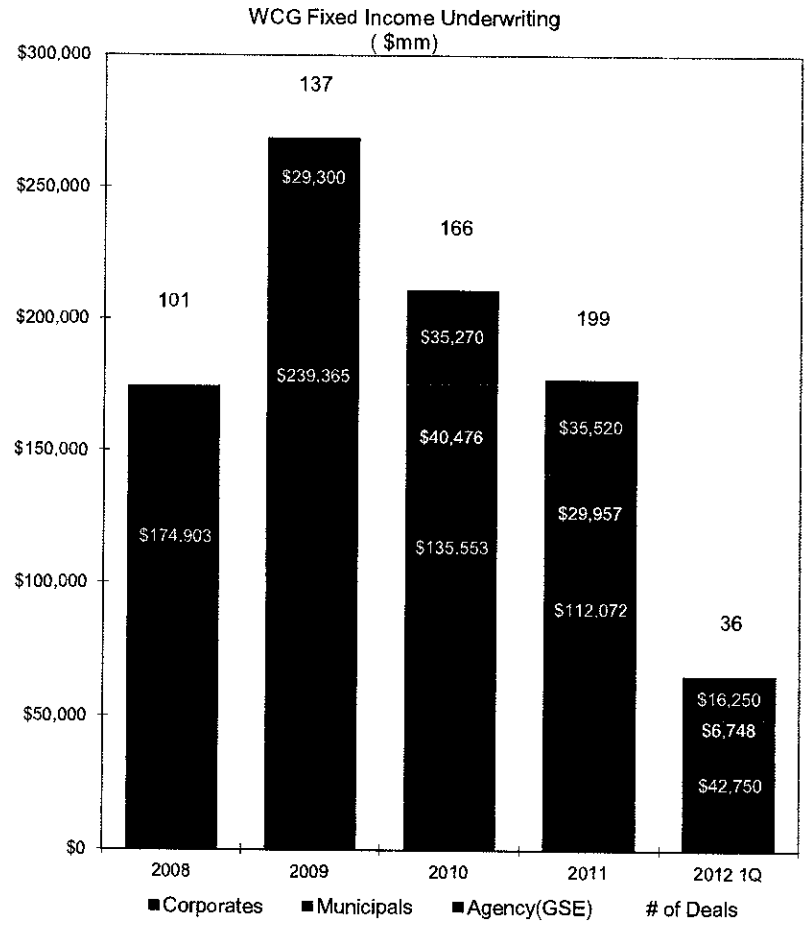
- $8.7 billion Secondary Offering
- Co-Manager
- May 2011

- $6.35 billion Secondary Offering
- Co-Manager
- March 2011

- $2.2 billion Initial Public Offering
- Co-Manager
- January 2011

- $23.1 billion Initial Public Offering
- Co-Manager
- November 2010

WCG's Fixed Income Practice Benefits From Diverse Product Offe



Number of Co-Managed & Lead Managed Investment Grade Issues
(Full Scale Municipal Operations Launched February 2010)
*Full credit to each co-manager

WCG's 2011 League Table Rankings

- WCG continues to rank among the top 20 underwriters for the past 10 years

Top 25 Underwriters

Investment Grade Corporate Debt

US IG Debt: Manager Full to Each Manager	Mkt. Share
1 JP Morgan	59.4
2 Bank of America Merrill Lynch	55.2
3 Citi	49.6
4 Barclays Capital	39.7
5 Goldman Sachs & Co	38.0
6 RBS	37.9
7 Morgan Stanley	37.3
8 Deutsche Bank AG	34.5
9 Mitsubishi UFJ Financial Group	27.0
10 Wells Fargo & Co	26.6
11 HSBC Holdings PLC	25.6
12 BNP Paribas SA	23.7
13 UBS	22.6
14 Credit Suisse	21.3
15 US Bancorp	18.1
16 **Williams Capital Group LP**	**17.5**
17 RBC Capital Markets	15.1
18 Scotiabank-Bank of Nova Scotia	14.8
19 Mizuho Financial Group	13.2
20 Santander	13.2

Global Common Stock

US Common Stock Manager Full to Each Manager	Mkt. Share
1 JP Morgan	60.5
2 Bank of America Merrill Lynch	60.5
3 Citi	56.2
4 Morgan Stanley	54.7
5 Deutsche Bank AG	54.4
6 Credit Suisse	52.9
7 Wells Fargo & Co	52.9
8 Barclays Capital	51.3
9 Goldman Sachs & Co	44.7
10 RBC Capital Markets	44.1
11 UBS	41.3
12 RBS	34.6
13 Piper Jaffray Cos	27.0
14 BNP Paribas SA	23.8
15 HSBC Holdings PLC	22.8
16 PNC Financial Services Group	22.5
17 **Williams Capital Group LP**	**21.2**
18 Mizuho Financial Group	20.7
19 Scotiabank-Bank of Nova Scotia	20.4
20 Samuel A. Ramirez & Co.	18.8

Minority Owned Underwriters

MWOBE Underwriters

US IG Debt: Manager Full to Each Manager	Mkt. Share
1 Williams Capital Group LP	17.5
2 Samuel A. Ramirez & Co.	8.5
3 CastleOak Securities LP	8.1
4 Loop Capital Markets	6.8
5 Lebenthal	4.7
6 Aladdin Capital LLC	4.7
7 Blaylock Robert Van	4.3
8 Guzman & Co	2.7
9 Cabrera Capital Markets Inc	.5
10 MR Beal & Co	.5

MWOBE Underwriters

US Common Stock Manager Full to Each Manager	Mkt. Share
1 Williams Capital Group LP	21.2
2 Samuel A. Ramirez & Co.	18.8
3 Loop Capital Markets	18.6
4 Siebert Financial Corp	17.7
5 CastleOak Securities LP	17.3
6 Blaylock Robert Van	14.8
7 MR Beal & Co	13.4
8 Aladdin Capital LLC	9.2
9 Guzman & Co	5.6
10 Toussaint Capital Partners	5.5

Source: Thomson Reuters

WCG Broker/Dealer Capabilities

WCG New York Trading Relationships

- WCG maintains trading relationships with both NYC and NY State agencies and pension funds
  - ✓ New York City Comptroller's Office
  - ✓ New York State Common
  - ✓ New York State Teachers
  - ✓ New York State Insurance Fund
  - ✓ New York State Thruway Authority
  - ✓ Dormitory Authority of the State of NY

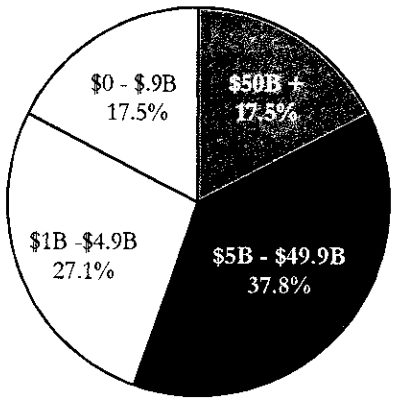
Short term instruments:

- Commercial Paper
- Yankee CDs
- Agency Discount Notes

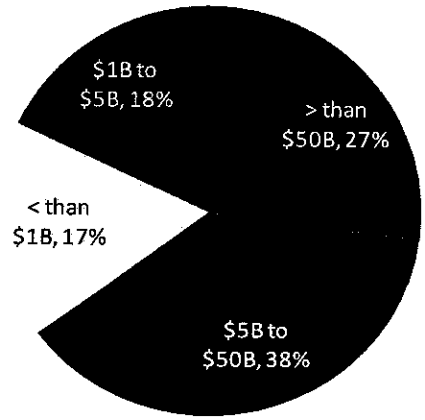
Long term instruments:

- US Treasuries
- Municipals
- Agencies
- Corporate
- Mortgage Backed Securities
- Asset Backed Securities

WCG's Equity Investors by Assets Under Management



WCG's Fixed Income Investors by Assets Under Management



WCG Broker/Dealer Relationships

Plan Sponsors that Recognize Williams Capital as a Minority Broker/Dealer

CALIFORNIA
California State Treasurer's Office
CALSTERs
CALPERs
City of Los Angeles Pension Fund
LACERA
LACERS
Los Angeles Fire & Police
LA Department of Water & Power

CONNECTICUT
City of Hartford, CT
City of New Haven, CT
State of Connecticut

DISTRICT OF COLUMBIA
District of Columbia Retirement Board

GEORGIA
State of Georgia
Fulton County Employees' Retirement System

ILLINOIS
Chicago Park District
Chicago Firemen's Annuity & Benefit Fund
City of Chicago – Office of the Treasurer
County Employees' Annuity & Benefit Fund of Cook County
Illinois State Board of Investment
Illinois Municipal Retirement Fund
Laborers' Annuity and Benefit Fund of Chicago
Metropolitan Water Reclamation District Retirement Fund
Municipal Employees' Annuity & Benefit Fund of Chicago
Policemen's Annuity and Benefit Fund of Chicago, Illinois
Public School Teachers' Pension and Retirement Fund of Chicago
Retirement Plan for CTA Employees
State Universities Retirement System of Illinois
Teachers' Retirement System of the State of Illinois

INDIANA
Indianapolis Power & Light
Indiana State Teachers' Retirement
Indiana Public Retirement System

LOUISIANA
Louisiana School Employees' Retirement System
Louisiana State Employees' Retirement System
Teachers' Retirement System of Louisiana

MARYLAND
Baltimore County Employees' Retirement System
City of Baltimore Employees' Retirement System
City of Baltimore Fire & Police Employees' Retirement System
Maryland State Retirement Pension System
Maryland Treasurers' Office

MICHIGAN
City of Detroit, MI
City of Pontiac

NEW JERSEY
State of New Jersey, Division of Investment

NEW MEXICO
New Mexico State Treasury

NEW YORK
City of New York – Board of Education Retirement System
City of New York – Police Pension Fund
FDNY Pension Fund Board of Trustees
New York City Employees' Retirement System
New York City Teachers Retirement System
New York State Teachers' Retirement System
New York State Common Retirement Fund
Office of the State Comptroller
Teachers' Retirement System of the City of New York
Dormitory Authority of the State of NY
NY State Thruway Authority

NORTH CAROLINA
State Treasurers Office

OHIO
Ohio Public Employees' Retirement System
State of Ohio – Treasurer of State
State Teachers' Retirement System of Ohio

OREGON
City of Portland
State of Oregon

PENNSYLVANIA
City of Philadelphia
Pennsylvania State Employees' Retirement System
Pennsylvania Public School Employees' Retirement System
Philadelphia Public Employees Retirement System
Retirement Board of Allegheny

SOUTH CAROLINA
South Carolina Retirement System

TEXAS
City of Dallas Retirement System
City of Houston
DART
Employees' Retirement System of Texas
Tarrant County
Texas Permanent School Fund
Texas Railroad Commission
Texas Teachers' Retirement System
Texas Treasury Safekeeping Trust Co.
Transit Review Authority

TENNESSEE
Tennessee Consolidated Retirement System
Memphis Power & Light

WISCONSIN
State of Wisconsin Investment Board

WCG's 2011 Corporate Fixed Income and Equity Highlights

Duke Energy

$350mm 5yr notes
$650mm 30yr Notes
December 5, 2011
Co-Manager

GROUPON

$700mm IPO

November 3, 2011
Co-Manager

XYLEM WHERE IDEAS FLOW

$600mm 4.875% 10yr
$600mm 3.55% 5yr

September 15, 2011
Joint Lead

EXELIS

$400mm 5.55% 10yr
$250mm 4.25% 5yr

September 15, 2011
Joint Lead

PG&E

$250mm 3.25% 10yr

September 7, 2011
Joint Bookrunner

Freddie Mac We make home possible

$270mm 2.08% 5yr
Notes*

July 29, 2011
Joint Lead

DUNKIN' BRANDS [eat drink think]

$486mm IPO

July 27, 2011
Co-Manager

AIG

$8.7B Secondary Offering

May 24, 2011
Co- Lead Manager

Johnson & Johnson

$4.4B
7 Tranche – Transaction

May 16, 2011
Sr. Co-Manager

nielsen

$1.889B IPO

January 26, 2011
Co-Manager

WCG's Commercial Paper Programs

A-2/P-1	A-1+/P-1	A-2/P-2	A-1/P-1	A-2/P-2	A-2/P-2	A-2/P-2	A-2/P-2	A-1+/P-1
A-2/P-2	A-2/P-2	A-1/P-1	A-2/P-2	A-1+/P-1	A-2/P-2	A-1/P-1	PEFCO A-1/P-1	A-1+/P-1
P&G Intl A-1+/P-1	A-2/P-2	SoCal Ed A-2/P-2	A-1+/P-1	A-2/P-2	A-1/P-1	A-1+/P-1	Holdings Inc. A-1/P-2	A-2/P-2

Bank Commercial Paper and Yankee CD Summary

Issuer	Ratings	Issuer	Ratings
Abbey National LLC	A-1+/P-1	Natixis US Funding	A-1/P-1
Bank of Montreal	A-1/P-1	Rabobank USA Finance Corp	A-1+/P-1
Bank of Nova Scotia	A-1+/P-1	Royal Bank of Canada NY	A-1+/P-1
Bayerische Landesbank NY	NR/P-1	Societe Generale North America	A-1/P-1
Dexia Delaware LLC	A-2/P-1	San Paolo IMI US Financial Co.	NR/P-1
ING Funding	A-1/P-1	Toronto Dominion HDG USA	A-1+/P-1
Intesa Funding	A-1/P-1	UBS Finance Delaware LLC	A-1/P-1
Lloyds TSB Bank PLC	A-1/P-1		

WCG's 2011 GSE Primary Issues

- WCG is an active underwriter of Agency Securities

Joint Lead Manager

$250mm	0.70%	04/25/14* (c)

Co-Manager

$5B	0.75%	12/19/14
$3B	0.625%	10/30/14
$3B	0.50%	08/09/13
$4B	2.375%	04/11/16

Sole Manager

$20mm	0.70%	05/09/13*
$50mm	0.20%	10/29/12*

Joint Lead Manager

$250mm	1.22%	01/29/14*(c)

Selling Group

$3B	1.375%	05/28/14
$3B	0.375%	11/27/13
$3B	0.50%	08/28/13
$3B	1.00 %	03/27/13

Joint Lead Manager

$270mm	2.08%	07/27/16*(c)
$250mm	1.75%	07/28/14*(c)

Co-Manager

$5B	0.375%	10/30/13
$5B	1.00 %	08/27/14
$3B	2.50%	05/27/16
$4B	0.75%	03/28/13
$3.5B	0.375%	01/27/13

*Reverse Inquiry
(c) Callables

Select 2011 ABS Transactions

HDMOT 2011-2
Co-Manager
October 2011

FORDF 2011-2
Selling Group
October 2011

AMXCA 2011-1
Co-Manager
October 2011

FORDF 2011-1
Co-Manager
February 2011

GEMNT 2011-1
Co-Manager
January 2011

FORDF 2010-5
Selling Group
September 2010

FDIC MBS 2010 R-1
Co-Manager
July 2010

TAOT 2010-A
Co-Manager
April 2010

Firm Municipal Activity

WCG's Municipal Finance Highlights

In February 2010, Williams Capital launched its full service municipal finance investment banking operation. The Firm has since participated in the sale and distribution of over $84 billion of municipal securities.

Experienced in financings relating to general obligation, infrastructure, education, transportation, water and wastewater utilities, public power, lease revenue, healthcare, housing, and pension funding.

Municipal Product Capabilities:

- **Tax-Exempt and Taxable Bonds**
- **Fixed, Variable, and CP**
- **Short-Term Notes (RANs, BANs)**
- **Indexed Notes**

WCG's seasoned municipal banking and sales professionals offer municipal clients:

- **Investment Banking and Advisory Services**
- **New Issue Underwriting**
- **Weekly News Letter**
- **Secondary Market Trading**
- **Commercial Paper Remarketing**

Recent Co-Manager Municipal Transactions

$503,760,000
New York State EFC
(NYC Muni Water Proj)
2012A Sub. SRF Bonds

May 16, 2012
Co-Manager

$1,797,740,000
State of Illinois
GO Refunding Bonds
Series of May 2012

May 1, 2012
Co-Manager

$281,140,000
Garden State Preservation
Trust, Open Space
Farmland Refunding
Bonds, 2012 Series A
April 18, 2012
Co-Manager

$555,000,000
State of Connecticut
General Obligation
SIFMA Notes, TE Bonds,
Taxable Bonds
April 11, 2012
Co-Senior Manager

$575,000,000
State of Illinois
General Obligation Bonds
Series of March 2012
March 14, 2012

Co-Manager

$83,680,000
MassHousing
Single Family Housing
Revenue Bonds
March 14, 2012

Co-Manager

$57,480,000
MassHousing
Housing Revenue

October 26, 2011
Co-Manager

$216,930,000
State of California
Dept. of Water Resources
Water System Revenue
October 5, 2011
Co-Manager

$1,000,000,000
The Port Auth. of NY/NJ
Consol idated168th Series

September 27, 2011
Co-Manager

WCG's Municipal Finance Highlights

MASSHOUSING

$73,950,000
Multi-Family Housing
Rev., 2011B & 2009 Sub
Ser.Three Program Bonds

September 7, 2011
Co-Manager

MASSHOUSING

$54,850,000
MassHousing
Single Family Housing
Revenue, Series 156 &
149 C & D (Non-AMT)
August 12, 2011
Co-Manager

MASSHOUSING

$67,945,000
MassHousing
Multi-Family Housing
Rev., 2011A & 2009 Sub
Ser.Two Program Bonds
June 20, 2011
Co-Manager

MASSHOUSING

$60,000,000
MassHousing
Single Family Housing
Revenue, Series 155 & 149
Subseries B (Non-AMT)
May 11, 2011
Co-Manager

$290,315,000
District of Columbia
Howard Revenue

April 6, 2011
Co-Manager

$25,000,000
City of Hartford
GO Bonds

March 30, 2011
Co-Manager

$45,350,000
City of Hartford
GO BANs

March 30, 2011
Co-Manager

$1,250,000,000
State of California
Various Purpose GO
Tax-Exempt
November 22,2010
Co-Manager

$3,275,000,000
State of California
Various Purpose GO
Federally Taxable BABs
November 19,2010
Co-Manager

$15,970,000
State of Ohio
Devel Assistance Bonds
(Log. and Dist. Program)
Series 2010 D
November 17, 2010
Co-Manager

$189,950,000
State of California
Dept. of Water Resources
Central Valley Water Proj.
Series AH & AI (Forward)
October 26, 2010
Co-Manager

$3,400,000,000
State of California
Various Purpose GO
Federally Taxable BABs
March 25, 2010
Co-Manager

Firm Municipal New Issue Activity

- **Since February 1, 2010, Williams Capital has participated in over $69 billion of long term negotiated municipal bond underwritings and over $15.4 billion of short-term notes totaling over $84 billion**
  - WCG served as a Co-Senior or Co-Manager for 23 municipal transactions, with a total par of over $14.6 billion
  - On a case by case basis, WCG participates in competitive deals through one of several syndicates
  - WCG has served as a CP Dealer for City of Houston for its General Obligation Series G-1 and G-2 CP Program. To date, WCG has placed remarketed $10 million of the Series G-2 paper
- **The Firm continues to add to our approved Senior or Co-manager pool and deal mandates**

✓ State of California	✓ State of Illinois	✓ State of Ohio
✓ City of Chicago	✓ Chicago Public Schools	✓ California Dept of Water Resources
✓ Dormitory Authority of the State of NY	✓ NYS Environmental Facility Corp	✓ Los Angeles Dept of Water and Power
✓ State of Connecticut	✓ R.I Health and Ed. Building Corp	✓ RI Economic Development Corp
✓ Mass Housing Finance Agency	✓ MassDevelopment Finance Agency	✓ CT Health and Educational Facilities
✓ City of Baltimore	✓ Garden State Preservation Trust	✓ City of Hartford, CT

- **WCG continues to increase its municipal financial product capabilities**

• Fixed Rate Bonds (Taxable & Tax-Exempt)	• CP Program	• Asset Backed Securities
• Indexed Notes	• Short-term notes (BANs, RANs, TANs)	

Firm Municipal New Issue Activity

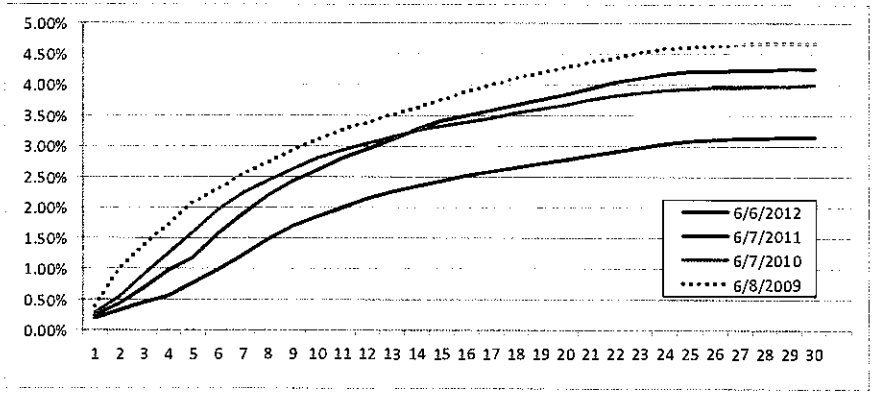
- **WCG Recent or Pending Engagements**

Firm Role	Issuer	Par	Sale Date
Co-Senior	City of St. Louis – Lambert-St. Louis Airport Refunding	$31,425,000	June 2012
Selling Group	State of Connecticut	$518,000,000	June 2012
Co-Mgr	Dormitory Authority of the State of New York	$1,800,000,000	June 2012
Co-Mgr	City of Baltimore, General Obligations Bonds	$100,000,000	July 2012
Co-Mgr	State of Illinois Unemployment Funding	$2,000,000,000	July 2012
Co-Mgr	City of Chicago Midway Airport Refunding	$1,500,000,000	July /Aug 2012
Co-Mgr	City of Chicago, Sales Tax Revenue Remarketing	$113,750,000	July /Aug 2012

