



**Part II Organizational Action** *(continued)*

**17** List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ▶ Internal Revenue Code sections 301(c), 301(d), 305(b), 305(c), and 316

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

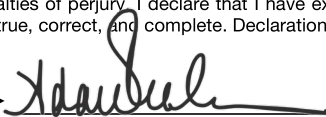
**18** Can any resulting loss be recognized? ▶ No loss may be recognized by this organizational action.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**19** Provide any other information necessary to implement the adjustment, such as the reportable tax year ▶ Any adjustment required by this action applies to the 2021 taxable year for calendar year taxpayers. The reporting entity is a calendar year taxpayer.

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**Sign Here** Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ▶  Date ▶ 10/20/2021

Print your name ▶ Adam M. Cohen Title ▶ Senior Vice President, Tax

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

**iStar Inc.****Convertible Securities - Conversion Adjustment**

If any cash dividend or distribution is made to all or substantially all holders of our common stock, the conversion rate will be adjusted based on the following:

- CR0 = the applicable conversion rate in effect immediately prior to the close of business on the record date for such dividend or other distribution
- CR1 = the applicable conversion rate in effect immediately after the close of business on the record date for such dividend or other distribution
- SP0 = the average of the closing sale prices of our common stock over the 10 consecutive trading-day period ending on, and including, the trading day immediately preceding the ex-dividend date for such dividend or other distribution
- C = the amount of cash per share we pay or distribute to holders of our common stock

**\$287.5mm 3.125% Convertible Notes due September 2022**

- CR0 = 71.2295 \$14.04 per share
- SP0 = \$25.55
- C = \$0.125

CR1 =  $CR0 \times SP0 / (SP0 - C)$

<b>CR1</b>	<b>=</b>	<b>71.5797</b>	<b>\$13.97 per share</b>
<i>Adjustment</i>			<i>\$0.07 per share</i>

**10-Day Closing Price**

8/30	\$26.50
8/27	\$26.43
8/26	\$25.52
8/25	\$25.64
8/24	\$25.47
8/23	\$25.30
8/20	\$25.47
8/19	\$25.18
8/18	\$24.74
8/17	\$25.28