### **Safehold Operating Partnership LP**

## \$350,000,000 2.850% Senior Notes due 2032

# Fully and unconditionally guaranteed by Safehold Inc.

## November 8, 2021

## **Term Sheet**

Issuer: Safehold Operating Partnership LP

Guarantor: Safehold Inc.

Security: 2.850% Senior Notes due 2032 (the "Notes")

Expected Ratings (Moody's / Fitch)\*: Baa1 / BBB+

Aggregate Principal Amount: \$350,000,000

Stated Maturity Date: January 15, 2032

Issue Price: 99.123% of the principal amount

Coupon (Interest Rate): 2.850% per annum

Yield to Maturity: 2.950%

Benchmark Treasury: UST 1.250% due August 15, 2031

Benchmark Treasury Price and Yield: 97-23+ / 1.500%

Spread to Benchmark Treasury Yield: +145 basis points

Interest Payment Dates: January 15 and July 15 of each year, beginning on July 15, 2022

Optional Redemption: Prior to October 15, 2031 (three months prior to the Stated Maturity Date of the Notes), "make-whole" call

at T+25 basis points (calculated as though the actual Stated Maturity Date of the Notes was October 15,

2031)

On or after October 15, 2031 (three months prior to the Stated Maturity Date of the Notes), par call

CUSIP / ISIN: 78646U AB5 / US78646UAB52

Trade Date: November 8, 2021

Settlement Date: November 18, 2021 (T+7); under Rule 15c6-1 under the Securities Exchange Act of 1934, trades in the

secondary market generally are required to settle in two business days, unless the parties to that trade expressly agree otherwise. Accordingly, purchasers who wish to trade the Notes before the second business day prior to the Settlement Date will be required, by virtue of the fact that the Notes initially will settle on a delayed basis, to specify an alternate settlement cycle at the time of any such trade to prevent a failed

settlement, and should consult their own advisors with respect to these matters.

Joint Book-Running Managers: Goldman Sachs & Co. LLC

Co-Manager:

J.P. Morgan Securities LLC BofA Securities, Inc. Barclays Capital Inc. Mizuho Securities USA LLC Morgan Stanley & Co. LLC

Truist Securities, Inc.

Lead Co-Manager: SMBC Nikko Securities America, Inc.

Capital One Securities, Inc.

Raymond James & Associates, Inc. Berenberg Capital Markets LLC

Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

The Issuer has filed a registration statement and a prospectus with the Securities and Exchange Commission (the "SEC") for the offering to which this communication relates. Before you invest, you should read the prospectus and the related preliminary prospectus supplement and other documents the Issuer has filed with the SEC for more complete information about the Issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov. Alternatively, the underwriters can arrange to send you the prospectus and related preliminary prospectus supplement if you request it by calling Goldman Sachs & Co. LLC toll-free at 1-866-471-2526, J.P. Morgan Securities LLC collect at 1-212-834-4533, BofA Securities, Inc. toll-free at 1-800-294-1322 or Barclays Capital Inc. toll-free at 1-888-603-5847. This information does not purport to be a complete description of these securities or the offering. Please refer to the preliminary prospectus supplement for a complete description of the securities. This communication does not constitute an offer to sell or the solicitation of an offer to buy any securities in any jurisdiction to any person to whom it is unlawful to make such offer or solicitation in such jurisdiction.