Municipal Market Update

Municipal Market Update

Comparative MMD AAA Interest Rate Curves



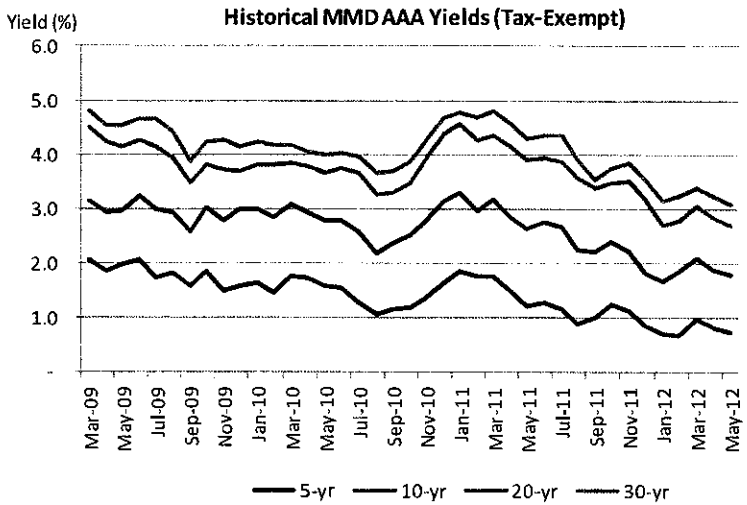
Reference: TM3 (MMD yields 06/06/12)

Relative Value of T/E to Taxable

Muni/Treasury	Current (6/6/12)	3 Month Avg. (3/13/12 - 6/6/12)	1 Year Avg. (6/8/11 - 6/6/12)
1yr / 1yr	117.60%	109.90%	178.70%
5yr / 5yr	105.60%	98.60%	98.70%
10yr / 10yr	112.10%	99.60%	100.20%
15yr / 15yr	111.90%	100.70%	104.00%
20yr / 20yr	113.90%	102.60%	108.60%
30yr / 30yr	116.20%	105.50%	110.00%

Reference: TM3 (AAA / Taxable Ratio)

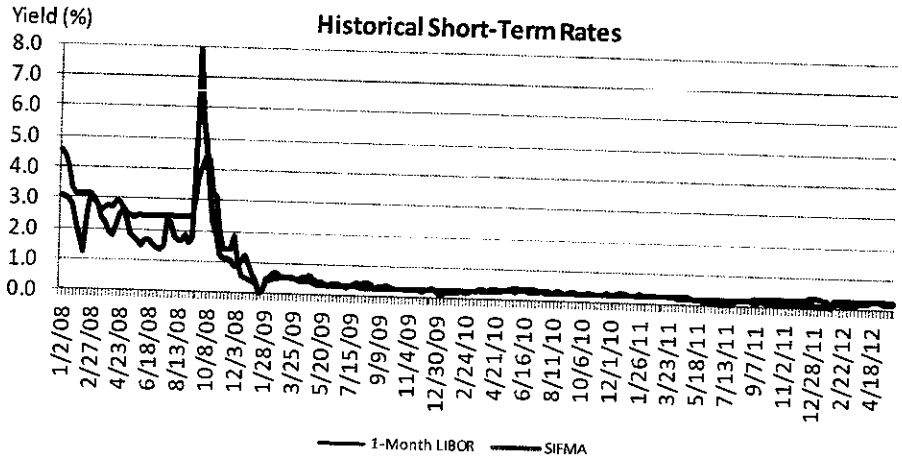
Trends in Long-term Tax-Exempt Yields



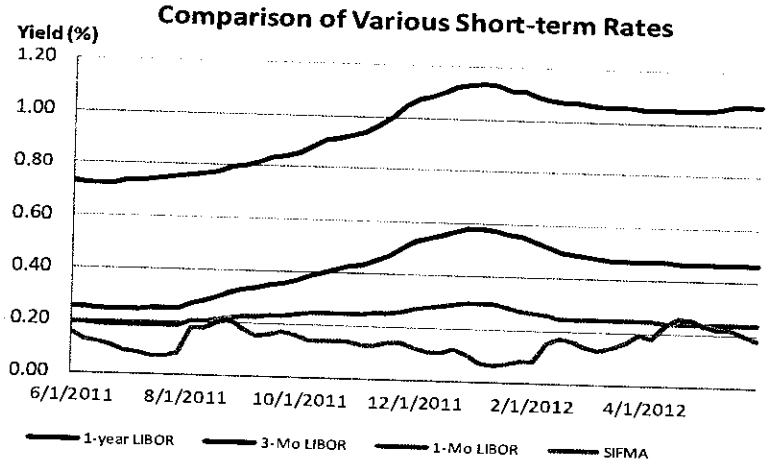
- **Massive flight to safety continues to place downward pressure on US Treasury yields**
- **High levels of liquidity in the municipal market creates favorable environment municipal new issue**
  - ✓ Refunding volume is up
  - ✓ Credit spreads for low-investment grade credits have narrowed
- **Interest rates are at historical lows and continue to trend down**
- **Municipal credit spreads have come in from recent higher levels and can be attributed in part to**
  - ✓ Absolute levels of interest rates
  - ✓ Flight to safety amid economic uncertainty

Municipal Market Trends

Historical Short-term Rates



Trends in Short-term Yields



- **Short-term rates remain attractive and present an opportunity for municipal issuers to benefit from historical low rates**
  - ✓ SIFMA most recently reset at 0.18% or 75% of 1-Month LIBOR
- **The Short-term LIBOR yield curve is steepening amid the Euro zone crisis**
  - ✓ 3-Month LIBOR rates have trended up considerably from 1-month LIBOR rates
  - ✓ 1-year LIBOR has moved in lockstep with the 3-Month; although we see an inversion between the 1-year and 2-year swap mid rates

Market Refunding Opportunity: Consolidated Bonds

Port Authority of NY & NJ Indicative Pricing

- The Port Authority of NY/NJ, with strong ratings of Aa2/AA-/AA- should be well received in the market
- The PANYNJ bonds will benefit from strong New York/New Jersey retail interest
- Although the AMT penalty has come in from recent highs, the market is very sensitive and we can expect AMT bonds to price at 50 to 60 bps higher in yield, depending on maturity

The Port Auth. Of NY & NJ Bonds Consolidated Bonds Indicative Tax-Exempt Rates				
Maturity	MMD AAA (06/06/2012)	Tax-Exempt Spreads (bps)	Coupon(%)	Tax-Exempt Yield
2013	0.20	10	3.00	0.30
2014	0.32	20	3.00	0.52
2015	0.47	30	4.00	0.77
2016	0.57	40	4.00	0.97
2017	0.76	50	4.00	1.26
2018	0.99	60	4.00	1.59
2019	1.23	70	4.00	1.93
2020	1.48	70	4.00	2.18
2021	1.70	70	5.00	2.40
2022	1.85	70	5.00	2.55
2023	2.00	70	5.00	2.70
2024	2.15	70	5.00	2.85
2025	2.27	70	5.00	2.97
2026	2.36	70	3.00	3.06
2027	2.44	70	5.00	3.14
2032	2.79	75	4.50	3.54
2037	3.10	65	5.00	3.75
2042	3.16	65	5.00	3.81

The Port Auth. Of NY & NJ Bonds Consolidated Bonds Indicative AMT Rates				
Maturity	MMD AAA (06/06/2012)	AMT Spreads (bps)	Coupon(%)	AMT Yield
2013	0.20	50	3.00	0.70
2014	0.32	70	3.00	1.02
2015	0.47	90	3.00	1.37
2016	0.57	100	3.00	1.57
2017	0.76	110	4.00	1.86
2018	0.99	120	4.00	2.19
2019	1.23	130	4.00	2.53
2020	1.48	130	4.00	2.78
2021	1.70	130	4.00	3.00
2022	1.85	130	4.00	3.15
2023	2.00	130	5.00	3.30
2024	2.15	130	5.00	3.45
2025	2.27	130	5.00	3.57
2026	2.36	130	5.00	3.66
2027	2.44	130	5.00	3.74
2032	2.79	135	5.00	4.14
2036	3.04	125	5.00	4.29
2042	3.16	125	5.00	4.41

Consolidated Bonds Refunding Opportunity

- The Port Authority of New York & New Jersey can currently refund
  - $723.6 million of Tax-Exempt Consolidated Bonds to realize PV savings of $76.2 million or 10.53% of the refunded bonds
  - $293.9 million of AMT Consolidated Bonds to realize PV savings of $18.7 million or 6.36% of the refunded bonds

The Port Authority of NY & NJ Consolidated Bonds
(Rating:Aa2/AA-/AA-)
2012 Refunding Analysis

	Tax-Exempt Refunding Bonds	AMT* Refunding Bonds
Fixed Rate Par	$669,275,000	$287,475,000
Premium	91,500,213	22,345,731
Total Bond Proceeds	$760,775,213	$309,820,731
Accrued Interest	10,435,731	5,949,487
Total Sources	$771,210,944	$315,770,219
Refunded Par	$723,665,000	$293,990,000
Escrow Deposit**	$767,732,404	$314,224,078
Delivery Date Expenses	$3,478,539	$1,546,140
Arbitrage Yield	2.75%	3.25%
All-in TIC	3.12%	3.67%
Average Life	11.333 years	10.745 years
PV Savings	**$76,221,923**	**$18,701,298**
--% of Refunded Bonds	**10.53%**	**6.36%**

*Conservative AMT penalty of 65bps was used
**Market Conditions as of COB June 6, 2012

Port Auth. NY & NJ Refunding: Tax-Exempt Bonds

Port Authority of NY & NJ - Tax-Exempt Refunding Candidate Savings and Efficiency by Maturity*

(All Dollar Amounts in Thousands)

									Individual		Efficiency Test		Cumulative		
Series	*Maturity*	*Par ('000)*	*Coupon*	*Call Date*	*Call Price*	*Refunding Yield*	*Escrow Rate*	*Neg. Arb. ('000)*	*$ Savings ('000)*	*% Savings*	*Refunding Efficiency*	*Ref Eff. > 65%*	*Cum Refunded Bonds*	*$ Savings ('000)*	*% Savings*
1998_116	10/1/2018	24,570	4.50%	8/1/2012	100	1.591%	0.040%	-	4,173.44	16.99%	100.00%	Yes	24,570	4,173.44	16.99%
1998_116	10/1/2016	22,325	5.00%	8/1/2012	100	0.971%	0.040%	-	3,656.03	16.38%	100.00%	Yes	46,895	7,829.47	16.70%
1998_116	10/1/2017	23,500	4.50%	8/1/2012	100	1.261%	0.040%	-	3,787.31	16.12%	100.00%	Yes	70,395	11,616.78	16.50%
2002_125	10/15/2026	20,470	5.00%	4/15/2014	100	3.060%	0.210%	1,014.44	2,867.47	14.01%	73.87%	Yes	90,865	14,484.25	15.94%
1998_118	10/1/2015	21,220	5.25%	8/1/2012	100	0.771%	0.040%	-	2,959.50	13.95%	100.00%	Yes	112,085	17,443.76	15.56%
2002_125	10/15/2022	16,805	5.00%	4/15/2014	100	2.551%	0.210%	687.63	2,301.29	13.69%	76.99%	Yes	128,890	19,745.04	15.32%
1998_116	10/1/2026	222,115	4.25%	8/1/2012	100	2.583%	0.040%	-	30,136.93	13.57%	100.00%	Yes	351,005	49,881.97	14.21%
2002_125	10/15/2021	16,005	5.00%	4/15/2014	100	2.401%	0.210%	613.95	2,106.47	13.16%	77.43%	Yes	367,010	51,988.44	14.17%
2002_125	10/15/2020	15,240	5.00%	4/15/2014	100	2.181%	0.210%	527.09	1,963.56	12.88%	78.84%	Yes	382,250	53,952.00	14.11%
2002_125	10/15/2019	14,520	5.00%	4/15/2014	100	1.931%	0.210%	439.66	1,794.91	12.36%	80.32%	Yes	396,770	55,746.91	14.05%
2002_125	10/15/2023	17,650	5.00%	4/15/2014	100	2.701%	0.210%	767.27	2,179.76	12.35%	73.96%	Yes	414,420	57,926.67	13.98%
2002_125	10/15/2018	13,845	5.00%	4/15/2014	100	1.591%	0.210%	337.63	1,644.48	11.88%	82.97%	Yes	428,265	59,571.15	13.91%
2002_125	10/15/2024	18,540	5.00%	4/15/2014	100	2.851%	0.210%	853.16	2,032.58	10.96%	70.44%	Yes	446,805	61,603.72	13.79%
1998_116	10/1/2014	16,030	5.25%	8/1/2012	100	0.520%	0.040%	-	1,624.85	10.14%	100.00%	Yes	462,835	63,228.58	13.66%
2002_125	10/15/2025	19,480	5.00%	4/15/2014	100	2.971%	0.210%	935.93	1,919.11	9.85%	67.22%	Yes	482,315	65,147.69	13.51%
2002_125	10/15/2027	21,515	5.00%	4/15/2014	100	3.141%	0.210%	1,095.40	1,780.69	8.28%	61.91%	No	503,830	66,928.38	13.28%
1998_116	10/1/2033	34,895	4.38%	8/1/2012	100	3.556%	0.040%	-	2,249.11	6.45%	100.00%	Yes	538,725	69,177.49	12.84%
2002_125	4/15/2032	125,930	5.00%	4/15/2014	100	3.611%	0.210%	7,402.73	7,330.58	5.82%	49.76%	No	664,655	76,508.06	11.51%
1998_116	10/1/2013	15,215	5.00%	8/1/2012	100	0.301%	0.040%	-	825.86	5.43%	100.00%	Yes	679,870	77,333.92	11.37%
2005_140	12/1/2026	25,875	5.00%	6/1/2017	100	3.060%	0.620%	3,150.26	385.57	1.49%	10.90%	No	705,745	77,719.49	11.01%
2005_140	12/1/2022	17,920	5.00%	6/1/2017	100	2.551%	0.620%	1,748.23	225.28	1.26%	11.42%	No	723,665	77,944.77	10.77%
	Total =	$723,665							$ 77,944.77						

Port Auth. NY & NJ Refunding: AMT Bonds

Port Authority of NY & NJ - AMT Refunding Candidate Savings and Efficiency by Maturity *

(All Dollar Amounts in Thousands)

									Individual		Efficiency Test		Cumulative		
Series	*Maturity*	*Par ('000)*	*Coupon*	*Call Date*	*Call Price*	*Refunding Yield*	*Escrow Rate*	*Neg. Arb. ('000)*	*$ Savings ('000)*	*% Savings*	*Refunding Efficiency*	*Ref Eff. > 65%*	*Cum Refunded Bonds*	*$ Savings ('000)*	*% Savings*
2001AMT	8/1/2020	4,975	5.00%	8/1/2012	100	2.831%	0.040%	-	763.96	15.36%	100.00%	Yes	4,975	763.96	15.36%
2001AMT	8/1/2019	4,730	5.00%	8/1/2012	100	2.581%	0.040%	-	724.96	15.33%	100.00%	Yes	9,705	1,488.92	15.34%
2001AMT	8/1/2022	5,515	5.00%	8/1/2012	100	3.201%	0.040%	-	839.16	15.22%	100.00%	Yes	15,220	2,328.08	15.30%
2001AMT	8/1/2021	5,235	5.00%	8/1/2012	100	3.051%	0.040%	-	793.81	15.16%	100.00%	Yes	20,455	3,121.89	15.26%
2001AMT	8/1/2018	4,495	4.80%	8/1/2012	100	2.241%	0.040%	-	639.14	14.22%	100.00%	Yes	24,950	3,761.02	15.07%
2001AMT	8/1/2023	5,805	5.00%	8/1/2012	100	3.351%	0.040%	-	812.18	13.99%	100.00%	Yes	30,755	4,573.20	14.87%
2001AMT	8/1/2017	4,275	4.75%	8/1/2012	100	1.911%	0.040%	-	573.00	13.40%	100.00%	Yes	35,030	5,146.20	14.69%
2001AMT	8/1/2024	6,115	5.00%	8/1/2012	100	3.501%	0.040%	-	778.02	12.72%	100.00%	Yes	41,145	5,924.23	14.40%
2001AMT	8/1/2016	4,070	4.75%	8/1/2012	100	1.621%	0.040%	-	488.24	12.00%	100.00%	Yes	45,215	6,412.46	14.18%
2001AMT	8/1/2025	6,440	5.00%	8/1/2012	100	3.621%	0.040%	-	754.03	11.71%	100.00%	Yes	51,655	7,166.50	13.87%
2001AMT	8/1/2026	6,785	5.00%	8/1/2012	100	3.711%	0.040%	-	743.22	10.95%	100.00%	Yes	58,440	7,909.72	13.53%
2001AMT	8/1/2015	14,055	5.00%	8/1/2012	100	1.371%	0.040%	-	1,483.28	10.55%	100.00%	Yes	72,495	9,393.00	12.96%
2001AMT	8/1/2031	39,795	5.00%	8/1/2012	100	4.039%	0.040%	-	3,222.35	8.10%	100.00%	Yes	112,290	12,615.35	11.23%
2001AMT	8/1/2014	13,400	5.00%	8/1/2012	100	1.021%	0.040%	-	1,042.48	7.76%	100.00%	Yes	125,690	13,657.83	10.87%
2001AMT	8/1/2036	51,765	5.00%	8/1/2012	100	4.297%	0.040%	-	3,034.23	5.86%	100.00%	Yes	177,455	16,692.06	9.41%
2001AMT	8/1/2013	12,785	5.00%	8/1/2012	100	0.702%	0.040%	-	536.59	4.20%	100.00%	Yes	190,240	17,228.65	9.06%
2003AMT	12/15/2018	16,155	5.00%	6/15/2015	100	2.241%	0.300%	936.98	449.35	2.78%	32.41%	No	206,395	17,678.00	8.57%
2003AMT	12/15/2019	16,795	5.00%	6/15/2015	100	2.581%	0.300%	1,138.49	441.10	2.63%	27.92%	No	223,190	18,119.10	8.12%
2003AMT	12/15/2020	17,475	5.00%	6/15/2015	100	2.831%	0.300%	1,309.10	445.25	2.55%	25.38%	No	240,665	18,564.35	7.71%
2003AMT	12/15/2017	15,555	5.00%	6/15/2015	100	1.911%	0.300%	752.82	339.65	2.18%	31.09%	No	256,220	18,904.00	7.38%
2005AMT	9/1/2016	12,045	5.00%	9/1/2015	100	2.241%	0.330%	739.59	145.45	1.21%	16.43%	No	268,265	19,049.45	7.10%
2005AMT	9/1/2020	13,145	5.00%	9/1/2015	100	2.831%	0.330%	1,045.72	153.83	1.17%	12.82%	No	281,410	19,203.28	6.82%
2005AMT	9/1/2019	12,580	5.00%	9/1/2015	100	2.581%	0.330%	904.61	146.62	1.17%	13.95%	No	293,990	19,349.91	6.58%
	Total =	$293,990							$19,349.91						

Cash Flows

SOURCES AND USES OF FUNDS

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Sources:	
Bond Proceeds:	
Par Amount	669,275,000.00
Net Premium	91,500,213.05
	760,775,213.05
Other Sources of Funds:	
Accrued Interest	10,435,731.25
	771,210,944.30

Uses:	
Refunding Escrow Deposits:	
Cash Deposit	385,524,107.45
SLGS Purchases	382,208,297.00
	767,732,404.45
Delivery Date Expenses:	
Cost of Issuance	150,000.00
Underwriter's Discount	3,323,782.33
	3,473,782.33
Other Uses of Funds:	
Additional Proceeds	4,757.52
	771,210,944.30

BOND PRICING

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Bond Component	Maturity Date	Amount	Rate	Yield	Price	Yield to Maturity	Premium (-Discount)	Takedown
Serials:								
	10/15/2013	14,865,000	3.000%	0.300%	103.246		482,517.90	1.125
	10/15/2014	15,365,000	3.000%	0.520%	105.431		834,473.15	2.500
	10/15/2015	20,175,000	4.000%	0.770%	110.206		2,059,060.50	2.500
	10/15/2016	20,970,000	4.000%	0.970%	112.455		2,611,813.50	3.750
	10/15/2017	21,870,000	4.000%	1.260%	113.762		3,009,749.40	5.000
	10/15/2018	36,600,000	4.000%	1.590%	114.185		5,191,710.00	5.000
	10/15/2019	38,035,000	4.000%	1.930%	113.860		5,271,651.00	5.000
	10/15/2020	39,590,000	4.000%	2.180%	113.604		5,385,823.60	5.000
	10/15/2021	41,255,000	5.000%	2.400%	121.356		8,810,417.80	5.000
	10/15/2022	43,355,000	5.000%	2.550%	121.889		9,489,975.95	5.000
	10/15/2023	62,995,000	5.000%	2.700%	120.393 C	2.860%	12,846,570.35	5.000
	10/15/2024	47,915,000	5.000%	2.850%	118.918 C	3.123%	9,064,559.70	5.000
	10/15/2025	50,175,000	5.000%	2.970%	117.755 C	3.327%	8,908,571.25	5.000
	10/15/2026	35,120,000	3.000%	3.060%	99.310		-242,328.00	5.000
	10/15/2027	48,135,000	5.000%	3.140%	116.129 C	3.612%	7,763,694.15	5.000
		536,420,000					81,488,260.25	
Term 2033:								
	10/15/2028	24,045,000	4.500%	3.610%	107.536 C	3.971%	1,812,031.20	5.000
	10/15/2029	25,145,000	4.500%	3.610%	107.536 C	3.971%	1,894,927.20	5.000
	10/15/2030	26,300,000	4.500%	3.610%	107.536 C	3.971%	1,981,968.00	5.000
	10/15/2031	27,515,000	4.500%	3.610%	107.536 C	3.971%	2,073,530.40	5.000
	10/15/2032	28,790,000	4.500%	3.610%	107.536 C	3.971%	2,169,614.40	5.000
	10/15/2033	1,060,000	4.500%	3.610%	107.536 C	3.971%	79,881.60	5.000
		132,855,000					10,011,952.80	
		669,275,000					91,500,213.05	

