Form **8937** (December 2017) Department of the Treasury

Internal Revenue Service

Report of Organizational Actions Affecting Basis of Securities

► See separate instructions.

OMB No. 1545-0123

Reporting Issuer Part I Issuer's name 2 Issuer's employer identification number (EIN) iStar Inc. 95-6881527 3 Name of contact for additional information 4 Telephone No. of contact 5 Email address of contact Adam M. Cohen, Senior Vice President, Tax acohen@istar.com 6 Number and street (or P.O. box if mail is not delivered to street address) of contact 7 City, town, or post office, state, and ZIP code of contact 1114 Avenue of the Americas FL39 New York, NY 10036 8 Date of action 9 Classification and description See attached Convertible Bond Conversion Ratio Adjustment for Distributions to Common Shareholders 10 CUSIP number 11 Serial number(s) 12 Ticker symbol 13 Account number(s) Organizational Action Attach additional statements if needed. See back of form for additional questions. Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ► See attached Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ► See attached Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ► See attached

Part	П	Organizational	l Action (continued	d)			<u> </u>			
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		(c), 301(d), 305(b),		on(s) and subsection(s) upon	wnich the tax treatmen	t is based >	Internal Revenue Code			
36000	13 30 1	(c), 301(d), 303(b),	303(c), and 310							
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18 (Can an	v resultina loss be r	recognized? ► No Io	ss may be recognized by th	is organizational acti	on.				
		, ,								
19 F	Provide	any other informat	ion necessary to impl	ement the adjustment, such a	as the reportable tax ye	ear ► Anv ad	iustment required by this			
				year taxpayers. The repor						
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							and to the best of my knowledge and er has any knowledge.			
Sign		belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.								
Here	Signature ► X day Dute ► 1									
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_	Print	your name ► Adam	M. Cohen		Title►	Senior Vice	President, Tax			
Paid		Print/Type preparer		Preparer's signature	Date		Check I if PTIN			
Prep	arer						self-employed			
Use							Firm's EIN ▶			
		Firm's address ►		\. B		-	Phone no.			
Send F	orm 8	937 (including accor	mpanying statements	 to: Department of the Treas 	ury, Internal Revenue S	service, Ogde	n, UT 84201-0054			

iStar Inc.

Convertible Securities - Conversion Adjustment

If any cash dividend or distribution is made to all or substantially all holders of our comon 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 X SP0 / (SP0-C)

CR1	=	71.5797	\$13.97	per share
Adiustr	nent		\$0.07	per share

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