BOND PRICING

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Dated Date	08/01/2012	
Delivery Date	08/01/2012	
First Coupon	10/15/2012	
Par Amount	669,275,000.00	
Premium	91,500,213.05	
Production	760,775,213.05	113.671542%
Underwriter's Discount	-3,323,782.33	-0.496624%
Purchase Price	757,451,430.72	113.174918%
Accrued Interest		
Net Proceeds	757,451,430.72	

BOND SUMMARY STATISTICS

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Dated Date	08/01/2012
Delivery Date	08/01/2012
Last Maturity	10/15/2033
Arbitrage Yield	2.757697%
True Interest Cost (TIC)	3.117559%
Net Interest Cost (NIC)	3.387710%
All-In TIC	3.119788%
Average Coupon	4.550272%
Average Life (years)	11.333
Duration of Issue (years)	9.026
Par Amount	669,275,000.00
Bond Proceeds	760,775,213.05
Total Interest	345,123,026.53
Net Interest	256,946,595.81
Total Debt Service	1,014,398,026.53
Maximum Annual Debt Service	80,488,075.00
Average Annual Debt Service	47,836,427.76
Underwriter's Fees (per $1000)	
Average Takedown	4.740000
Other Fee	0.226243
Total Underwriter's Discount	4.966243
Bid Price	113.174918

Bond Component	Par Value	Price	Average Coupon	Average Life
Serials	536,420,000.00	115.191	4.574%	9.602
Term 2033	132,855,000.00	107.536	4.500%	18.319
	669,275,000.00			11.333

	TIC	All-In TIC	Arbitrage Yield
Par Value	669,275,000.00	669,275,000.00	669,275,000.00
+ Accrued Interest			
+ Premium (Discount)	91,500,213.05	91,500,213.05	91,500,213.05
- Underwriter's Discount	-3,323,782.33	-3,323,782.33	
- Cost of Issuance Expense		-150,000.00	
- Other Amounts			
Target Value	757,451,430.72	757,301,430.72	760,775,213.05
Target Date	08/01/2012	08/01/2012	08/01/2012
Yield	3.117559%	3.119788%	2.757697%

SUMMARY OF REFUNDING RESULTS

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Dated Date	08/01/2012
Delivery Date	08/01/2012
Arbitrage yield	2.757697%
Escrow yield	0.326581%
Bond Par Amount	669,275,000.00
True Interest Cost	3.117559%
Net Interest Cost	3.387710%
Average Coupon	4.550272%
Average Life	11.333
Par amount of refunded bonds	723,665,000.00
Average coupon of refunded bonds	4.724061%
Average life of refunded bonds	11.426
PV of prior debt to 08/01/2012 @ 2.757697%	868,873,108.01
Net PV Savings	76,221,923.18
Percentage savings of refunded bonds	10.532764%
Percentage savings of refunding bonds	11.388730%

SAVINGS

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Date	Prior Debt Service	Prior Receipts	Prior Net Cash Flow	Refunding Debt Service	Savings	Annual Savings	Present Value to 08/01/2012 @ 2.7576968%
08/01/2012		10,435,731.25	-10,435,731.25		-10,435,731.25		-10,435,731.25
10/01/2012	8,481,159.38		8,481,159.38		8,481,159.38		8,442,533.13
10/15/2012	7,500,000.00		7,500,000.00	6,109,126.53	1,390,873.47	-563,698.40	1,383,065.03
12/01/2012	1,094,875.00		1,094,875.00		1,094,875.00		1,084,924.80
04/01/2013	8,481,159.38		8,481,159.38		8,481,159.38		8,327,706.68
04/15/2013	7,500,000.00		7,500,000.00	14,860,037.50	-7,360,037.50		-7,219,176.34
06/01/2013	1,094,875.00		1,094,875.00		1,094,875.00		1,070,168.79
10/01/2013	23,696,159.38		23,696,159.38		23,696,159.38		22,950,957.23
10/15/2013	7,500,000.00		7,500,000.00	29,725,037.50	-22,225,037.50	4,781,993.76	-21,503,184.04
12/01/2013	1,094,875.00		1,094,875.00		1,094,875.00		1,055,613.49
04/01/2014	8,100,784.38		8,100,784.38		8,100,784.38		7,739,315.66
04/15/2014	7,500,000.00		7,500,000.00	14,637,062.50	-7,137,062.50		-6,811,337.75
06/01/2014	1,094,875.00		1,094,875.00		1,094,875.00		1,041,256.14
10/01/2014	24,130,784.38		24,130,784.38		24,130,784.38		22,740,477.16
10/15/2014	7,500,000.00		7,500,000.00	30,002,062.50	-22,502,062.50	4,782,193.76	-21,183,020.61
12/01/2014	1,094,875.00		1,094,875.00		1,094,875.00		1,027,094.07
04/01/2015	7,679,996.88		7,679,996.88		7,679,996.88		7,139,073.02
04/15/2015	7,500,000.00		7,500,000.00	14,406,587.50	-6,906,587.50		-6,413,302.53
06/01/2015	1,094,875.00		1,094,875.00		1,094,875.00		1,013,124.62
10/01/2015	28,899,996.88		28,899,996.88		28,899,996.88		26,499,106.01
10/15/2015	7,500,000.00		7,500,000.00	34,581,587.50	-27,081,587.50	4,781,568.76	-24,805,327.97
12/01/2015	1,094,875.00		1,094,875.00		1,094,875.00		999,345.16
04/01/2016	7,122,971.88		7,122,971.88		7,122,971.88		6,442,394.32
04/15/2016	7,500,000.00		7,500,000.00	14,003,087.50	-6,503,087.50		-5,875,476.57
06/01/2016	1,094,875.00		1,094,875.00		1,094,875.00		985,753.12
10/01/2016	29,447,971.88		29,447,971.88		29,447,971.88		26,272,058.90
10/15/2016	7,500,000.00		7,500,000.00	34,973,087.50	-27,473,087.50	4,784,518.76	-24,484,070.24
12/01/2016	1,094,875.00		1,094,875.00		1,094,875.00		972,345.95
04/01/2017	6,564,846.88		6,564,846.88		6,564,846.88		5,777,180.90
04/15/2017	7,500,000.00		7,500,000.00	13,583,687.50	-6,083,687.50		-5,348,052.86
06/01/2017	1,094,875.00		1,094,875.00		1,094,875.00		959,121.12
10/01/2017	30,064,846.88		30,064,846.88		30,064,846.88		26,097,746.50
10/15/2017	7,500,000.00		7,500,000.00	35,453,687.50	-27,953,687.50	4,782,068.76	-24,239,326.35
12/01/2017	1,094,875.00		1,094,875.00		1,094,875.00		946,076.16
04/01/2018	6,036,096.88		6,036,096.88		6,036,096.88		5,168,361.23
04/15/2018	7,500,000.00		7,500,000.00	13,146,287.50	-5,646,287.50		-4,829,443.33
06/01/2018	1,094,875.00		1,094,875.00		1,094,875.00		933,208.63

SAVINGS

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Date	Prior Debt Service	Prior Receipts	Prior Net Cash Flow	Refunding Debt Service	Savings	Annual Savings	Present Value to 08/01/2012 @ 2.7576968%
10/01/2018	30,606,096.88		30,606,096.88		30,606,096.88		25,849,803.93
10/15/2018	21,345,000.00		21,345,000.00	49,746,287.50	-28,401,287.50	4,784,368.76	-23,962,093.63
12/01/2018	1,094,875.00		1,094,875.00		1,094,875.00		920,516.11
04/01/2019	5,483,271.88		5,483,271.88		5,483,271.88		4,568,164.47
04/15/2019	7,153,875.00		7,153,875.00	12,414,287.50	-5,260,412.50		-4,377,832.89
06/01/2019	1,094,875.00		1,094,875.00		1,094,875.00		907,996.22
10/01/2019	31,143,271.88		31,143,271.88		31,143,271.88		25,592,860.80
10/15/2019	21,673,875.00		21,673,875.00	50,449,287.50	-28,775,412.50	4,780,468.76	-23,621,832.38
12/01/2019	1,094,875.00		1,094,875.00		1,094,875.00		895,646.61
04/01/2020	4,937,996.88		4,937,996.88		4,937,996.88		4,002,746.21
04/15/2020	6,790,875.00		6,790,875.00	11,653,587.50	-4,862,712.50		-3,937,524.46
06/01/2020	1,094,875.00		1,094,875.00		1,094,875.00		883,464.97
10/01/2020	31,727,996.88		31,727,996.88		31,727,996.88		25,368,953.02
10/15/2020	22,030,875.00		22,030,875.00	51,243,587.50	-29,212,712.50	4,780,318.76	-23,332,925.94
12/01/2020	1,094,875.00		1,094,875.00		1,094,875.00		871,449.00
04/01/2021	4,368,709.38		4,368,709.38		4,368,709.38		3,445,606.61
04/15/2021	6,409,875.00		6,409,875.00	10,861,787.50	-4,451,912.50		-3,507,491.15
06/01/2021	1,094,875.00		1,094,875.00		1,094,875.00		859,596.47
10/01/2021	32,378,709.38		32,378,709.38		32,378,709.38		25,189,799.83
10/15/2021	22,414,875.00		22,414,875.00	52,116,787.50	-29,701,912.50	4,783,343.76	-23,082,722.21
12/01/2021	1,094,875.00		1,094,875.00		1,094,875.00		847,905.15
04/01/2022	3,773,496.88		3,773,496.88		3,773,496.88		2,895,755.06
04/15/2022	6,009,750.00		6,009,750.00	9,830,412.50	-3,820,662.50		-2,928,828.44
06/01/2022	1,094,875.00		1,094,875.00		1,094,875.00		836,372.83
10/01/2022	33,008,496.88		33,008,496.88		33,008,496.88		24,985,970.53
10/15/2022	22,814,750.00		22,814,750.00	53,185,412.50	-30,370,662.50	4,780,418.76	-22,964,773.64
12/01/2022	19,014,875.00		19,014,875.00		19,014,875.00		14,327,865.60
04/01/2023	3,152,253.13		3,152,253.13		3,152,253.13		2,353,662.60
04/15/2023	5,589,625.00		5,589,625.00	8,746,537.50	-3,156,912.50		-2,354,632.28
06/01/2023	646,875.00		646,875.00		646,875.00		480,796.21
10/01/2023	33,627,253.13		33,627,253.13		33,627,253.13		24,766,643.97
10/15/2023	23,239,625.00		23,239,625.00	71,741,537.50	-48,501,912.50	4,782,431.26	-35,683,879.15
12/01/2023	646,875.00		646,875.00		646,875.00		474,256.93
04/01/2024	2,504,659.38		2,504,659.38		2,504,659.38		1,819,604.85
04/15/2024	5,148,375.00		5,148,375.00	7,171,662.50	-2,023,287.50		-1,468,329.22
06/01/2024	646,875.00		646,875.00		646,875.00		467,866.58
10/01/2024	34,404,659.38		34,404,659.38		34,404,659.38		24,654,620.57

SAVINGS

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Date	Prior Debt Service	Prior Receipts	Prior Net Cash Flow	Refunding Debt Service	Savings	Annual Savings	Present Value to 08/01/2012 @ 2.7576968%
10/15/2024	23,688,375.00		23,688,375.00	55,086,662.50	-31,398,287.50	4,781,493.76	-22,476,280.87
12/01/2024	646,875.00		646,875.00		646,875.00		461,443.97
04/01/2025	1,826,784.38		1,826,784.38		1,826,784.38		1,291,281.70
04/15/2025	4,684,875.00		4,684,875.00	5,973,787.50	-1,288,912.50		-910,111.43
06/01/2025	646,875.00		646,875.00		646,875.00		455,167.90
10/01/2025	34,936,784.38		34,936,784.38		34,936,784.38		24,359,551.21
10/15/2025	24,164,875.00		24,164,875.00	56,148,787.50	-31,983,912.50	4,784,493.76	-22,276,931.53
12/01/2025	646,875.00		646,875.00		646,875.00		448,977.18
04/01/2026	1,123,196.88		1,123,196.88		1,123,196.88		772,493.60
04/15/2026	4,197,875.00		4,197,875.00	4,719,412.50	-521,537.50		-358,312.51
06/01/2026	646,875.00		646,875.00		646,875.00		442,870.67
10/01/2026	18,058,196.88		18,058,196.88		18,058,196.88		12,250,844.56
10/15/2026	24,667,875.00		24,667,875.00	39,839,412.50	-15,171,537.50	4,782,068.76	-10,281,551.82
12/01/2026	26,521,875.00		26,521,875.00		26,521,875.00		17,910,735.42
04/01/2027	763,328.13		763,328.13		763,328.13		510,805.49
04/15/2027	3,686,125.00		3,686,125.00	4,192,612.50	-506,487.50		-338,571.54
10/01/2027	5,133,328.13		5,133,328.13		5,133,328.13		3,388,410.08
10/15/2027	25,201,125.00		25,201,125.00	52,327,612.50	-27,126,487.50	4,785,556.26	-17,886,605.52
04/01/2028	667,734.38		667,734.38		667,734.38		434,763.75
04/15/2028	3,148,250.00		3,148,250.00	2,989,237.50	159,012.50		103,423.27
10/01/2028	5,227,734.38		5,227,734.38		5,227,734.38		3,357,497.86
10/15/2028	25,763,250.00		25,763,250.00	27,034,237.50	-1,270,987.50	4,783,493.76	-815,419.21
04/01/2029	567,984.38		567,984.38		567,984.38		359,824.95
04/15/2029	2,582,875.00		2,582,875.00	2,448,225.00	134,650.00		85,211.59
10/01/2029	5,327,984.38		5,327,984.38		5,327,984.38		3,329,434.43
10/15/2029	26,347,875.00		26,347,875.00	27,593,225.00	-1,245,350.00	4,785,268.76	-777,385.39
04/01/2030	463,859.38		463,859.38		463,859.38		285,921.30
04/15/2030	1,988,750.00		1,988,750.00	1,882,462.50	106,287.50		65,445.50
10/01/2030	5,428,859.38		5,428,859.38		5,428,859.38		3,300,816.71
10/15/2030	26,968,750.00		26,968,750.00	28,182,462.50	-1,213,712.50	4,785,293.76	-737,167.31
04/01/2031	355,250.00		355,250.00		355,250.00		213,058.84
04/15/2031	1,364,250.00		1,364,250.00	1,290,712.50	73,537.50		44,056.68
10/01/2031	5,540,250.00		5,540,250.00		5,540,250.00		3,277,536.01
10/15/2031	27,619,250.00		27,619,250.00	28,805,712.50	-1,186,462.50	4,782,575.00	-701,147.76
04/01/2032	241,828.13		241,828.13		241,828.13		141,116.43
04/15/2032	29,022,875.00		29,022,875.00	671,625.00	28,351,250.00		16,526,481.25
10/01/2032	5,651,828.13		5,651,828.13		5,651,828.13		3,253,211.87

SAVINGS

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Date	Prior Debt Service	Prior Receipts	Prior Net Cash Flow	Refunding Debt Service	Savings	Annual Savings	Present Value to 08/01/2012 @ 2.7576968%
10/15/2032				29,461,625.00	-29,461,625.00	4,783,281.26	-16,940,160.75
04/01/2033	123,484.38		123,484.38		123,484.38		70,111.31
04/15/2033				23,850.00	-23,850.00		-13,527.01
10/01/2033	5,768,484.38		5,768,484.38		5,768,484.38		3,230,653.76
10/15/2033				1,083,850.00	-1,083,850.00	4,784,268.76	-606,366.65
	1,124,711,547.08	10,435,731.25	1,114,275,815.83	1,014,398,026.53	99,877,789.30	99,877,789.30	76,217,165.66

Savings Summary

PV of savings from cash flow	76,217,165.66
Plus: Refunding funds on hand	4,757.52
Net PV Savings	76,221,923.18

SUMMARY OF BONDS REFUNDED

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Bond	Maturity Date	Interest Rate	Par Amount	Call Date	Call Price
116th Series (1998), 1998_116:					
SERIALS	10/01/2013	5.000%	15,215,000.00	08/01/2012	100.000
	10/01/2014	5.250%	16,030,000.00	08/01/2012	100.000
	10/01/2015	5.250%	21,220,000.00	08/01/2012	100.000
	10/01/2016	5.000%	22,325,000.00	08/01/2012	100.000
	10/01/2017	4.500%	23,500,000.00	08/01/2012	100.000
	10/01/2018	4.500%	24,570,000.00	08/01/2012	100.000
TERM26	10/01/2019	4.250%	25,660,000.00	08/01/2012	100.000
	10/01/2020	4.250%	26,790,000.00	08/01/2012	100.000
	10/01/2021	4.250%	28,010,000.00	08/01/2012	100.000
	10/01/2022	4.250%	29,235,000.00	08/01/2012	100.000
	10/01/2023	4.250%	30,475,000.00	08/01/2012	100.000
	10/01/2024	4.250%	31,900,000.00	08/01/2012	100.000
	10/01/2025	4.250%	33,110,000.00	08/01/2012	100.000
	10/01/2026	4.250%	16,935,000.00	08/01/2012	100.000
TERM33	10/01/2027	4.375%	4,370,000.00	08/01/2012	100.000
	10/01/2028	4.375%	4,560,000.00	08/01/2012	100.000
	10/01/2029	4.375%	4,760,000.00	08/01/2012	100.000
	10/01/2030	4.375%	4,965,000.00	08/01/2012	100.000
	10/01/2031	4.375%	5,185,000.00	08/01/2012	100.000
	10/01/2032	4.375%	5,410,000.00	08/01/2012	100.000
	10/01/2033	4.375%	5,645,000.00	08/01/2012	100.000
			379,870,000.00		
125th Series (2002), 2002_125:					
SERIALS	10/15/2018	5.000%	13,845,000.00	04/15/2014	100.000
	10/15/2019	5.000%	14,520,000.00	04/15/2014	100.000
	10/15/2020	5.000%	15,240,000.00	04/15/2014	100.000
	10/15/2021	5.000%	16,005,000.00	04/15/2014	100.000
	10/15/2022	5.000%	16,805,000.00	04/15/2014	100.000
	10/15/2023	5.000%	17,650,000.00	04/15/2014	100.000
	10/15/2024	5.000%	18,540,000.00	04/15/2014	100.000
	10/15/2025	5.000%	19,480,000.00	04/15/2014	100.000
	10/15/2026	5.000%	20,470,000.00	04/15/2014	100.000
	10/15/2027	5.000%	21,515,000.00	04/15/2014	100.000
TERM32	10/15/2028	5.000%	22,615,000.00	04/15/2014	100.000
	10/15/2029	5.000%	23,765,000.00	04/15/2014	100.000
	10/15/2030	5.000%	24,980,000.00	04/15/2014	100.000
	10/15/2031	5.000%	26,255,000.00	04/15/2014	100.000
	04/15/2032	5.000%	28,315,000.00	04/15/2014	100.000
			300,000,000.00		
140th Series (2005), 2005_140:					
BOND	12/01/2022	5.000%	17,920,000.00	06/01/2017	100.000
	12/01/2026	5.000%	25,875,000.00	06/01/2017	100.000
			43,795,000.00		
			723,665,000.00		

ESCROW CASH FLOW

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Date	Principal	Interest	Net Escrow Receipts	PV Factor	Present Value to 08/01/2012 @ 0.3265808%
10/15/2012	7,364,558.00	135,441.87	7,499,999.87	0.999329467	7,494,970.88
12/01/2012	994,745.00	100,129.63	1,094,874.63	0.998912876	1,093,684.37
04/15/2013	7,163,802.00	336,198.15	7,500,000.15	0.997700318	7,482,752.54
06/01/2013	943,871.00	151,003.40	1,094,874.40	0.997284407	1,091,901.17
10/15/2013	7,171,368.00	328,632.00	7,500,000.00	0.996073825	7,470,553.69
12/01/2013	945,130.00	149,745.59	1,094,875.59	0.995658592	1,090,122.29
04/15/2014	307,177,463.00	322,536.34	307,499,999.34	0.994449984	305,793,369.36
06/01/2014	946,028.00	148,847.72	1,094,875.72	0.994035427	1,088,345.25
12/01/2014	947,068.00	147,807.09	1,094,875.09	0.992414909	1,086,570.36
06/01/2015	948,299.00	146,575.90	1,094,874.90	0.990797032	1,084,798.80
12/01/2015	949,721.00	145,153.45	1,094,874.45	0.989181793	1,083,029.87
06/01/2016	951,479.00	143,396.47	1,094,875.47	0.987569187	1,081,265.28
12/01/2016	953,619.00	141,255.64	1,094,874.64	0.985959210	1,079,501.74
06/01/2017	44,751,146.00	138,728.55	44,889,874.55	0.984351858	44,187,431.42
	382,208,297.00	2,535,451.80	384,743,748.80		382,208,297.00

Escrow Cost Summary

Purchase date	08/01/2012
Purchase cost of securities	382,208,297.00
Target for yield calculation	382,208,297.00

ESCROW STATISTICS

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

	Total Escrow Cost	Modified Duration (years)	Yield to Receipt Date	Yield to Disbursement Date	Perfect Escrow Cost	Value of Negative Arbitrage	Cost of Dead Time
Global Proceeds Escrow:	767,732,404.45	2.021	0.326581%	0.326581%	749,634,622.75	18,097,781.62	0.08
	767,732,404.45				749,634,622.75	18,097,781.62	0.08

Delivery date	08/01/2012
Arbitrage yield	2.757697%

PRIOR BOND DEBT SERVICE

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Dated Date	08/01/2012
Delivery Date	08/01/2012

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service	Bond Balance	Total Bond Value
08/01/2012						723,665,000	723,665,000
10/01/2012			8,481,159.38	8,481,159.38		723,665,000	723,665,000
10/15/2012			7,500,000.00	7,500,000.00	15,981,159.38	723,665,000	723,665,000
12/01/2012			1,094,875.00	1,094,875.00		723,665,000	723,665,000
04/01/2013			8,481,159.38	8,481,159.38		723,665,000	723,665,000
04/15/2013			7,500,000.00	7,500,000.00		723,665,000	723,665,000
06/01/2013			1,094,875.00	1,094,875.00		723,665,000	723,665,000
10/01/2013	15,215,000	5.000%	8,481,159.38	23,696,159.38		708,450,000	708,450,000
10/15/2013			7,500,000.00	7,500,000.00	49,367,068.76	708,450,000	708,450,000
12/01/2013			1,094,875.00	1,094,875.00		708,450,000	708,450,000
04/01/2014			8,100,784.38	8,100,784.38		708,450,000	708,450,000
04/15/2014			7,500,000.00	7,500,000.00		708,450,000	708,450,000
06/01/2014			1,094,875.00	1,094,875.00		708,450,000	708,450,000
10/01/2014	16,030,000	5.250%	8,100,784.38	24,130,784.38		692,420,000	692,420,000
10/15/2014			7,500,000.00	7,500,000.00	49,421,318.76	692,420,000	692,420,000
12/01/2014			1,094,875.00	1,094,875.00		692,420,000	692,420,000
04/01/2015			7,679,996.88	7,679,996.88		692,420,000	692,420,000
04/15/2015			7,500,000.00	7,500,000.00		692,420,000	692,420,000
06/01/2015			1,094,875.00	1,094,875.00		692,420,000	692,420,000
10/01/2015	21,220,000	5.250%	7,679,996.88	28,899,996.88		671,200,000	671,200,000
10/15/2015			7,500,000.00	7,500,000.00	53,769,743.76	671,200,000	671,200,000
12/01/2015			1,094,875.00	1,094,875.00		671,200,000	671,200,000
04/01/2016			7,122,971.88	7,122,971.88		671,200,000	671,200,000
04/15/2016			7,500,000.00	7,500,000.00		671,200,000	671,200,000
06/01/2016			1,094,875.00	1,094,875.00		671,200,000	671,200,000
10/01/2016	22,325,000	5.000%	7,122,971.88	29,447,971.88		648,875,000	648,875,000
10/15/2016			7,500,000.00	7,500,000.00	53,760,693.76	648,875,000	648,875,000
12/01/2016			1,094,875.00	1,094,875.00		648,875,000	648,875,000
04/01/2017			6,564,846.88	6,564,846.88		648,875,000	648,875,000
04/15/2017			7,500,000.00	7,500,000.00		648,875,000	648,875,000
06/01/2017			1,094,875.00	1,094,875.00		648,875,000	648,875,000
10/01/2017	23,500,000	4.500%	6,564,846.88	30,064,846.88		625,375,000	625,375,000
10/15/2017			7,500,000.00	7,500,000.00	53,819,443.76	625,375,000	625,375,000
12/01/2017			1,094,875.00	1,094,875.00		625,375,000	625,375,000

PRIOR BOND DEBT SERVICE

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service	Bond Balance	Total Bond Value
04/01/2018			6,036,096.88	6,036,096.88		625,375,000	625,375,000
04/15/2018			7,500,000.00	7,500,000.00		625,375,000	625,375,000
06/01/2018			1,094,875.00	1,094,875.00		625,375,000	625,375,000
10/01/2018	24,570,000	4.500%	6,036,096.88	30,606,096.88		600,805,000	600,805,000
10/15/2018	13,845,000	5.000%	7,500,000.00	21,345,000.00	67,676,943.76	586,960,000	586,960,000
12/01/2018			1,094,875.00	1,094,875.00		586,960,000	586,960,000
04/01/2019			5,483,271.88	5,483,271.88		586,960,000	586,960,000
04/15/2019			7,153,875.00	7,153,875.00		586,960,000	586,960,000
06/01/2019			1,094,875.00	1,094,875.00		586,960,000	586,960,000
10/01/2019	25,660,000	4.250%	5,483,271.88	31,143,271.88		561,300,000	561,300,000
10/15/2019	14,520,000	5.000%	7,153,875.00	21,673,875.00	67,644,043.76	546,780,000	546,780,000
12/01/2019			1,094,875.00	1,094,875.00		546,780,000	546,780,000
04/01/2020			4,937,996.88	4,937,996.88		546,780,000	546,780,000
04/15/2020			6,790,875.00	6,790,875.00		546,780,000	546,780,000
06/01/2020			1,094,875.00	1,094,875.00		546,780,000	546,780,000
10/01/2020	26,790,000	4.250%	4,937,996.88	31,727,996.88		519,990,000	519,990,000
10/15/2020	15,240,000	5.000%	6,790,875.00	22,030,875.00	67,677,493.76	504,750,000	504,750,000
12/01/2020			1,094,875.00	1,094,875.00		504,750,000	504,750,000
04/01/2021			4,368,709.38	4,368,709.38		504,750,000	504,750,000
04/15/2021			6,409,875.00	6,409,875.00		504,750,000	504,750,000
06/01/2021			1,094,875.00	1,094,875.00		504,750,000	504,750,000
10/01/2021	28,010,000	4.250%	4,368,709.38	32,378,709.38		476,740,000	476,740,000
10/15/2021	16,005,000	5.000%	6,409,875.00	22,414,875.00	67,761,918.76	460,735,000	460,735,000
12/01/2021			1,094,875.00	1,094,875.00		460,735,000	460,735,000
04/01/2022			3,773,496.88	3,773,496.88		460,735,000	460,735,000
04/15/2022			6,009,750.00	6,009,750.00		460,735,000	460,735,000
06/01/2022			1,094,875.00	1,094,875.00		460,735,000	460,735,000
10/01/2022	29,235,000	4.250%	3,773,496.88	33,008,496.88		431,500,000	431,500,000
10/15/2022	16,805,000	5.000%	6,009,750.00	22,814,750.00	67,796,243.76	414,695,000	414,695,000
12/01/2022	17,920,000	5.000%	1,094,875.00	19,014,875.00		396,775,000	396,775,000
04/01/2023			3,152,253.13	3,152,253.13		396,775,000	396,775,000
04/15/2023			5,589,625.00	5,589,625.00		396,775,000	396,775,000
06/01/2023			646,875.00	646,875.00		396,775,000	396,775,000
10/01/2023	30,475,000	4.250%	3,152,253.13	33,627,253.13		366,300,000	366,300,000
10/15/2023	17,650,000	5.000%	5,589,625.00	23,239,625.00	85,270,506.26	348,650,000	348,650,000
12/01/2023			646,875.00	646,875.00		348,650,000	348,650,000
04/01/2024			2,504,659.38	2,504,659.38		348,650,000	348,650,000
04/15/2024			5,148,375.00	5,148,375.00		348,650,000	348,650,000

PRIOR BOND DEBT SERVICE

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service	Bond Balance	Total Bond Value
06/01/2024			646,875.00	646,875.00		348,650,000	348,650,000
10/01/2024	31,900,000	4.250%	2,504,659.38	34,404,659.38		316,750,000	316,750,000
10/15/2024	18,540,000	5.000%	5,148,375.00	23,688,375.00	67,039,818.76	298,210,000	298,210,000
12/01/2024			646,875.00	646,875.00		298,210,000	298,210,000
04/01/2025			1,826,784.38	1,826,784.38		298,210,000	298,210,000
04/15/2025			4,684,875.00	4,684,875.00		298,210,000	298,210,000
06/01/2025			646,875.00	646,875.00		298,210,000	298,210,000
10/01/2025	33,110,000	4.250%	1,826,784.38	34,936,784.38		265,100,000	265,100,000
10/15/2025	19,480,000	5.000%	4,684,875.00	24,164,875.00	66,907,068.76	245,620,000	245,620,000
12/01/2025			646,875.00	646,875.00		245,620,000	245,620,000
04/01/2026			1,123,196.88	1,123,196.88		245,620,000	245,620,000
04/15/2026			4,197,875.00	4,197,875.00		245,620,000	245,620,000
06/01/2026			646,875.00	646,875.00		245,620,000	245,620,000
10/01/2026	16,935,000	4.250%	1,123,196.88	18,058,196.88		228,685,000	228,685,000
10/15/2026	20,470,000	5.000%	4,197,875.00	24,667,875.00	49,340,893.76	208,215,000	208,215,000
12/01/2026	25,875,000	5.000%	646,875.00	26,521,875.00		182,340,000	182,340,000
04/01/2027			763,328.13	763,328.13		182,340,000	182,340,000
04/15/2027			3,686,125.00	3,686,125.00		182,340,000	182,340,000
10/01/2027	4,370,000	4.375%	763,328.13	5,133,328.13		177,970,000	177,970,000
10/15/2027	21,515,000	5.000%	3,686,125.00	25,201,125.00	61,305,781.26	156,455,000	156,455,000
04/01/2028			667,734.38	667,734.38		156,455,000	156,455,000
04/15/2028			3,148,250.00	3,148,250.00		156,455,000	156,455,000
10/01/2028	4,560,000	4.375%	667,734.38	5,227,734.38		151,895,000	151,895,000
10/15/2028	22,615,000	5.000%	3,148,250.00	25,763,250.00	34,806,968.76	129,280,000	129,280,000
04/01/2029			567,984.38	567,984.38		129,280,000	129,280,000
04/15/2029			2,582,875.00	2,582,875.00		129,280,000	129,280,000
10/01/2029	4,760,000	4.375%	567,984.38	5,327,984.38		124,520,000	124,520,000
10/15/2029	23,765,000	5.000%	2,582,875.00	26,347,875.00	34,826,718.76	100,755,000	100,755,000
04/01/2030			463,859.38	463,859.38		100,755,000	100,755,000
04/15/2030			1,988,750.00	1,988,750.00		100,755,000	100,755,000
10/01/2030	4,965,000	4.375%	463,859.38	5,428,859.38		95,790,000	95,790,000
10/15/2030	24,980,000	5.000%	1,988,750.00	26,968,750.00	34,850,218.76	70,810,000	70,810,000
04/01/2031			355,250.00	355,250.00		70,810,000	70,810,000
04/15/2031			1,364,250.00	1,364,250.00		70,810,000	70,810,000
10/01/2031	5,185,000	4.375%	355,250.00	5,540,250.00		65,625,000	65,625,000
10/15/2031	26,255,000	5.000%	1,364,250.00	27,619,250.00	34,879,000.00	39,370,000	39,370,000
04/01/2032			241,828.13	241,828.13		39,370,000	39,370,000
04/15/2032	28,315,000	5.000%	707,875.00	29,022,875.00		11,055,000	11,055,000

PRIOR BOND DEBT SERVICE

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service	Bond Balance	Total Bond Value
10/01/2032	5,410,000	4.375%	241,828.13	5,651,828.13		5,645,000	5,645,000
10/15/2032					34,916,531.26	5,645,000	5,645,000
04/01/2033			123,484.38	123,484.38		5,645,000	5,645,000
10/01/2033	5,645,000	4.375%	123,484.38	5,768,484.38			
10/15/2033					5,891,968.76		
	723,665,000		401,046,547.08	1,124,711,547.08	1,124,711,547.08		

ESCROW DESCRIPTIONS

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

	Type of Security	Type of SLGS	Maturity Date	First Int Pmt Date	Par Amount	Rate	Max Rate
Aug 1, 2012:							
	SLGS	Certificate	10/15/2012	10/15/2012	7,364,558	0.050%	0.050%
	SLGS	Certificate	12/01/2012	12/01/2012	994,745	0.090%	0.090%
	SLGS	Certificate	04/15/2013	04/15/2013	7,163,802	0.150%	0.150%
	SLGS	Certificate	06/01/2013	06/01/2013	943,871	0.160%	0.160%
	SLGS	Note	10/15/2013	10/15/2012	7,171,368	0.170%	0.170%
	SLGS	Note	12/01/2013	12/01/2012	945,130	0.190%	0.190%
	SLGS	Note	04/15/2014	10/15/2012	307,177,463	0.210%	0.210%
	SLGS	Note	06/01/2014	12/01/2012	946,028	0.220%	0.220%
	SLGS	Note	12/01/2014	12/01/2012	947,068	0.260%	0.260%
	SLGS	Note	06/01/2015	12/01/2012	948,299	0.300%	0.300%
	SLGS	Note	12/01/2015	12/01/2012	949,721	0.370%	0.370%
	SLGS	Note	06/01/2016	12/01/2012	951,479	0.450%	0.450%
	SLGS	Note	12/01/2016	12/01/2012	953,619	0.530%	0.530%
	SLGS	Note	06/01/2017	12/01/2012	44,751,146	0.620%	0.620%
					382,208,297		

SLGS Summary

SLGS Rates File	06JUN12
Total Certificates of Indebtedness	16,466,976.00
Total Notes	365,741,321.00
Total original SLGS	382,208,297.00

BOND DEBT SERVICE

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Dated Date 08/01/2012
Delivery Date 08/01/2012

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service	Bond Balance	Total Bond Value
08/01/2012						669,275,000	669,275,000
10/15/2012			6,109,126.53	6,109,126.53	6,109,126.53	669,275,000	669,275,000
04/15/2013			14,860,037.50	14,860,037.50		669,275,000	669,275,000
10/15/2013	14,865,000	3.000%	14,860,037.50	29,725,037.50	44,585,075.00	654,410,000	654,410,000
04/15/2014			14,637,062.50	14,637,062.50		654,410,000	654,410,000
10/15/2014	15,365,000	3.000%	14,637,062.50	30,002,062.50	44,639,125.00	639,045,000	639,045,000
04/15/2015			14,406,587.50	14,406,587.50		639,045,000	639,045,000
10/15/2015	20,175,000	4.000%	14,406,587.50	34,581,587.50	48,988,175.00	618,870,000	618,870,000
04/15/2016			14,003,087.50	14,003,087.50		618,870,000	618,870,000
10/15/2016	20,970,000	4.000%	14,003,087.50	34,973,087.50	48,976,175.00	597,900,000	597,900,000
04/15/2017			13,583,687.50	13,583,687.50		597,900,000	597,900,000
10/15/2017	21,870,000	4.000%	13,583,687.50	35,453,687.50	49,037,375.00	576,030,000	576,030,000
04/15/2018			13,146,287.50	13,146,287.50		576,030,000	576,030,000
10/15/2018	36,600,000	4.000%	13,146,287.50	49,746,287.50	62,892,575.00	539,430,000	539,430,000
04/15/2019			12,414,287.50	12,414,287.50		539,430,000	539,430,000
10/15/2019	38,035,000	4.000%	12,414,287.50	50,449,287.50	62,863,575.00	501,395,000	501,395,000
04/15/2020			11,653,587.50	11,653,587.50		501,395,000	501,395,000
10/15/2020	39,590,000	4.000%	11,653,587.50	51,243,587.50	62,897,175.00	461,805,000	461,805,000
04/15/2021			10,861,787.50	10,861,787.50		461,805,000	461,805,000
10/15/2021	41,255,000	5.000%	10,861,787.50	52,116,787.50	62,978,575.00	420,550,000	420,550,000
04/15/2022			9,830,412.50	9,830,412.50		420,550,000	420,550,000
10/15/2022	43,355,000	5.000%	9,830,412.50	53,185,412.50	63,015,825.00	377,195,000	377,195,000
04/15/2023			8,746,537.50	8,746,537.50		377,195,000	377,195,000
10/15/2023	62,995,000	5.000%	8,746,537.50	71,741,537.50	80,488,075.00	314,200,000	314,200,000
04/15/2024			7,171,662.50	7,171,662.50		314,200,000	314,200,000
10/15/2024	47,915,000	5.000%	7,171,662.50	55,086,662.50	62,258,325.00	266,285,000	266,285,000
04/15/2025			5,973,787.50	5,973,787.50		266,285,000	266,285,000
10/15/2025	50,175,000	5.000%	5,973,787.50	56,148,787.50	62,122,575.00	216,110,000	216,110,000
04/15/2026			4,719,412.50	4,719,412.50		216,110,000	216,110,000
10/15/2026	35,120,000	3.000%	4,719,412.50	39,839,412.50	44,558,825.00	180,990,000	180,990,000
04/15/2027			4,192,612.50	4,192,612.50		180,990,000	180,990,000
10/15/2027	48,135,000	5.000%	4,192,612.50	52,327,612.50	56,520,225.00	132,855,000	132,855,000
04/15/2028			2,989,237.50	2,989,237.50		132,855,000	132,855,000
10/15/2028	24,045,000	4.500%	2,989,237.50	27,034,237.50	30,023,475.00	108,810,000	108,810,000

BOND DEBT SERVICE

Port Authority of NY & NJ - Consolidated Bonds
2012 Tax-Exempt Refunding Bonds

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service	Bond Balance	Total Bond Value
04/15/2029			2,448,225.00	2,448,225.00		108,810,000	108,810,000
10/15/2029	25,145,000	4.500%	2,448,225.00	27,593,225.00	30,041,450.00	83,665,000	83,665,000
04/15/2030			1,882,462.50	1,882,462.50		83,665,000	83,665,000
10/15/2030	26,300,000	4.500%	1,882,462.50	28,182,462.50	30,064,925.00	57,365,000	57,365,000
04/15/2031			1,290,712.50	1,290,712.50		57,365,000	57,365,000
10/15/2031	27,515,000	4.500%	1,290,712.50	28,805,712.50	30,096,425.00	29,850,000	29,850,000
04/15/2032			671,625.00	671,625.00		29,850,000	29,850,000
10/15/2032	28,790,000	4.500%	671,625.00	29,461,625.00	30,133,250.00	1,060,000	1,060,000
04/15/2033			23,850.00	23,850.00		1,060,000	1,060,000
10/15/2033	1,060,000	4.500%	23,850.00	1,083,850.00	1,107,700.00		
	669,275,000		345,123,026.53	1,014,398,026.53	1,014,398,026.53		

SOURCES AND USES OF FUNDS

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Sources:	
Bond Proceeds:	
Par Amount	287,475,000.00
Premium	22,345,731.75
	309,820,731.75
Other Sources of Funds:	
Accrued Interest	5,949,487.64
	315,770,219.39

Uses:	
Refunding Escrow Deposits:	
Cash Deposit	194,981,073.75
SLGS Purchases	119,243,005.00
	314,224,078.75
Delivery Date Expenses:	
Cost of Issuance	150,000.00
Underwriter's Discount	1,394,383.57
	1,544,383.57
Other Uses of Funds:	
Additional Proceeds	1,757.07
	315,770,219.39

BOND PRICING

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Bond Component	Maturity Date	Amount	Rate	Yield	Price	Yield to Maturity	Premium (-Discount)	Takedown
Serials:								
	10/15/2013	14,285,000	3.000%	0.700%	102.755		393,551.75	1.250
	10/15/2014	14,690,000	3.000%	1.020%	104.306		632,551.40	2.500
	10/15/2015	15,115,000	3.000%	1.370%	105.093		769,806.95	2.500
	10/15/2016	4,880,000	3.000%	1.620%	105.587		272,645.60	3.750
	10/15/2017	5,040,000	4.000%	1.910%	110.307		519,472.80	5.000
	10/15/2018	32,465,000	4.000%	2.240%	110.141		3,292,275.65	5.000
	10/15/2019	33,525,000	4.000%	2.580%	109.279		3,110,784.75	5.000
	10/15/2020	34,625,000	4.000%	2.830%	108.510		2,946,587.50	5.000
	10/15/2021	22,045,000	4.000%	3.050%	107.571		1,669,026.95	5.000
	10/15/2022	5,030,000	4.000%	3.200%	106.914		347,774.20	5.000
	10/15/2023	5,245,000	5.000%	3.350%	114.158 C	3.464%	742,587.10	5.000
	10/15/2024	5,530,000	5.000%	3.500%	112.774 C	3.690%	706,402.20	5.000
	10/15/2025	5,825,000	5.000%	3.620%	111.682 C	3.862%	680,476.50	5.000
	10/15/2026	6,140,000	5.000%	3.710%	110.871 C	3.990%	667,479.40	5.000
	10/15/2027	6,470,000	5.000%	3.790%	110.156 C	4.096%	657,093.20	5.000
		210,910,000					17,408,515.95	
Term 2032:								
	10/15/2028	6,820,000	5.000%	4.090%	107.524 C	4.432%	513,136.80	5.000
	10/15/2029	7,190,000	5.000%	4.090%	107.524 C	4.432%	540,975.60	5.000
	10/15/2030	7,580,000	5.000%	4.090%	107.524 C	4.432%	570,319.20	5.000
	10/15/2031	7,990,000	5.000%	4.090%	107.524 C	4.432%	601,167.60	5.000
	10/15/2032	8,430,000	5.000%	4.090%	107.524 C	4.432%	634,273.20	5.000
		38,010,000					2,859,872.40	
Term 2036:								
	10/15/2033	8,885,000	5.000%	4.340%	105.388 C	4.627%	478,723.80	5.000
	10/15/2034	9,370,000	5.000%	4.340%	105.388 C	4.627%	504,855.60	5.000
	10/15/2035	9,880,000	5.000%	4.340%	105.388 C	4.627%	532,334.40	5.000
	10/15/2036	10,420,000	5.000%	4.340%	105.388 C	4.627%	561,429.60	5.000
		38,555,000					2,077,343.40	
		287,475,000					22,345,731.75	

BOND PRICING

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Dated Date	08/01/2012	
Delivery Date	08/01/2012	
First Coupon	10/15/2012	
Par Amount	287,475,000.00	
Premium	22,345,731.75	
Production	309,820,731.75	107.773104%
Underwriter's Discount	-1,394,383.57	-0.485045%
Purchase Price	308,426,348.18	107.288059%
Accrued Interest		
Net Proceeds	308,426,348.18	

BOND SUMMARY STATISTICS

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Dated Date	08/01/2012
Delivery Date	08/01/2012
Last Maturity	10/15/2036
Arbitrage Yield	3.249216%
True Interest Cost (TIC)	3.661698%
Net Interest Cost (NIC)	3.918760%
All-In TIC	3.667580%
Average Coupon	4.597010%
Average Life (years)	10.745
Duration of Issue (years)	8.424
Par Amount	287,475,000.00
Bond Proceeds	309,820,731.75
Total Interest	142,002,899.17
Net Interest	121,051,550.99
Total Debt Service	429,477,899.17
Maximum Annual Debt Service	42,861,350.00
Average Annual Debt Service	17,742,947.41
Underwriter's Fees (per $1000)	
Average Takedown	4.530000
Other Fee	0.320452
Total Underwriter's Discount	4.850452
Bid Price	107.288059

Bond Component	Par Value	Price	Average Coupon	Average Life
Serials	210,910,000.00	108.254	4.178%	7.183
Term 2032	38,010,000.00	107.524	5.000%	18.311
Term 2036	38,555,000.00	105.388	5.000%	22.772
	287,475,000.00			10.745

	TIC	All-In TIC	Arbitrage Yield
Par Value	287,475,000.00	287,475,000.00	287,475,000.00
+ Accrued Interest			
+ Premium (Discount)	22,345,731.75	22,345,731.75	22,345,731.75
- Underwriter's Discount	-1,394,383.57	-1,394,383.57	
- Cost of Issuance Expense		-150,000.00	
- Other Amounts			
Target Value	308,426,348.18	308,276,348.18	309,820,731.75
Target Date	08/01/2012	08/01/2012	08/01/2012
Yield	3.661698%	3.667580%	3.249216%

SUMMARY OF REFUNDING RESULTS

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Dated Date	08/01/2012
Delivery Date	08/01/2012
Arbitrage yield	3.249216%
Escrow yield	0.306482%
Bond Par Amount	287,475,000.00
True Interest Cost	3.661698%
Net Interest Cost	3.918760%
Average Coupon	4.597010%
Average Life	10.745
Par amount of refunded bonds	293,990,000.00
Average coupon of refunded bonds	4.995355%
Average life of refunded bonds	10.843
PV of prior debt to 08/01/2012 @ 3.249216%	343,887,930.40
Net PV Savings	18,701,298.58
Percentage savings of refunded bonds	6.361202%
Percentage savings of refunding bonds	6.505365%

SAVINGS

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Date	Prior Debt Service	Prior Receipts	Prior Net Cash Flow	Refunding Debt Service	Savings	Annual Savings	Present Value to 08/01/2012 @ 3.2492156%
08/01/2012	4,741,073.75	5,949,487.64	-1,208,413.89		-1,208,413.89		-1,208,413.89
09/01/2012	944,250.00		944,250.00		944,250.00		941,717.22
10/15/2012				2,480,449.17	-2,480,449.17	-2,744,613.06	-2,464,069.84
12/15/2012	1,649,500.00		1,649,500.00		1,649,500.00		1,629,829.00
02/01/2013	4,741,073.75		4,741,073.75		4,741,073.75		4,665,281.23
03/01/2013	944,250.00		944,250.00		944,250.00		926,662.59
04/15/2013				6,033,525.00	-6,033,525.00		-5,897,866.20
06/15/2013	1,649,500.00		1,649,500.00		1,649,500.00		1,603,773.96
08/01/2013	17,526,073.75		17,526,073.75		17,526,073.75		16,970,196.45
09/01/2013	944,250.00		944,250.00		944,250.00		911,848.63
10/15/2013				20,318,525.00	-20,318,525.00	1,102,597.50	-19,544,163.81
12/15/2013	1,649,500.00		1,649,500.00		1,649,500.00		1,578,135.45
02/01/2014	4,421,448.75		4,421,448.75		4,421,448.75		4,212,771.93
03/01/2014	944,250.00		944,250.00		944,250.00		897,271.48
04/15/2014				5,819,250.00	-5,819,250.00		-5,507,988.81
06/15/2014	1,649,500.00		1,649,500.00		1,649,500.00		1,552,906.80
08/01/2014	17,821,448.75		17,821,448.75		17,821,448.75		16,708,885.22
09/01/2014	944,250.00		944,250.00		944,250.00		882,927.38
10/15/2014				20,509,250.00	-20,509,250.00	1,101,897.50	-19,101,915.97
12/15/2014	1,649,500.00		1,649,500.00		1,649,500.00		1,528,081.47
02/01/2015	4,086,448.75		4,086,448.75		4,086,448.75		3,770,089.36
03/01/2015	944,250.00		944,250.00		944,250.00		868,812.58
04/15/2015				5,598,900.00	-5,598,900.00		-5,131,342.22
06/15/2015	1,649,500.00		1,649,500.00		1,649,500.00		1,503,653.01
08/01/2015	18,141,448.75		18,141,448.75		18,141,448.75		16,469,433.87
09/01/2015	944,250.00		944,250.00		944,250.00		854,923.43
10/15/2015				20,713,900.00	-20,713,900.00	1,102,597.50	-18,680,618.94
12/15/2015	1,649,500.00		1,649,500.00		1,649,500.00		1,479,615.07
02/01/2016	3,735,073.75		3,735,073.75		3,735,073.75		3,336,621.96
03/01/2016	944,250.00		944,250.00		944,250.00		841,256.31
04/15/2016				5,372,175.00	-5,372,175.00		-4,767,389.71
06/15/2016	1,649,500.00		1,649,500.00		1,649,500.00		1,455,961.40
08/01/2016	7,805,073.75		7,805,073.75		7,805,073.75		6,860,976.80
09/01/2016	944,250.00		944,250.00		944,250.00		827,807.68
10/15/2016				10,252,175.00	-10,252,175.00	1,103,297.50	-8,952,568.07
12/15/2016	1,649,500.00		1,649,500.00		1,649,500.00		1,432,685.88
02/01/2017	3,638,411.25		3,638,411.25		3,638,411.25		3,147,181.88

SAVINGS

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Date	Prior Debt Service	Prior Receipts	Prior Net Cash Flow	Refunding Debt Service	Savings	Annual Savings	Present Value to 08/01/2012 @ 3.2492156%
03/01/2017	944,250.00		944,250.00		944,250.00		814,574.05
04/15/2017				5,298,975.00	-5,298,975.00		-4,553,282.63
06/15/2017	1,649,500.00		1,649,500.00		1,649,500.00		1,409,782.44
08/01/2017	7,913,411.25		7,913,411.25		7,913,411.25		6,735,578.63
09/01/2017	944,250.00		944,250.00		944,250.00		801,551.97
10/15/2017				10,338,975.00	-10,338,975.00	1,101,372.50	-8,742,010.85
12/15/2017	17,204,500.00		17,204,500.00		17,204,500.00		14,469,147.72
02/01/2018	3,536,880.00		3,536,880.00		3,536,880.00		2,962,324.41
03/01/2018	944,250.00		944,250.00		944,250.00		788,738.07
04/15/2018				5,198,175.00	-5,198,175.00		-4,324,997.59
06/15/2018	1,260,625.00		1,260,625.00		1,260,625.00		1,043,248.88
08/01/2018	8,031,880.00		8,031,880.00		8,031,880.00		6,619,582.82
09/01/2018	12,989,250.00		12,989,250.00		12,989,250.00		10,676,551.62
10/15/2018				37,663,175.00	-37,663,175.00	1,106,035.00	-30,835,643.71
12/15/2018	17,415,625.00		17,415,625.00		17,415,625.00		14,182,153.92
02/01/2019	3,429,000.00		3,429,000.00		3,429,000.00		2,780,878.48
03/01/2019	643,125.00		643,125.00		643,125.00		520,167.77
04/15/2019				4,548,875.00	-4,548,875.00		-3,664,723.48
06/15/2019	856,750.00		856,750.00		856,750.00		686,528.17
08/01/2019	8,159,000.00		8,159,000.00		8,159,000.00		6,511,073.19
09/01/2019	13,223,125.00		13,223,125.00		13,223,125.00		10,524,058.83
10/15/2019				38,073,875.00	-38,073,875.00	1,103,875.00	-30,183,208.61
12/15/2019	17,651,750.00		17,651,750.00		17,651,750.00		13,918,522.40
02/01/2020	3,310,750.00		3,310,750.00		3,310,750.00		2,599,819.21
03/01/2020	328,625.00		328,625.00		328,625.00		257,365.83
04/15/2020				3,878,375.00	-3,878,375.00		-3,025,444.86
06/15/2020	436,875.00		436,875.00		436,875.00		338,971.88
08/01/2020	8,285,750.00		8,285,750.00		8,285,750.00		6,402,501.73
09/01/2020	13,473,625.00		13,473,625.00		13,473,625.00		10,383,310.81
10/15/2020				38,503,375.00	-38,503,375.00	1,105,625.00	-29,555,571.37
12/15/2020	17,911,875.00		17,911,875.00		17,911,875.00		13,675,671.16
02/01/2021	3,186,375.00		3,186,375.00		3,186,375.00		2,422,790.61
04/15/2021				3,185,875.00	-3,185,875.00		-2,406,414.36
08/01/2021	8,421,375.00		8,421,375.00		8,421,375.00		6,300,907.74
10/15/2021				25,230,875.00	-25,230,875.00	1,102,875.00	-18,753,187.99
02/01/2022	3,055,500.00		3,055,500.00		3,055,500.00		[illegible]
04/15/2022				2,744,975.00	-2,744,975.00		-2,007,623.66

SAVINGS

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Date	Prior Debt Service	Prior Receipts	Prior Net Cash Flow	Refunding Debt Service	Savings	Annual Savings	Present Value to 08/01/2012 @ 3.2492156%
08/01/2022	8,570,500.00		8,570,500.00		8,570,500.00		6,209,097.90
10/15/2022				7,774,975.00	-7,774,975.00	1,106,050.00	-5,595,566.11
02/01/2023	2,917,625.00		2,917,625.00		2,917,625.00		2,079,950.20
04/15/2023				2,644,375.00	-2,644,375.00		-1,872,704.22
08/01/2023	8,722,625.00		8,722,625.00		8,722,625.00		6,118,877.87
10/15/2023				7,889,375.00	-7,889,375.00	1,106,500.00	-5,497,811.74
02/01/2024	2,772,500.00		2,772,500.00		2,772,500.00		1,913,803.11
04/15/2024				2,513,250.00	-2,513,250.00		-1,723,392.00
08/01/2024	8,887,500.00		8,887,500.00		8,887,500.00		6,036,795.05
10/15/2024				8,043,250.00	-8,043,250.00	1,103,500.00	-5,427,265.50
02/01/2025	2,619,625.00		2,619,625.00		2,619,625.00		1,750,923.06
04/15/2025				2,375,000.00	-2,375,000.00		-1,576,936.59
08/01/2025	9,059,625.00		9,059,625.00		9,059,625.00		5,958,531.98
10/15/2025				8,200,000.00	-8,200,000.00	1,104,250.00	-5,357,542.03
02/01/2026	2,458,625.00		2,458,625.00		2,458,625.00		1,591,191.55
04/15/2026				2,229,375.00	-2,229,375.00		-1,433,296.30
08/01/2026	9,243,625.00		9,243,625.00		9,243,625.00		5,886,723.08
10/15/2026				8,369,375.00	-8,369,375.00	1,103,500.00	-5,294,768.75
02/01/2027	2,289,000.00		2,289,000.00		2,289,000.00		1,434,426.16
04/15/2027				2,075,875.00	-2,075,875.00		-1,292,279.00
08/01/2027	9,439,000.00		9,439,000.00		9,439,000.00		5,820,489.48
10/15/2027				8,545,875.00	-8,545,875.00	1,106,250.00	-5,234,952.44
02/01/2028	2,110,250.00		2,110,250.00		2,110,250.00		1,280,467.47
04/15/2028				1,914,125.00	-1,914,125.00		-1,153,792.25
08/01/2028	9,640,250.00		9,640,250.00		9,640,250.00		5,756,043.33
10/15/2028				8,734,125.00	-8,734,125.00	1,102,250.00	-5,180,573.53
02/01/2029	1,922,000.00		1,922,000.00		1,922,000.00		1,129,250.41
04/15/2029				1,743,625.00	-1,743,625.00		-1,017,683.29
08/01/2029	9,857,000.00		9,857,000.00		9,857,000.00		5,698,791.25
10/15/2029				8,933,625.00	-8,933,625.00	1,101,750.00	-5,130,839.06
02/01/2030	1,723,625.00		1,723,625.00		1,723,625.00		980,577.43
04/15/2030				1,563,875.00	-1,563,875.00		-883,820.01
08/01/2030	10,088,625.00		10,088,625.00		10,088,625.00		5,647,707.64
10/15/2030				9,143,875.00	-9,143,875.00	1,104,500.00	-5,085,026.14
02/01/2031	1,514,500.00		1,514,500.00		1,514,500.00		834,277.68
04/15/2031				1,374,375.00	-1,374,375.00		-752,089.06
08/01/2031	10,329,500.00		10,329,500.00		10,329,500.00		5,599,145.62

SAVINGS

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Date	Prior Debt Service	Prior Receipts	Prior Net Cash Flow	Refunding Debt Service	Savings	Annual Savings	Present Value to 08/01/2012 @ 3.2492156%
10/15/2031				9,364,375.00	-9,364,375.00	1,105,250.00	-5,042,477.17
02/01/2032	1,294,125.00		1,294,125.00		1,294,125.00		690,271.28
04/15/2032				1,174,625.00	-1,174,625.00		-622,394.15
08/01/2032	10,589,125.00		10,589,125.00		10,589,125.00		5,557,823.77
10/15/2032				9,604,625.00	-9,604,625.00	1,104,000.00	-5,007,809.41
02/01/2033	1,061,750.00		1,061,750.00		1,061,750.00		548,362.92
04/15/2033				963,875.00	-963,875.00		-494,526.09
08/01/2033	10,856,750.00		10,856,750.00		10,856,750.00		5,517,556.25
10/15/2033				9,848,875.00	-9,848,875.00	1,105,750.00	-4,972,287.58
02/01/2034	816,875.00		816,875.00		816,875.00		408,510.90
04/15/2034				741,750.00	-741,750.00		-368,492.19
08/01/2034	11,141,875.00		11,141,875.00		11,141,875.00		5,482,863.69
10/15/2034				10,111,750.00	-10,111,750.00	1,105,250.00	-4,943,086.06
02/01/2035	558,750.00		558,750.00		558,750.00		270,562.64
04/15/2035				507,500.00	-507,500.00		-244,123.18
08/01/2035	11,438,750.00		11,438,750.00		11,438,750.00		5,450,420.01
10/15/2035				10,387,500.00	-10,387,500.00	1,102,500.00	-4,916,829.18
02/01/2036	286,750.00		286,750.00		286,750.00		134,448.50
04/15/2036				260,500.00	-260,500.00		-121,334.12
08/01/2036	11,756,750.00		11,756,750.00		11,756,750.00		5,424,265.26
10/15/2036				10,680,500.00	-10,680,500.00	1,102,500.00	-4,895,171.40
	459,176,746.25	5,949,487.64	453,227,258.61	429,477,899.17	23,749,359.44	23,749,359.44	18,699,541.51

Savings Summary

PV of savings from cash flow	18,699,541.51
Plus: Refunding funds on hand	1,757.07
Net PV Savings	18,701,298.58

SUMMARY OF BONDS REFUNDED

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Bond	Maturity Date	Interest Rate	Par Amount	Call Date	Call Price
124th Series (2001) AMT, 2001AMT:					
SERIALS	08/01/2013	5.000%	12,785,000.00	08/01/2012	100.000
	08/01/2014	5.000%	13,400,000.00	08/01/2012	100.000
	08/01/2015	5.000%	14,055,000.00	08/01/2012	100.000
	08/01/2016	4.750%	4,070,000.00	08/01/2012	100.000
	08/01/2017	4.750%	4,275,000.00	08/01/2012	100.000
	08/01/2018	4.800%	4,495,000.00	08/01/2012	100.000
	08/01/2019	5.000%	4,730,000.00	08/01/2012	100.000
	08/01/2020	5.000%	4,975,000.00	08/01/2012	100.000
	08/01/2021	5.000%	5,235,000.00	08/01/2012	100.000
	08/01/2022	5.000%	5,515,000.00	08/01/2012	100.000
	08/01/2023	5.000%	5,805,000.00	08/01/2012	100.000
	08/01/2024	5.000%	6,115,000.00	08/01/2012	100.000
	08/01/2025	5.000%	6,440,000.00	08/01/2012	100.000
	08/01/2026	5.000%	6,785,000.00	08/01/2012	100.000
TERM31	08/01/2027	5.000%	7,150,000.00	08/01/2012	100.000
	08/01/2028	5.000%	7,530,000.00	08/01/2012	100.000
	08/01/2029	5.000%	7,935,000.00	08/01/2012	100.000
	08/01/2030	5.000%	8,365,000.00	08/01/2012	100.000
	08/01/2031	5.000%	8,815,000.00	08/01/2012	100.000
TERM36	08/01/2032	5.000%	9,295,000.00	08/01/2012	100.000
	08/01/2033	5.000%	9,795,000.00	08/01/2012	100.000
	08/01/2034	5.000%	10,325,000.00	08/01/2012	100.000
	08/01/2035	5.000%	10,880,000.00	08/01/2012	100.000
	08/01/2036	5.000%	11,470,000.00	08/01/2012	100.000
			190,240,000.00		
131st Series (2003) AMT, 2003AMT:					
BOND	12/15/2017	5.000%	15,555,000.00	06/15/2015	100.000
	12/15/2018	5.000%	16,155,000.00	06/15/2015	100.000
	12/15/2019	5.000%	16,795,000.00	06/15/2015	100.000
	12/15/2020	5.000%	17,475,000.00	06/15/2015	100.000
			65,980,000.00		
141st Series (2005) AMT, 2005AMT:					
BOND	09/01/2018	5.000%	12,045,000.00	09/01/2015	100.000
	09/01/2019	5.000%	12,580,000.00	09/01/2015	100.000
	09/01/2020	5.000%	13,145,000.00	09/01/2015	100.000
			37,770,000.00		
			293,990,000.00		

ESCROW CASH FLOW

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Date	Principal	Interest	Net Escrow Receipts	PV Factor	Present Value to 08/01/2012 @ 0.3064817%
09/01/2012	932,809.00	11,441.75	944,250.75	0.999744827	944,009.80
12/15/2012	1,569,850.00	79,649.61	1,649,499.61	0.998860730	1,647,620.38
03/01/2013	875,814.00	68,436.41	944,250.41	0.998215153	942,565.07
06/15/2013	1,540,885.00	108,615.15	1,649,500.15	0.997332409	1,645,099.96
09/01/2013	876,525.00	67,724.24	944,249.24	0.996687820	941,121.72
12/15/2013	1,543,033.00	106,467.20	1,649,500.20	0.995806427	1,642,582.90
03/01/2014	877,271.00	66,979.19	944,250.19	0.995162824	939,682.69
06/15/2014	1,544,499.00	105,001.32	1,649,500.32	0.994282779	1,640,069.76
09/01/2014	878,192.00	66,058.06	944,250.06	0.993640162	938,244.78
12/15/2014	1,546,197.00	103,302.37	1,649,499.37	0.992761463	1,637,559.41
03/01/2015	879,246.00	65,004.23	944,250.23	0.992119829	936,809.38
06/15/2015	67,528,208.00	101,292.31	67,629,500.31	0.991242475	67,037,233.26
09/01/2015	38,650,476.00	63,773.29	38,714,249.29	0.990601822	38,350,405.89
	119,243,005.00	1,013,745.13	120,256,750.13		119,243,005.00

Escrow Cost Summary

Purchase date	08/01/2012
Purchase cost of securities	119,243,005.00
Target for yield calculation	119,243,005.00

ESCROW STATISTICS

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

	Total Escrow Cost	Modified Duration (years)	Yield to Receipt Date	Yield to Disbursement Date	Perfect Escrow Cost	Value of Negative Arbitrage	Cost of Dead Time
Global Proceeds Escrow:	314,224,078.75	2.760	0.306482%	0.306482%	305,004,674.29	9,219,404.41	0.05
	314,224,078.75				305,004,674.29	9,219,404.41	0.05

Delivery date	08/01/2012
Arbitrage yield	3.249216%

PRIOR BOND DEBT SERVICE

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Dated Date 08/01/2012
Delivery Date 08/01/2012

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service	Bond Balance	Total Bond Value
08/01/2012			4,741,073.75	4,741,073.75		293,990,000	293,990,000
09/01/2012			944,250.00	944,250.00		293,990,000	293,990,000
10/15/2012					5,685,323.75	293,990,000	293,990,000
12/15/2012			1,649,500.00	1,649,500.00		293,990,000	293,990,000
02/01/2013			4,741,073.75	4,741,073.75		293,990,000	293,990,000
03/01/2013			944,250.00	944,250.00		293,990,000	293,990,000
06/15/2013			1,649,500.00	1,649,500.00		293,990,000	293,990,000
08/01/2013	12,785,000	5.000%	4,741,073.75	17,526,073.75		281,205,000	281,205,000
09/01/2013			944,250.00	944,250.00		281,205,000	281,205,000
10/15/2013					27,454,647.50	281,205,000	281,205,000
12/15/2013			1,649,500.00	1,649,500.00		281,205,000	281,205,000
02/01/2014			4,421,448.75	4,421,448.75		281,205,000	281,205,000
03/01/2014			944,250.00	944,250.00		281,205,000	281,205,000
06/15/2014			1,649,500.00	1,649,500.00		281,205,000	281,205,000
08/01/2014	13,400,000	5.000%	4,421,448.75	17,821,448.75		267,805,000	267,805,000
09/01/2014			944,250.00	944,250.00		267,805,000	267,805,000
10/15/2014					27,430,397.50	267,805,000	267,805,000
12/15/2014			1,649,500.00	1,649,500.00		267,805,000	267,805,000
02/01/2015			4,086,448.75	4,086,448.75		267,805,000	267,805,000
03/01/2015			944,250.00	944,250.00		267,805,000	267,805,000
06/15/2015			1,649,500.00	1,649,500.00		267,805,000	267,805,000
08/01/2015	14,055,000	5.000%	4,086,448.75	18,141,448.75		253,750,000	253,750,000
09/01/2015			944,250.00	944,250.00		253,750,000	253,750,000
10/15/2015					27,415,397.50	253,750,000	253,750,000
12/15/2015			1,649,500.00	1,649,500.00		253,750,000	253,750,000
02/01/2016			3,735,073.75	3,735,073.75		253,750,000	253,750,000
03/01/2016			944,250.00	944,250.00		253,750,000	253,750,000
06/15/2016			1,649,500.00	1,649,500.00		253,750,000	253,750,000
08/01/2016	4,070,000	4.750%	3,735,073.75	7,805,073.75		249,680,000	249,680,000
09/01/2016			944,250.00	944,250.00		249,680,000	249,680,000
10/15/2016					16,727,647.50	249,680,000	249,680,000
12/15/2016			1,649,500.00	1,649,500.00		249,680,000	249,680,000
02/01/2017			3,638,411.25	3,638,411.25		249,680,000	249,680,000
03/01/2017			944,250.00	944,250.00		249,680,000	249,680,000
06/15/2017			1,649,500.00	1,649,500.00		249,680,000	249,680,000
08/01/2017	4,275,000	4.750%	3,638,411.25	7,913,411.25		245,405,000	245,405,000
09/01/2017			944,250.00	944,250.00		245,405,000	245,405,000
10/15/2017					16,739,322.50	245,405,000	245,405,000
12/15/2017	15,555,000	5.000%	1,649,500.00	17,204,500.00		229,850,000	229,850,000
02/01/2018			3,536,880.00	3,536,880.00		229,850,000	229,850,000
03/01/2018			944,250.00	944,250.00		229,850,000	229,850,000
06/15/2018			1,260,625.00	1,260,625.00		229,850,000	229,850,000
08/01/2018	4,495,000	4.800%	3,536,880.00	8,031,880.00		225,355,000	225,355,000
09/01/2018	12,045,000	5.000%	944,250.00	12,989,250.00		213,310,000	213,310,000
10/15/2018					43,967,385.00	213,310,000	213,310,000
12/15/2018	16,155,000	5.000%	1,260,625.00	17,415,625.00		197,155,000	197,155,000
02/01/2019			3,429,000.00	3,429,000.00		197,155,000	197,155,000
03/01/2019			643,125.00	643,125.00		197,155,000	197,155,000
06/15/2019			856,750.00	856,750.00		197,155,000	197,155,000
08/01/2019	4,730,000	5.000%	3,429,000.00	8,159,000.00		192,425,000	192,425,000
09/01/2019	12,580,000	5.000%	643,125.00	13,223,125.00		179,845,000	179,845,000

PRIOR BOND DEBT SERVICE

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service	Bond Balance	Total Bond Value
10/15/2019					43,726,625.00	179,845,000	179,845,000
12/15/2019	16,795,000	5.000%	856,750.00	17,651,750.00		163,050,000	163,050,000
02/01/2020			3,310,750.00	3,310,750.00		163,050,000	163,050,000
03/01/2020			328,625.00	328,625.00		163,050,000	163,050,000
06/15/2020			436,875.00	436,875.00		163,050,000	163,050,000
08/01/2020	4,975,000	5.000%	3,310,750.00	8,285,750.00		158,075,000	158,075,000
09/01/2020	13,145,000	5.000%	328,625.00	13,473,625.00		144,930,000	144,930,000
10/15/2020					43,487,375.00	144,930,000	144,930,000
12/15/2020	17,475,000	5.000%	436,875.00	17,911,875.00		127,455,000	127,455,000
02/01/2021			3,186,375.00	3,186,375.00		127,455,000	127,455,000
08/01/2021	5,235,000	5.000%	3,186,375.00	8,421,375.00		122,220,000	122,220,000
10/15/2021					29,519,625.00	122,220,000	122,220,000
02/01/2022			3,055,500.00	3,055,500.00		122,220,000	122,220,000
08/01/2022	5,515,000	5.000%	3,055,500.00	8,570,500.00		116,705,000	116,705,000
10/15/2022					11,626,000.00	116,705,000	116,705,000
02/01/2023			2,917,625.00	2,917,625.00		116,705,000	116,705,000
08/01/2023	5,805,000	5.000%	2,917,625.00	8,722,625.00		110,900,000	110,900,000
10/15/2023					11,640,250.00	110,900,000	110,900,000
02/01/2024			2,772,500.00	2,772,500.00		110,900,000	110,900,000
08/01/2024	6,115,000	5.000%	2,772,500.00	8,887,500.00		104,785,000	104,785,000
10/15/2024					11,660,000.00	104,785,000	104,785,000
02/01/2025			2,619,625.00	2,619,625.00		104,785,000	104,785,000
08/01/2025	6,440,000	5.000%	2,619,625.00	9,059,625.00		98,345,000	98,345,000
10/15/2025					11,679,250.00	98,345,000	98,345,000
02/01/2026			2,458,625.00	2,458,625.00		98,345,000	98,345,000
08/01/2026	6,785,000	5.000%	2,458,625.00	9,243,625.00		91,560,000	91,560,000
10/15/2026					11,702,250.00	91,560,000	91,560,000
02/01/2027			2,289,000.00	2,289,000.00		91,560,000	91,560,000
08/01/2027	7,150,000	5.000%	2,289,000.00	9,439,000.00		84,410,000	84,410,000
10/15/2027					11,728,000.00	84,410,000	84,410,000
02/01/2028			2,110,250.00	2,110,250.00		84,410,000	84,410,000
08/01/2028	7,530,000	5.000%	2,110,250.00	9,640,250.00		76,880,000	76,880,000
10/15/2028					11,750,500.00	76,880,000	76,880,000
02/01/2029			1,922,000.00	1,922,000.00		76,880,000	76,880,000
08/01/2029	7,935,000	5.000%	1,922,000.00	9,857,000.00		68,945,000	68,945,000
10/15/2029					11,779,000.00	68,945,000	68,945,000
02/01/2030			1,723,625.00	1,723,625.00		68,945,000	68,945,000
08/01/2030	8,365,000	5.000%	1,723,625.00	10,088,625.00		60,580,000	60,580,000
10/15/2030					11,812,250.00	60,580,000	60,580,000
02/01/2031			1,514,500.00	1,514,500.00		60,580,000	60,580,000
08/01/2031	8,815,000	5.000%	1,514,500.00	10,329,500.00		51,765,000	51,765,000
10/15/2031					11,844,000.00	51,765,000	51,765,000
02/01/2032			1,294,125.00	1,294,125.00		51,765,000	51,765,000
08/01/2032	9,295,000	5.000%	1,294,125.00	10,589,125.00		42,470,000	42,470,000
10/15/2032					11,883,250.00	42,470,000	42,470,000
02/01/2033			1,061,750.00	1,061,750.00		42,470,000	42,470,000
08/01/2033	9,795,000	5.000%	1,061,750.00	10,856,750.00		32,675,000	32,675,000
10/15/2033					11,918,500.00	32,675,000	32,675,000
02/01/2034			816,875.00	816,875.00		32,675,000	32,675,000
08/01/2034	10,325,000	5.000%	816,875.00	11,141,875.00		22,350,000	22,350,000
10/15/2034					11,958,750.00	22,350,000	22,350,000
02/01/2035			558,750.00	558,750.00		22,350,000	22,350,000
08/01/2035	10,880,000	5.000%	558,750.00	11,438,750.00		11,470,000	11,470,000

PRIOR BOND DEBT SERVICE

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service	Bond Balance	Total Bond Value
10/15/2035					11,997,500.00	11,470,000	11,470,000
02/01/2036			286,750.00	286,750.00		11,470,000	11,470,000
08/01/2036	11,470,000	5.000%	286,750.00	11,756,750.00			
10/15/2036					12,043,500.00		
	293,990,000		165,186,746.25	459,176,746.25	459,176,746.25		

ESCROW DESCRIPTIONS

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

	Type of Security	Type of SLGS	Maturity Date	First Int Pmt Date	Par Amount	Rate	Max Rate
Aug 1, 2012:							
	SLGS	Certificate	09/01/2012	09/01/2012	932,809	0.040%	0.040%
	SLGS	Certificate	12/15/2012	12/15/2012	1,569,850	0.090%	0.090%
	SLGS	Certificate	03/01/2013	03/01/2013	875,814	0.140%	0.140%
	SLGS	Certificate	06/15/2013	06/15/2013	1,540,885	0.160%	0.160%
	SLGS	Note	09/01/2013	09/01/2012	876,525	0.170%	0.170%
	SLGS	Note	12/15/2013	12/15/2012	1,543,033	0.190%	0.190%
	SLGS	Note	03/01/2014	09/01/2012	877,271	0.210%	0.210%
	SLGS	Note	06/15/2014	12/15/2012	1,544,499	0.220%	0.220%
	SLGS	Note	09/01/2014	09/01/2012	878,192	0.240%	0.240%
	SLGS	Note	12/15/2014	12/15/2012	1,546,197	0.260%	0.260%
	SLGS	Note	03/01/2015	09/01/2012	879,246	0.280%	0.280%
	SLGS	Note	06/15/2015	12/15/2012	67,528,208	0.300%	0.300%
	SLGS	Note	09/01/2015	09/01/2012	38,650,476	0.330%	0.330%
					119,243,005		

SLGS Summary

SLGS Rates File	06JUN12
Total Certificates of Indebtedness	4,919,358.00
Total Notes	114,323,647.00
Total original SLGS	119,243,005.00

BOND DEBT SERVICE

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Dated Date 08/01/2012
Delivery Date 08/01/2012

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service	Bond Balance	Total Bond Value
08/01/2012						287,475,000	287,475,000
10/15/2012			2,480,449.17	2,480,449.17	2,480,449.17	287,475,000	287,475,000
04/15/2013			6,033,525.00	6,033,525.00		287,475,000	287,475,000
10/15/2013	14,285,000	3.000%	6,033,525.00	20,318,525.00	26,352,050.00	273,190,000	273,190,000
04/15/2014			5,819,250.00	5,819,250.00		273,190,000	273,190,000
10/15/2014	14,690,000	3.000%	5,819,250.00	20,509,250.00	26,328,500.00	258,500,000	258,500,000
04/15/2015			5,598,900.00	5,598,900.00		258,500,000	258,500,000
10/15/2015	15,115,000	3.000%	5,598,900.00	20,713,900.00	26,312,800.00	243,385,000	243,385,000
04/15/2016			5,372,175.00	5,372,175.00		243,385,000	243,385,000
10/15/2016	4,880,000	3.000%	5,372,175.00	10,252,175.00	15,624,350.00	238,505,000	238,505,000
04/15/2017			5,298,975.00	5,298,975.00		238,505,000	238,505,000
10/15/2017	5,040,000	4.000%	5,298,975.00	10,338,975.00	15,637,950.00	233,465,000	233,465,000
04/15/2018			5,198,175.00	5,198,175.00		233,465,000	233,465,000
10/15/2018	32,465,000	4.000%	5,198,175.00	37,663,175.00	42,861,350.00	201,000,000	201,000,000
04/15/2019			4,548,875.00	4,548,875.00		201,000,000	201,000,000
10/15/2019	33,525,000	4.000%	4,548,875.00	38,073,875.00	42,622,750.00	167,475,000	167,475,000
04/15/2020			3,878,375.00	3,878,375.00		167,475,000	167,475,000
10/15/2020	34,625,000	4.000%	3,878,375.00	38,503,375.00	42,381,750.00	132,850,000	132,850,000
04/15/2021			3,185,875.00	3,185,875.00		132,850,000	132,850,000
10/15/2021	22,045,000	4.000%	3,185,875.00	25,230,875.00	28,416,750.00	110,805,000	110,805,000
04/15/2022			2,744,975.00	2,744,975.00		110,805,000	110,805,000
10/15/2022	5,030,000	4.000%	2,744,975.00	7,774,975.00	10,519,950.00	105,775,000	105,775,000
04/15/2023			2,644,375.00	2,644,375.00		105,775,000	105,775,000
10/15/2023	5,245,000	5.000%	2,644,375.00	7,889,375.00	10,533,750.00	100,530,000	100,530,000
04/15/2024			2,513,250.00	2,513,250.00		100,530,000	100,530,000
10/15/2024	5,530,000	5.000%	2,513,250.00	8,043,250.00	10,556,500.00	95,000,000	95,000,000
04/15/2025			2,375,000.00	2,375,000.00		95,000,000	95,000,000
10/15/2025	5,825,000	5.000%	2,375,000.00	8,200,000.00	10,575,000.00	89,175,000	89,175,000
04/15/2026			2,229,375.00	2,229,375.00		89,175,000	89,175,000
10/15/2026	6,140,000	5.000%	2,229,375.00	8,369,375.00	10,598,750.00	83,035,000	83,035,000
04/15/2027			2,075,875.00	2,075,875.00		83,035,000	83,035,000
10/15/2027	6,470,000	5.000%	2,075,875.00	8,545,875.00	10,621,750.00	76,565,000	76,565,000
04/15/2028			1,914,125.00	1,914,125.00		76,565,000	76,565,000
10/15/2028	6,820,000	5.000%	1,914,125.00	8,734,125.00	10,648,250.00	69,745,000	69,745,000
04/15/2029			1,743,625.00	1,743,625.00		69,745,000	69,745,000
10/15/2029	7,190,000	5.000%	1,743,625.00	8,933,625.00	10,677,250.00	62,555,000	62,555,000
04/15/2030			1,563,875.00	1,563,875.00		62,555,000	62,555,000
10/15/2030	7,580,000	5.000%	1,563,875.00	9,143,875.00	10,707,750.00	54,975,000	54,975,000
04/15/2031			1,374,375.00	1,374,375.00		54,975,000	54,975,000
10/15/2031	7,990,000	5.000%	1,374,375.00	9,364,375.00	10,738,750.00	46,985,000	46,985,000
04/15/2032			1,174,625.00	1,174,625.00		46,985,000	46,985,000
10/15/2032	8,430,000	5.000%	1,174,625.00	9,604,625.00	10,779,250.00	38,555,000	38,555,000
04/15/2033			963,875.00	963,875.00		38,555,000	38,555,000
10/15/2033	8,885,000	5.000%	963,875.00	9,848,875.00	10,812,750.00	29,670,000	29,670,000
04/15/2034			741,750.00	741,750.00		29,670,000	29,670,000
10/15/2034	9,370,000	5.000%	741,750.00	10,111,750.00	10,853,500.00	20,300,000	20,300,000

BOND DEBT SERVICE

Port Authority of NY & NJ - Consolidated Bonds
2012 AMT Refunding Bonds

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service	Bond Balance	Total Bond Value
04/15/2035			507,500.00	507,500.00		20,300,000	20,300,000
10/15/2035	9,880,000	5.000%	507,500.00	10,387,500.00	10,895,000.00	10,420,000	10,420,000
04/15/2036			260,500.00	260,500.00		10,420,000	10,420,000
10/15/2036	10,420,000	5.000%	260,500.00	10,680,500.00	10,941,000.00		
	287,475,000		142,002,899.17	429,477,899.17	429,477,899.17		

The Williams Capital Group, L.P.

Market and Firm Update

Presentation to

THE PORT AUTHORITY
OF NEW YORK & NEW JERSEY

April 17, 2013

Financing Team Members

*Presentation Participants

Senior Management

Christopher J. Williams
Chairman and CEO
28 Years Banking Experience
Williams Capital Founder

Municipal Finance

Jacqueline Knights, CFA, Principal
Director of Municipal Finance
21 Years Banking Experience

Francis Quinn, Principal
Senior Banking Support
39 Years Banking Experience

Sean Boyea, Principal
Senior Banking Support
25 Years Banking Experience

Peter Nahlen, Associate
3 Years Banking Experience

Donovan Hamlet, Associate
1 Year Banking Experience

THE PORT AUTHORITY
OF NEW YORK & NEW JERSEY

Municipal Sales and Trading

Alexis Thomas, Principal
Underwriter & Syndicate Manager
30 Years Experience

Kevin O'Rourke, Principal
Municipal Sales & Trading
30 Years Experience

Sales and Marketing

David Coard, Principal
Director of Fixed Income Sales & Trading
26 Years Experience

Hollis Copeland, Principal
Relationship Manager
24 Years Banking Experience

Janice Savin, Principal
Fixed Income Sales & Trading
28 Years Experience

Michael Massa, Principal
Fixed Income Sales & Trading
20 Years Experience

Paul Jones, Principal
Fixed Income Sales & Trading
25 Years Experience

Contents

- Firm Update
- Firm Commercial Paper / Short-Term Capabilities
- Firm Distribution Strength
- Municipal Market Update
- WCG Marketing Strategy for Port Authority
- Market Refunding Opportunity

Firm Update

Proven Leader in Fixed Income Underwriting

Fixed Income Offerings

TOYOTA
$300mm 2yr FRN
Joint Bookrunner
January 2013

at&t
$4B Multi-Tranche
Co-Manager
December 2012

ABBVIE
$11.6B Multi-Tranche
Co-Manager
November 2012

verizon
$4.5B Multi-Tranche
Co-Manager
November 2012

Microsoft
$2.2SB Multi-Tranche
Co-Manager
November 2012

GENERAL DYNAMICS
$2.4B Multi-Tranche
Sr. Co-Manager
November 2012

HONDA
$400M 1.5yr FRN
Joint Bookrunner
October 2012

Southern California Gas Company
$350M 30yr Bonds
Joint Bookrunner
September 2012

GE Capital
$2.8B Multi-Tranche
Joint Bookrunner
September 2012

WCG has served as Joint-Bookrunner for taxable transactions as large as $2 billion (Pepsi – October 2008)

US IG Debt 2012 – All Firms

	Underwriter	Mkt. Share
1	JP Morgan	62.6
2	Bank of America Merrill Lynch	53.5
3	Citi	53.3
4	Barclays	42.2
5	Goldman Sachs & Co	40.9
6	Morgan Stanley	40.6
7	Deutsche Bank	38.6
8	RBS	36.7
9	Wells Fargo & Co	32.5
10	HSBC Holdings PLC	31.8
11	Mitsubishi UFJ Financial Group	31.7
12	UBS	30.6
13	Credit Suisse	28.1
14	Mizuho Financial Group	25.6
15	RBC Capital Markets	25.3
16	BNP Paribas SA	24.8
17	US Bancorp	24.7
18	**Williams Capital Group LP**	**19.1**
19	Scotiabank	15.0
20	Santander	14.3
21	Sumitomo Mitsui Finl Grp Inc	13.7
22	Bank of New York Mellon Corp	12.7
23	Societe Generale	12.2
24	TD Securities Inc	11.3
25	Standard Chartered PLC	11.0

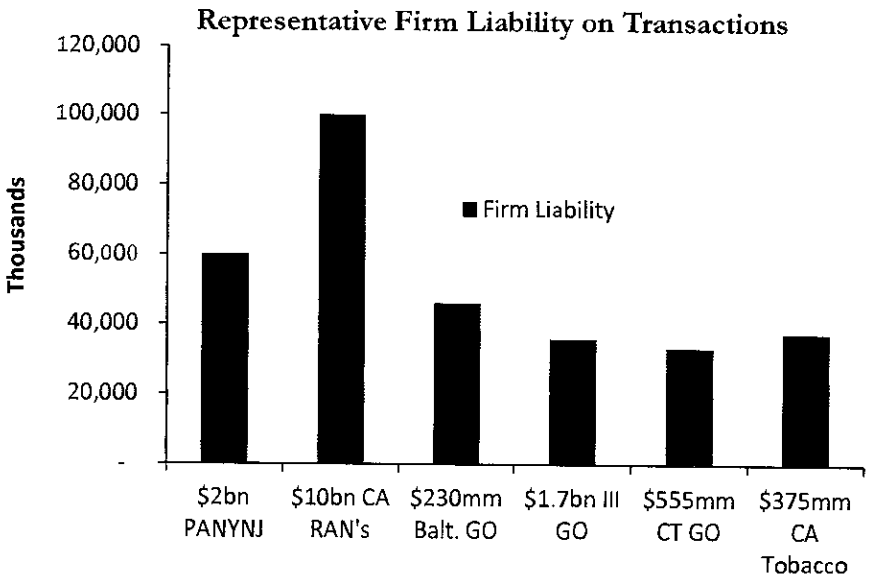
US IG Debt 2012 –MBE/SBE Firms

	Underwriter	Mkt. Share
1	**Williams Capital Group LP**	**19.1**
2	Samuel A. Ramirez & Co.	9.9
3	Loop Capital Markets	7.7
4	CastleOak Securities LP	7.1
5	Lebenthal	5.4
6	Blaylock Robert Van	4.4
7	Siebert Financial Corp	3.9
8	Drexel Hamilton LLC	3.9
9	Mischler Financial Group Inc	3.4
10	MFR Securities	1.7
11	Cabrera Capital Markets Inc	.9
12	MR Beal & Co	.8
13	Toussaint Capital Partners	.6

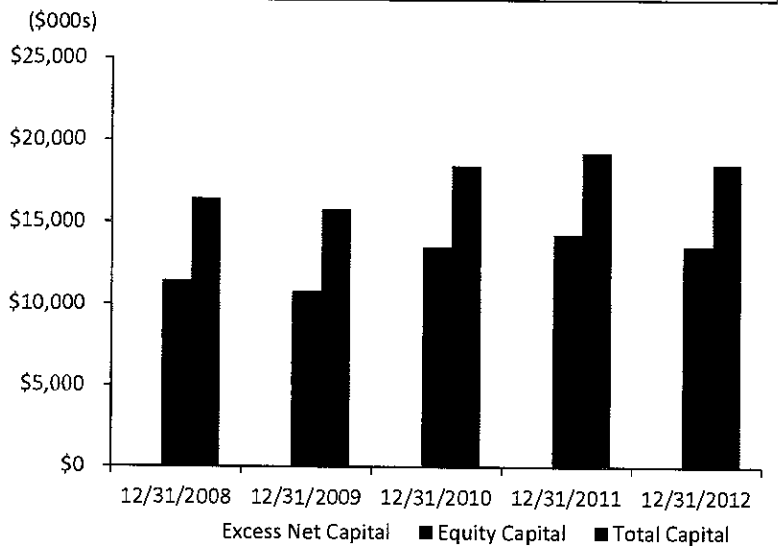
Source: Thomson Reuters Jan 2013

Capital Strength to Meet Underwriting Commitments

- WCG's largest capital commitment during the past three (3) years ranged from $22 – $40 MM
- Firm underwriting capacity ranges from $100 million without TSLs to $240 million using available TSLs
- Our capital position enables Williams Capital to serve as senior manager for transactions as large as $2 billion



Firm Capital Position



Year	Total Capital	Equity Capital	Excess Net Capital
12/31/2012	$16,467,335	$11,467,335	$10,666,112
12/31/2011	$15,825,704	$10,825,704	$8,736,957
12/31/2010	$18,483,836	$13,483,836	$7,884,401
12/31/2009	$19,287,587	$14,287,587	$11,526,918
12/31/2008	$18,573,011	$13,573,011	$13,839,022

The Firm's capital position enables us to assume large liability positions and serve as senior manager for sizeable transactions

WCG Serves as an Underwriter to Prominent Municipal Clients Nati

- **WCG continues to extend its municipal footprint**
  - Public Finance office in Sacramento CA, headed by Sean Boyea
  - Added professionals in Chicago and New York
- **Since February 2010, WCG has participated in the sale and distribution of over $142 billion of municipal securities**
  - Includes 63 deals totaling $42 billion of Co-Senior and Co-Manager engagements
  - WCG participates in competitive deals through one of several syndicates
  - Ranked 27th among all managers of municipal securities giving full credit to each manager, according to Thomson Reuters
- **Since 2005, Firm professionals have led 21 senior managed deals totaling $14.1 billion**
- **Firm continues to increase its municipal product capabilities:**
  - Tax-Exempt and Taxable Bonds
  - Fixed, Variable, CP, and Index Notes
  - Short-Term Notes (RANs, BANs, TRANs)
  - Asset Backed Securities

Recent Municipal Transactions

$375,105,000
Golden State Tobacco Securitization Corporation Enhanced Tobacco Settlement Bonds
April 3, 2013
Co-Senior Manager

$450,000,000
State of Illinois General Obligation Bonds, Series A of April 2013
April 2, 2013
Co-Manager (Competitive)

TRANSITIONAL New York City FINANCE AUTHORITY
$901,025,000
New York City Transitional Finance Auth. Future Tax Secured Subordinate Bonds
March 22, 2013
Co-Manager

Empire State Development
$642,420,000
New York State Urban Development Corporation State Personal Income Tax Revenue Bonds
March 14, 2013
Co-Manager

$228,000,000
State of California General Obligation Bonds Ser. 2009A Build America Bonds Remarketing
March 14, 2013
Co-Manager

NYW
$545,300,000
New York City Municipal Water Finance Authority Water and Sewer System Second General Resolution Bonds
March 13, 2013
Co-Manager

MASSHOUSING
$101,500,000
MassHousing Housing Bonds, 2013 Series A
March 15, 2013
Co-Manager

$400,000,000
State of Connecticut General Obligation Bonds 2013 Series A&B
March 7, 2013
Co-Manager

NYW
$455,955000
New York City Municipal Water Finance Authority Water and Sewer System Second General Resolution Bonds
February 21, 2012
Co-Manager

WCG Continues to Increase Its Municipal Mandates

- **WCG is an approved Senior or Co-manager in the underwriter pools and has received deal mandates for many large and notable issuers nationally**
  - ✓ State of California
  - ✓ State of Connecticut
  - ✓ Dormitory Authority of the State of NY
  - ✓ City of Chicago
  - ✓ Commonwealth of Massachusetts
  - ✓ City of Baltimore
  - ✓ Mass Development Fin Agency
  - ✓ NYC Transitional Finance Authority
  - ✓ State of Illinois
  - ✓ Chicago Public Schools
  - ✓ NYS Environmental Facility Corp
  - ✓ Empire State Development
  - ✓ Mass Housing Finance Agency
  - ✓ Garden State Preservation Trust
  - ✓ R.I Health and Ed. Building Corp
  - ✓ NYC Municipal Water Finance Authority
  - ✓ State of Ohio
  - ✓ California Dept of Water Resources
  - ✓ LA Dept of Water and Power
  - ✓ Illinois Tollway
  - ✓ RI Economic Development Corp
  - ✓ City of Hartford, CT
  - ✓ City of Philadelphia
  - ✓ New Jersey Transportation Trust Fund Authority
- **WCG New Issue Calendar**

Co-Mgr	New Jersey Transportation Trust Fund Authority	$878,000,000	April 2013
Co-Mgr	Los Angeles Department of Water and Power	$162,545,000	April 2013
Co-Mgr	Illinois Housing Development Authority	$110,000,000	May 2013
Co-Mgr	Los Angeles Department of Water and Power	TBD	May 2013
Co-Mgr	St. Louis Lambert Airport	$35,000,000	May/June 2013
Co-Mgr	Winston Salem State University	$40,000,000	June 2013

Firm Commercial Paper / Short-Term Capabilities

WCG Provides Valuable Commercial Paper Dealer Experience and E

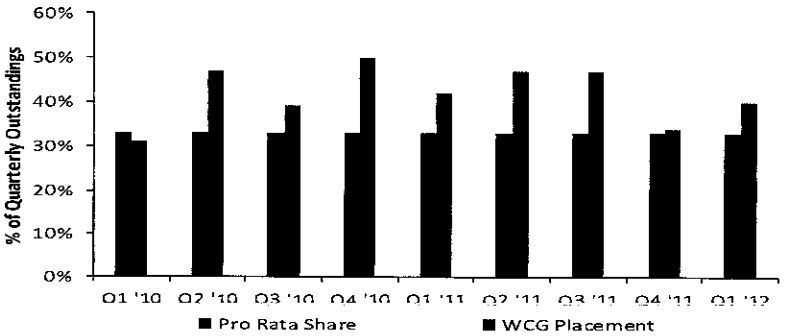
X EXCHANGE	at&t	COLGATE-PALMOLIVE	Comcast	PEPSICO	Exelon Generation	FedEx	HARLEY-DAVIDSON	THE HOME DEPOT	Johnson & Johnson
A-1+/P-1	A-2/P-1	A-1+/P-1	A-2/P-2	A-1/P-1	A-2/P-2	A-2/P-2	A-2/P-2	A-2/P-2	A-1+/P-1
$1,500 mil	$15,000 mil	$3,000 mil	$2,250 mil	$4,500 mil	$5,000 mil	$1,000 mil	$1,350 mil	$3,250 mil	$10,000 mil
Kellogg's	MetLife	MERCK	MOTIVA	NEW YORK LIFE	NISSAN	Pacific Gas and Electric Company	PEPSICO	PEPCO	PEPCO 3(a)3
A-2/P-2	A-2/P-2	A-1+/P-1	A-1/P-1	A-1+/P-1	A-2/P-2	A-2/P-2	A-1/P-1	A-1/P-1	A-2/P-2
$2,500 mil	$2,500 mil	$10,000 mil	$1,000 mil	$2,000 mil	$2,750 mil	$1,750 mil	$6,000 mil	$2,500 mil	$3,250 mil
P&G	P&G Int'l Finance	Sara Lee	SOUTHERN CALIFORNIA EDISON	UPS	verizon	VIACOM	Walt Disney	Washington Gas	WGL Holdings, Inc
A-1+/P-1	A-+/P-1	A-2/P-2	A-2/P-2	A-1+/P-1	A-2/P-2	A-2/P-2	A-1/P-1	A-1/P-1	A-1/P-2
$15,000 mil	$10,000 mil	$1,850 mil	$2,000 mil	$10,000 mil	$5,000 mil	$2,000 mil	$4,500 mil	$400 mil	$400 mil

Case Study: A1+/P1 Consumer Products

- Williams Capital has served as a named dealer on this program for 17 years.
- Size of program: $3 billion.
- Competing dealers: Citi, Goldman Sachs
- Placement structure: Jump Ball.
- ***For the past 2 years, Williams Capital has consistently placed more than its pro rata share of this program.***

Williams Capital Placement Performance vs. Competing Dealers

A1+/P1 Program with 3 Dealers



Firm Short-Term and Floating Rate Note Capabilities

- Served as Co-Manager or Selling Group member for over $25.4 billion of RANs or BANs
- Williams Capital served as Co-Senior Manager or Co-Manager for over $432 million of SIFMA Indexed Notes
  - $212,400,000 State of Connecticut General Obligation SIFMA Indexed Bonds (2012 Series A)
  - $219,865,000 State of Connecticut General Obligation SIFMA Indexed Bonds (2012 Series D)
- WCG serves as a CP Dealer for City of Houston's $200 mm General Obligation Series G-1 and G-2 CP Program and currently remarkets $20 million of the Series G-2 paper
- Williams Capital has served as Joint-Lead or Sole Lead Manager for 14 Floating Rate Notes ("FRNs") transactions with total par of over $2.773 billion since 2008
- In addition, the Firm has served as Co-Manager for an additional 75 FRNs totaling $76.915 billion during the same period

Lead Managed Note Transactions

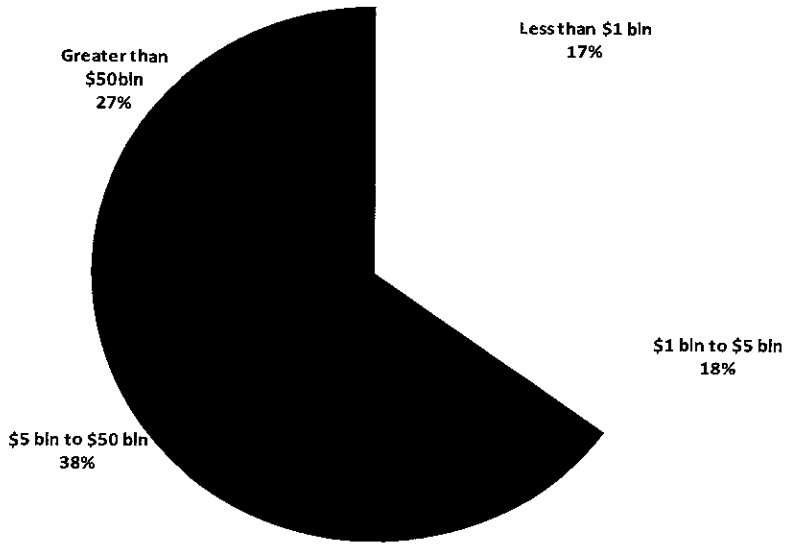
Deal Size	Issuer	Floating Rate Index	Coupon Spread	Maturity Date	Ratings	Sale Date	Deal Name	Role
$ 300,000,000	Toyota Motor Credit Corporation	3M LIBOR	+17	1/23/2015	Aa3/AA-	1/17/2013	$300MM Toyota 2yr FRN	Joint-Lead
$ 400,000,000	American Honda Finance Corporation	3M LIBOR	+12.5	4/8/2014	A1/A+/A+	10/9/2012	$400MM Honda 1.5yr FRN	Joint-Lead
$ 500,000,000	Toyota Motor Credit Corporation	3M LIBOR	+8	7/19/2013	A1/A+	7/19/2012	$500MM Toyota 1yr FRN	Joint-Lead
$ 368,000,000	Toyota Motor Credit Corporation	3M LIBOR	+20	1/11/2013	A1/A+	12/12/2011	$368MM Toyota 1yr FRN	Joint-Lead
$ 410,000,000	American Honda Finance Corporation	3M LIBOR	+25	11/20/2012	A1/A+/A+	11/15/2011	$410MM Honda 1yr FRN	Joint-Lead
$ 210,000,000	American Honda Finance Corporation	3M LIBOR	+10	6/29/2012	A1/A+/A+	6/24/2011	$210MM Honda 1yr FRN	Joint-Lead
$ 250,000,000	Toyota Motor Credit Corporation	Fed Funds Eff.	+25	12/14/2011	Aa2/AA	12/8/2010	$250MM Toyota 1yr FRN	Joint-Lead
$ 20,000,000	American Honda Finance Corporation	3M LIBOR	+22	4/13/2012	A1/A+	10/12/2010	$20MM Honda 1.5yr FRN	Sole Lead
$ 20,000,000	American Honda Finance Corporation	3M LIBOR	+5	10/7/2011	A1/A+	10/12/2010	$20MM Honda 1yr FRN	Sole Lead
$ 20,000,000	American Honda Finance Corporation	3M LIBOR	+5	9/21/2011	A1/A+	9/16/2010	$20MM Honda 1yr FRN	Sole Lead
$ 5,000,000	American Honda Finance Corporation	3M LIBOR	+5	8/5/2011	A1/A+	8/4/2010	$5MM Honda 1yr FRN	Sole Lead
$ 50,000,000	American Honda Finance Corporation	3M LIBOR	+25	9/28/2010	A1/A+	9/23/2009	$50MM Honda 1yr FRN	Sole Lead
$ 120,000,000	American Honda Finance Corporation	3M LIBOR	+13	3/25/2009	A1/A+	3/19/2008	$120MM Honda 1yr FRN	Sole Lead
$ 100,000,000	Toyota Motor Credit Corporation	Fed Funds	+27	3/19/2009	Aa2/AA	2/13/2008	$100MM Toyota 1yr FRN	Sole Lead
$ 2,773,000,000	= Total							

Firm Distribution Strength

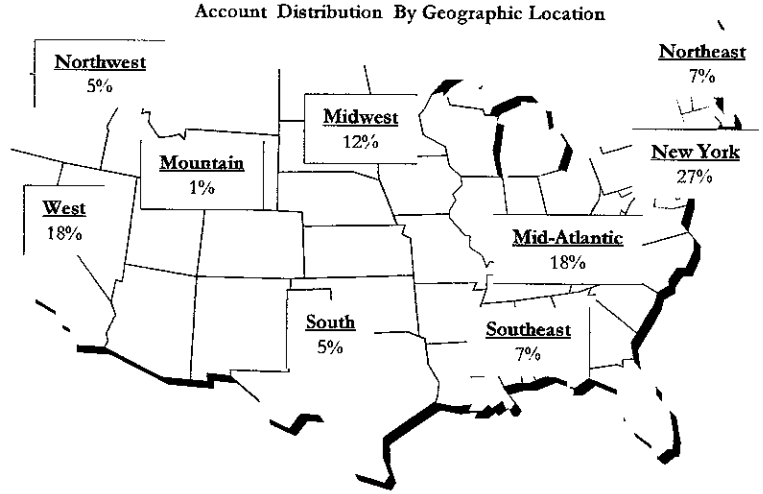
Distribution Strength Through Investor and Product Diversification

- National investor account coverage with institutional investors broadly distributed throughout the US
- Sales force knowledgeable of a diverse mix of fixed income products including taxable, asset-backed, municipal, and government agencies
- Firm focuses on Tier 2 and Tier 3 accounts to broaden the universe of buyers for our clients' paper
  - 35% of accounts have assets under management of less than $5 billion
  - 38% of accounts have assets under management of $5 billion to $50 billion

Williams Capital Group Fixed Income Account Coverage by Asset Size



Account Distribution By Geographic Location



California General Obligation Bonds – Remarketing of Taxable BABs

$228,000,000 State of California General Obligation Bonds
(Stem Cell Research and Cures Bonds, Series 2009A)
(Federally Taxable Build America Bonds)

- **In March 2013, Williams Capital served as Co-Manager for California's remarketing of $228 million State of California General Obligation Taxable Build America Bonds, originally issued in 2009 with a mandatory tender date of April 1, 2013**
  - WCG's liability was 3% of the deal or $6.84 million
  - The Bonds carried ratings of A1/A/A- and was structured as a single term bond maturing April 1, 2039
  - The goal of this remarketing of the Series 2009A Bonds was to fix out the interest rate on the bonds
- **Williams Capital led an intensive internal marketing campaign to educate its salesforce on the offering in anticipation of the pricing, which included the following**
  - Focusing the salesforce on historical buyers of BABs, identifying specific target institutions and investor type (e.g. corporations, pension funds and endowments)
  - Reviewing comparable securities in the municipal and corporate market, highlighting the relative value of the CA BABs, which were being initially marketed at up to 70 bps higher yield than an A-rated corporate security of comparable credit rating and maturity
- **Through this marketing effort, Williams Capital generated $38.5 million in orders from cross-over and new buyers of CA paper**
- **WCG was active in all aspects of the financing:**

✓ Document Review	✓ Due Diligence	✓ Investor Road Show
✓ Price Views	✓ Pre-Marketing	✓ Sale

Port Authority of New York / New Jersey

$2,000,000,000 The Port Authority of New York and New Jersey, Consolidated Bonds, One Hundred Seventy-Fourth Series

- **In September 2012, WCG served as co-manager for the $2.0 billion Port Authority of New York and New Jersey Consolidated Bonds, One Hundred Seventy-Fourth Series**
  - ✓ WCG's 2nd Co-Manager underwriter engagement for the Port Authority
  - ✓ Bonds were rated Aa3/AA-/AA-
  - ✓ Federally Taxable, New York and New Jersey Tax-exempt
  - ✓ Bonds were sold "Group Net", RBC was the lead manager
  - ✓ WCG liability was 3.0% on the transaction or $60,000,000
  - ✓ Structured as a single term bond with sinking fund maturities from 2053 to 2062 (50 year maturity)
- **WCG was active in all aspects of the financing**
  - Document review / comment
  - Due Diligence
  - Investor Road Show
  - Price Views
  - Pre-Marketing
  - Sale
- **WCG's sales force canvassed prospective buyers, including establishing new municipal account coverage**
- **The following buyers of the PANY/NJ paper are covered by WCG Sales professionals**

Aetna	American Century	Baird	BlackRock	Boston Co. Asset Mgmt
Citibank	Concordia	Cumberland	Definitive Capital Mgmt	Deutsche Asset Mgmt
Dodge & Cox	First New York	First Investors	General Electric	Goldman Sachs
Grant Williams	Hartford Investments	Jane Street Capital	J.P. Morgan	Loews Corp
Loomis, Salyes	Merril TOB	NISA Investment Adv.	Orix Public Finance Group	Pacific Life
PIMCO	Pioneer Investment Mgmt	Piper Capital Mgmt	Prudential	16th Amendment Advisors
Spirit of America	State Street Global Advisors	Susquehanna Advisors	T. Rowe Price	UBS
Wachovia ARB	Watermill Asset Mgmt	Wellington	Wellls Capital Mgmt	WamCo

Port Authority of New York / New Jersey

$1,000,000,000 The Port Authority of New York and New Jersey, Consolidated Bonds, One Hundred Sixty-Eighth Series

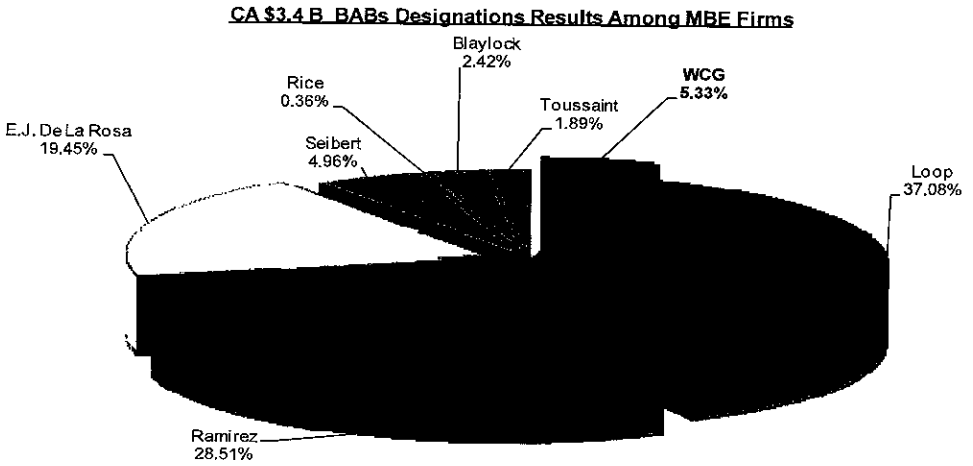
- **In September 2011, WCG served as co-manager for the $1.0 billion Port Authority of New York and New Jersey Consolidated Bonds, One Hundred Sixty-Eighth Series**
  - ✓ WCG's 1st New York municipal Co-Manager underwriter engagement
  - ✓ Bonds were rated Aa2/AA-/AA-
  - ✓ Federally Taxable, New York and New Jersey Tax-exempt
  - ✓ Bonds were sold "Group Net", Citi was the lead manager
  - ✓ WCG liability was 3.33% on the transaction or $33,300,000
  - ✓ Structured as a single term bond with sinking fund maturities from 2047 to 2051 (40 year maturity)
- **WCG was active in all aspects of the financing**
  - Document review / comment
  - Due Diligence
  - Investor Road Show
  - Price Views
  - Pre-Marketing
  - Sale
- **WCG's sales force canvassed prospective buyers, including establishing new municipal account coverage**
- **The following buyers of the PANY/NJ paper are covered by WCG Sales professionals**

1861 Capital Mgmt	Aetna	Aviva Capital	Blackrock
Cumberland Advisers	Definitive Capital Mgmt	Delaware Asset Mgmt	Hartford Life
John Hancock	Mass Financial	Metropolitan Life	Nationwide
Neuberger Berman	Northwestern Mutual	NY SIF	PIMCO
PineBridge	Prudential Mutual Fund	Scudder	Susquehanna Advisors
TIAA-CREF	Wellington Mgmt Co.		

Municipal Distribution Capabilities: CA Taxable Bonds and BABs

$3,400,000,000 State of California Various Purpose General Obligation Bonds (Taxable and Build America Bonds)

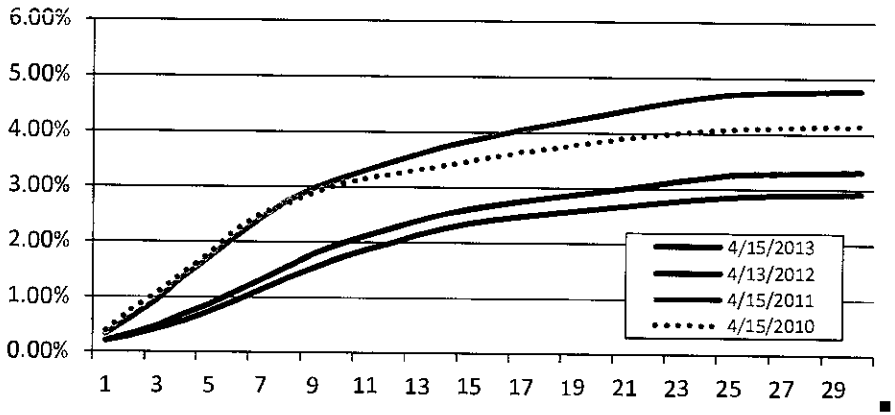
- **In March 2010, WCG served as co-manager for the $3.4 billion State of California Various Purpose General Obligation Bonds (Taxable and Build America Bonds)**
  - ✓ Bonds were sold "Net Designated"
  - ✓ Bonds were sold in about equal tranches with Citi and BAML each leading a tranche
  - ✓ WCG liability was 1% on the transaction and the Firm was included in the designation policy for small firms
  - ✓ Co-senior MBE Firm had to be designated a minimum of 5%
- **WCG launched an intensive marketing effort which led to $32.2 million in total orders**
  - ✓ WCG's underwriting efforts were led by the taxable fixed income syndicate manager
  - ✓ Firm engaged both the tax-exempt and taxable bond desks
  - ✓ Secured $32.2 million in total including $500K of retail orders
  - ✓ WCG ranked 4th among MBE firms designated by investors
  - ✓ Firm was allotted $29.7 million of bonds.



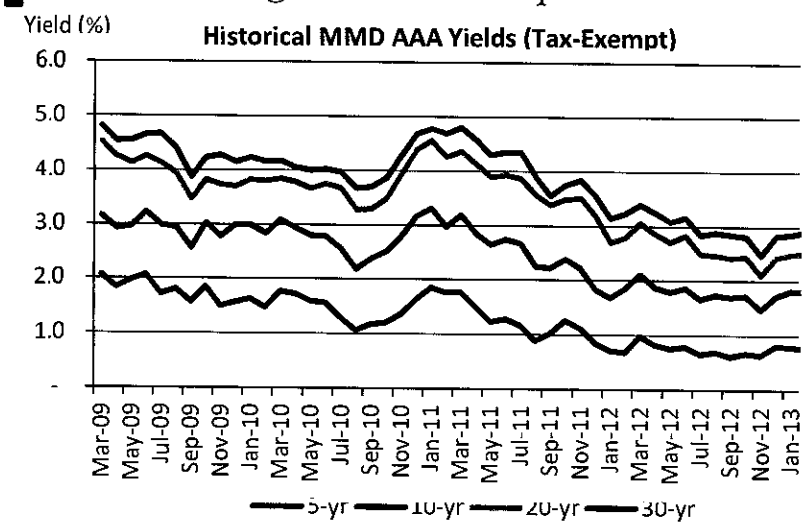
Municipal Market Update

Municipal Market Update

Comparative MMD AAA Interest Rate Curves



Trends in Long-term Tax-Exempt Yields



Relative Value of T/E to Taxable Yields

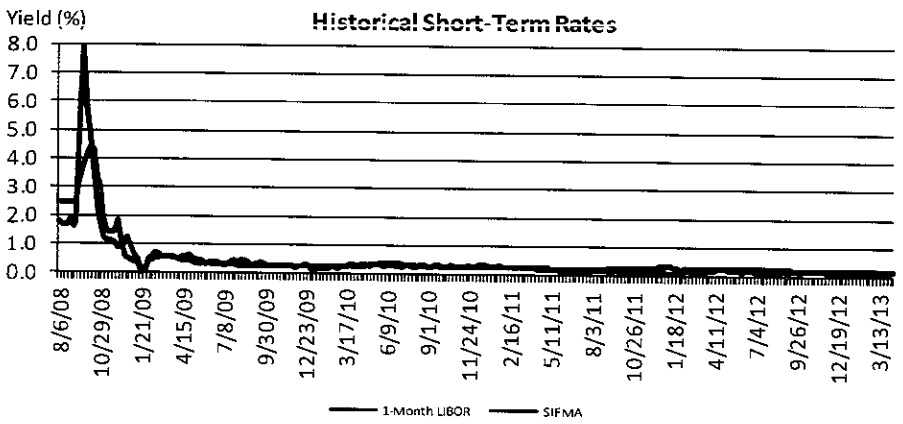
Muni/Treasury	Current (4/15/2013)	3 Month Avg. (1/17/12 - 4/15/13)	1 Year Avg. (4/16/12 - 4/15/13)
1yr / 1yr	181.80%	146.90%	127.50%
5yr / 5yr	107.20%	100.10%	102.40%
10yr / 10yr	100.60%	96.30%	101.60%
15yr / 15yr	102.20%	92.50%	96.80%
20yr / 20yr	101.50%	91.90%	98.00%
30yr / 30yr	101.40%	94.70%	101.20%

Reference: TM3 (AAA / Taxable Ratio)

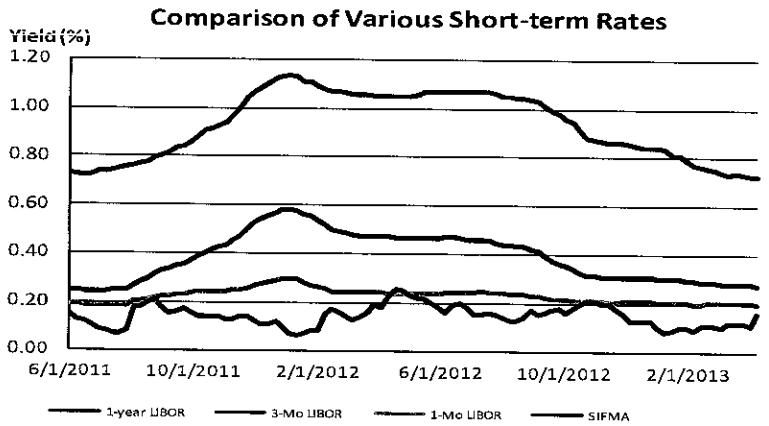
- **Municipal/US Treasury ratios have increased recently**
  - ✓ Result of seasonal patterns of "tax-day" selling
  - ✓ More attractive yield levels should bring some cross-over buying
- **Municipal yields are still near historical lows**
  - ✓ Low municipal issuance volume
  - ✓ Redemptions exceeding new issuance
  - ✓ Investors flush with cash
- **Municipal credit spreads have narrowed**
  - ✓ Absolute levels of interest rates
  - ✓ Pro-active approach to fiscal austerity measures
  - ✓ Lower than expected municipal defaults
  - ✓ Investors' increasing ability to evaluate municipal credits

Municipal Market Trends

Historical Short-term Rates



Trends in Short-term Yields



- **Short-term rates remain attractive and present an opportunity for municipal issuers to benefit from historical low rates**
  - ✓ SIFMA most recently reset at 0.16% or 80% of 1-Month LIBOR
- **After widening significantly due to the Euro zone crisis, short-term LIBOR rates are coming in from their highs**
  - ✓ 3-Month LIBOR is down significantly from the high reached in December 2011, due in part to abatement of the Euro debt crisis
  - ✓ 1-Year LIBOR has moved in lockstep with the 3-Month; although there is an inversion between the 1-Year and 2-Year swap mid rates

Indicative Pricing Levels

- The PA of NY&NJ Consolidated Bonds benefit from strong Aa3/AA-/AA- ratings
- Large taxable bond offerings are index eligible and offer investors enhanced liquidity

Tax-Exempt Indicative Pricing as of April 15, 2013

Maturity Date	AAA MMD (%) 4/15/2013 (COB)	Spread to MMD (bps)	Coupon	Yield (%)
2014	0.20	10	4.00%	0.30
2015	0.29	12	5.00%	0.41
2016	0.42	14	5.00%	0.56
2017	0.56	18	5.00%	0.74
2018	0.74	23	5.00%	0.97
2019	0.93	28	5.00%	1.21
2020	1.14	28	5.00%	1.42
2021	1.35	28	5.00%	1.63
2022	1.54	28	5.00%	1.82
2023	1.72	28	5.00%	2.00
2024	1.86	28	5.00%	2.14
2025	1.99	28	5.00%	2.27
2026	2.14	35	4.00%	2.49
2027	2.26	55	4.00%	2.81
2028	2.35	58	4.00%	2.93
2033	2.63	76	4.00%	3.39
2038	2.85	79	4.00%	3.64
2043	2.92	79	4.00%	3.71

Taxable Indicative Pricing as of April 15, 2013

Maturity Date	Treasury Benchmark	Treasury Yield (%) 4/15/2013 (COB)	Spread to Treasury (bps)	Yield (%)
2014	0.25 3/31/15	0.22	20	0.42
2015	0.25 3/31/15	0.22	25	0.47
2016	0.25 4/15/16	0.32	50	0.82
2017	0.25 4/15/16	0.32	60	0.92
2018	0.75 3/31/18	0.68	75	1.43
2019	0.75 3/31/18	0.68	95	1.63
2020	1.125 3/31/20	1.10	70	1.80
2023	2.00 2/15/23	1.68	85	2.53
2063	3.125 2/15/43	2.86	160	4.46

Peter Nahlen
(212) 373-4257
nahlen@willcap.com

April 15, 2013

THE WILLIAMS CAPITAL GROUP, L.P.

The Municipal Markets Weekly Monitor

As of April 12, 2013

Yield Curves	US Treasury	MMD AAA	% TSY
1yr	0.12	0.20	171.4%
2yr	0.23	0.29	128.3%
3yr	0.33	0.43	129.8%
5yr	0.69	0.76	110.6%
10yr	1.72	1.72	100.0%
15yr	2.29	2.35	102.6%
30yr	2.92	2.94	100.8%

Swap Curves	LIBOR	SIFMA	SIFMA/LIBOR
1yr	0.71	0.18	25.4%
2yr	0.37	0.22	59.5%
3yr	0.47	0.31	66.0%
5yr	0.86	0.63	73.3%
10yr	1.89	1.50	79.4%
15yr	2.44	2.01	82.4%
20yr	2.67	2.28	85.4%
30yr	2.85	2.55	89.5%

Spreads	UST	MMD AAA
1 - 2y	11	9
2-5y	46	47
2-10y	149	143
2-30y	269	265

Spreads	LIBOR	SIFMA
1 - 2y	-34	4
2-5y	49	41
2-10y	152	128
2-30y	248	233

Muni Credit Spreads	Current	Last Wk	1 Mth ago	3 Mth ago
State of NY (30yr)	23	23	24	23
Insured (30yr)*	64	62	59	53
"A" Hospital (30yr)	93	88	86	100
State of CA (30yr)	79	75	64	47

*underlying security "A" rated

Short-Term Rates	Rate	Last Wk	1 Mth ago
Fed Funds Target	0.25	0.25	0.25
Fed Funds	0.16	0.16	0.16
SIFMA	0.16	0.11	0.12
1-Mo LIBOR	0.20	0.20	0.20
3-Mo LIBOR	0.28	0.28	0.28

New Issue Calendar	Sale Date	Issue Size (000)**	Ratings	WCG Role
NJ TTFA	4/16/2013	$878,000	A1/A+/A+	Co-Mgr
SMUD	4/18/2013	$311,445	A1/AA-/A+	SG

**subject to change

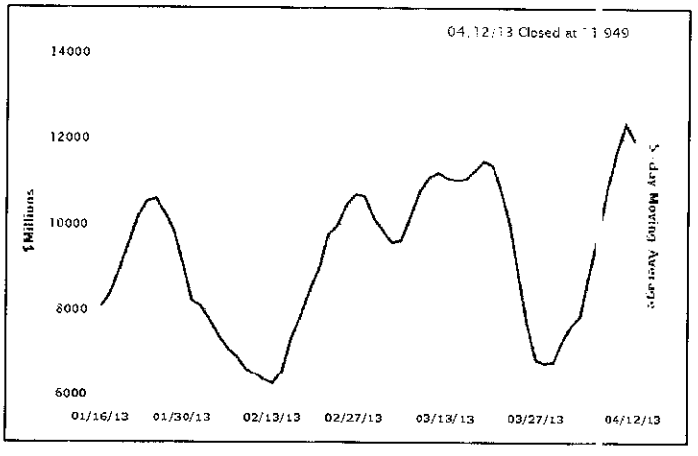
Key Economic Data (4/15- 4/19)	Survey	Actual	Prior	Revised	Date
Consumer Price Index	0.00%	--	0.70%	--	4/16/13
Housing Starts	930K	--	917K	--	4/16/13
Industrial Production	0.20%	--	0.70%	--	4/16/13
Intial Jobless Claims	350K	--	346K	--	4/18/13
Philadelphia Fed.	3	--	2	--	4/18/13

Municipal Market Recap: Early last week saw Treasury yields increase across the maturity spectrum because of supply related issues. The sale of $66 billion in notes and bonds caused a sell-off on Tuesday that continued through much of the week. The trend to cheaper levels was reversed on Friday when news that cash-strapped Cyprus was asking for more help because of its deteriorating economy. That news fueled safe-haven bids for Treasuries, pushing up prices on the benchmark 10-year Treasury and erasing much of the losses from earlier in the week. The 10-year Treasury ended the week at 1.72%, 1 bp cheaper than a week earlier, while the 30-year bond closed at 2.92%, 4 bps higher in yield.

The muni market performed well last week despite a fairly heavy new issue calendar. The negotiated sector once again was highlighted by another large California GO issue. Originally scheduled for just over $2 billion, the deal was upsized to $2.6 billion to accommodate higher than expected demand. This demand was supported by yield increases of up the four bps on certain maturities. Although this was California's fourth issuance in a month, investor demand was fairly robust. Muni yield levels remained stable throughout the week, avoiding the volatility seen in Treasuries. Both the 10-year and 30-year AAA MMD yields ended the week 1 bp higher in yield at 1.72% and 2.94%, respectively.

This week, the muni sector will see approximately $7.8 billion in negotiated new issuance come to market. Two large New Jersey transportation issues will dominate the calendar with the New Jersey Transportation Trust Fund selling $875 million taxable and tax-exempt transportation system revenue bonds and the New Jersey Turnpike Authority selling $646 million SIFMA floating-rate notes.

30-Day Visible Supply



Source: The Municipal Market Monitor (TM3)

The Williams Capital Group, L.P., 650 Fifth Avenue, 11th Floor, NY 10019 **Tel:** 877-WCG-MUNI **Fax:** 212-373-4266 www.willcap.com

The information contained in this document has been derived from sources believed to be reliable but no representation or warranty, expressed or implied, can be made as to its accuracy. This document is for information purposes only, and should not be construed as an offer to buy or sell any securities. Member of FINRA, the MSRB, NASDAQ, SIPC, and BATS.

WCG Marketing Strategy for Port Authority

Enhancing Distribution of Port Authority Bonds

Core Message

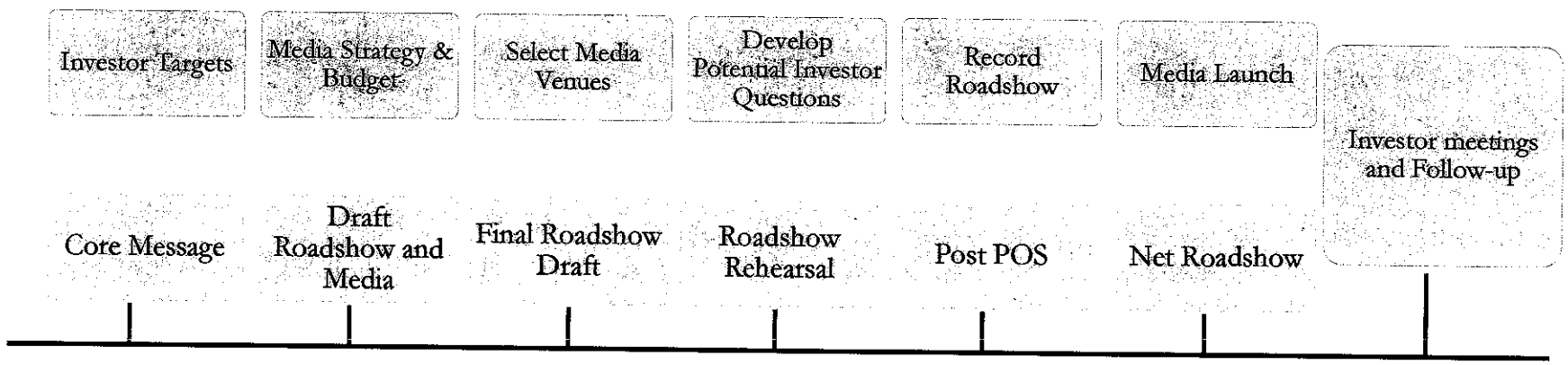
- Governance and Management Strengths
- Favorable Stakeholder Relationships
- Essentiality of Service and Proven Demand
- Conservative Debt Portfolio
- Strength of Revenues and Competitive Position

Targeted Investors

- Key Investors/Analysts:
- Comparable Transaction
- Relative Value Analysis
- Existing Investors
- Buyers of Port, Transportation and Airport Bonds Nationally
- Crossover buyers seeking yield

Communication Venues

- Online – Investor Relations Portal
- Syndicate Links to Investor Relations Portal
- Investor Roadshow
- Investor Meetings
- Print/Radio Advertisement



Enhancing Distribution of Port Authority Paper

- **The goal of Williams Capital's market campaign is to broaden distribution of the Authority bonds**
  - ✓ Support Issue with quality retail orders (Bank Trust, Investment Advisers, SMAs)
  - ✓ Canvass institutional buyers focusing initially on existing buyers and buyers of similar securities
  - ✓ Communicate investor structuring preferences to issuer and lead manager
  - ✓ Commit capital to support offering
- **WCG will seek to strategically add Dealer Agreements to support retail distribution of our client's paper**
- **Large institutions generally place orders with the lead manager to assure the highest allocation of bonds**

Premarketing Campaign

- ✓ **Educate Sales Force on Credit**
  - **Internal meeting**
  - **Issue Bloomberg to salesforce**
  - **Distribute POS and credit information**
  - **Disseminate Sales Points Memorandum to sales force**
- ✓ **Create link between Firm and Issuer website, as applicable**
- ✓ **Post offering on Firm's website**
- ✓ **Distribute Electronic Roadshow link**
- ✓ **Profile and target prospective buyers**

Williams Capital actively markets each deal to enhance distribution of our clients' securities

Williams Capital Sales Force Provides Diverse Account Coverage

- Flat management structure and ease of access to both sales desks allow us to be more effective in marketing transactions
- Use of joint sales force broadens and deepens investor account coverage and permits us to readily tap crossover buyers
- Taxable sales force is well-versed in municipal credits and continues to open new tax-exempt accounts

Taxable Sales Force Accounts

Taxable

- Guardian Life
- Northwestern Mutual Life
- State Street Global
- Diamond Back Cap. Mgt.
- Hutchin Hill Capital
- PA Public School ERS
- Federal Home Loan Ban
- Payden & Rygel
- Select Income Fund
- New York State Common Fund
- Cherner Asset Management
- DIAM
- State of Louisiana
- US Steel

Dual Coverage Accounts

- State Farm
- Guggenheim Partners
- Pimco
- Wellington Management
- Barclays
- Deutsche Bank
- BlackRock
- Goldman Asset Management
- John Hancock
- Prudential
- Van Kampen
- Principal Global Investors
- Franklin
- Eaton Vance
- Alliance Bernstein
- Wells Fargo Investment
- Wells Capital Management
- Lord, Abbett & Co.
- Invesco
- Estabook
- Wells Fargo
- Vanguard
- Allstate
- Met Life

Tax-Exempt Sales Force Accounts

Traditional Tax-Exempt Buyers

- First Investors
- Jane St. Capital
- Thornburg
- Appleton Partners
- Sage Investors
- Nuveen Asset Management
- CW Henderson
- Susquehanna Advisors Group
- Watermill Asset Mgmt
- Federated
- Wells Capital Management
- Nationwide Mutual
- Delaware Management
- Definitive Capital Management
- Concordia Advisors
- BNY Mellon
- JP Morgan
- Bessemer
- Breckinridge Cap
- Capital Group
- American Century
- Hartford Ins.
- Mackay Shields
- Orix Public Finance

Market Refunding Opportunity

Refunding Opportunity: Consolidated Bonds

- Using a 3% per maturity PV savings criteria and refunding the last bond before any earlier maturity, the Authority has $364.7 million of outstanding Consolidated Bonds that are candidates for a refunding for economic savings
- Eligible refunding candidates generate PV savings of $63.57 million or 17.43% of the refunded Bonds

The Port Authority of NY & NJ - Consolidated Bonds 2013 Refunding Analysis	
	Bonds with 3% NPV Savings
Tax-Exempt Fixed Rate Par	$308,280,000
Premium	63,482,364
Total Proceeds	$371,762,364
Refunded Par	$364,655,000
Escrow Deposit	$370,055,523
Delivery Date Expenses	$1,711,790
Arbitrage Yield	1.828%
All-in TIC	2.080%
Average Life	8.117 years
PV Savings	$63,792,469
--% of Refunded Bonds	17.494%
Market Conditions as of COB April 15, 2013	