

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 28, 2024

Safehold Inc.

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction of
incorporation)

001-15371
(Commission File
Number)

95-6881527
(IRS Employer
Identification Number)

1114 Avenue of the Americas
39th Floor
New York, NY
(Address of principal executive offices)

10036
(Zip Code)

Registrant's telephone number, including area code: **(212) 930-9400**

N/A

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	SAFE	NYSE

Item 2.02 Results of Operations and Financial Condition.

On October 28, 2024, Safehold Inc. issued an earnings release and made available on its website an earnings presentation for the quarter ended September 30, 2024. A copy of the earnings release and earnings presentation are attached as Exhibit 99.1 and Exhibit 99.2, respectively, hereto and incorporated herein by reference.

The information in this Current Report, including the exhibits hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended, unless it is specifically incorporated by reference therein.

Item 7.01 Regulation FD Disclosure.

On October 28, 2024, Safehold Inc. made available on its website an earnings presentation for the quarter ended September 30, 2024. A copy of the earnings presentation is attached as Exhibit 99.2 hereto and incorporated by reference.

The earnings presentation, including Exhibit 99.2 hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended, unless it is specifically incorporated by reference therein.

Item 9.01 Financial Statements and Exhibits.

Exhibit 99.1 [Earnings Release](#).

Exhibit 99.2 [Earnings Presentation](#).

Exhibit 104 Inline XBRL for the cover page of this Current Report on Form 8-K.



Press Release

Safehold Reports Third Quarter 2024 Results

NEW YORK, October 28, 2024

Safehold Inc. (NYSE: SAFE) reported results for the third quarter 2024.

SAFE published a presentation detailing these results which can be found on its website, www.safeholdinc.com in the “Investors” section.

Highlights from the earnings announcement include:

- ^{3/4} Q3'24 revenue was \$90.7 million
- ^{3/4} Q3'24 net income attributable to common shareholders was \$19.3 million, or \$26.1 million excluding the portion of the quarter's non-cash general provision for credit losses on prior period balances¹
- ^{3/4} Q3'24 earnings per share was \$0.27, or \$0.37 excluding the portion of the quarter's non-cash general provision for credit losses on prior period balances¹
- ^{3/4} Closed \$104 million of new originations in Q3'24, including three new ground leases for \$72 million² and one leasehold loan for \$32 million³
- ^{3/4} Purchased joint venture partner's ownership interest in all ground leases acquired by the venture to date for a total commitment of \$69 million⁴

“This was a productive quarter for Safehold, supplementing new originations with an opportunistic joint venture buyout that is expected to grow earnings and further diversify the portfolio,” said Jay Sugarman, Chairman and Chief Executive Officer. “While rate volatility remains disruptive to real estate and transaction activity, we’re seeing positive trends in

¹ The Company electively enhanced its general provision for credit losses methodology during the quarter, and applied the updated methodology to prior period balances in accordance with GAAP. Of the quarter's \$7.5 million total non-cash general provision for credit losses expense, \$6.8 million represents the expense related to prior period balances. See the Company's Quarterly Report on Form 10-Q for the quarter ended September 30, 2024 for additional information.

² Gross of joint venture partner's 45% participation in one new investment in the third quarter in the amount of \$10.7m. \$72m total commitments includes \$19m of forward commitments that have not yet been funded as of 9/30/24. Such funding commitments are subject to certain conditions. There can be no assurance that Safehold will fully fund these transactions.

³ Gross of leasehold loan partner's 47% participation interest. The leasehold loan did not fund during the third quarter and there can be no assurance that Safehold will fully fund its commitment.

⁴ Gross purchase price of \$80 million for 9 ownership interests within the joint venture, including forward commitments and purchase premium. The \$69 million net purchase price excludes one investment that was originated early in the third quarter and is included within the new originations metrics.

1114 Avenue of the Americas
 New York, NY 10036
 T 212.930.9400
 E investors@safeholdinc.com



certain markets and are well-positioned to capitalize on opportunities and best serve our customers.”

The Company will host an earnings conference call reviewing this presentation beginning at 9:00 a.m. ET on Tuesday, October 29, 2024. This conference call will be broadcast live and can be accessed by all interested parties through Safehold's website and by using the dial-in information listed below:

Dial-In: 877.545.0523
International: 973.528.0016
Access Code: 161168

A replay of the call will be archived on the Company's website. Alternatively, the replay can be accessed via dial-in from 2:00 p.m. ET on October 29, 2024 through 12:00 a.m. ET on November 12, 2024 by calling:

Replay: 877.481.4010
International: 919.882.2331
Access Code: 51479

• • •

Non-GAAP Financial Measures:

Net income attributable to Safehold Inc. common shareholders excluding general provision for credit losses on prior period balances, and EPS excluding general provision for credit losses on prior period balances, are non-GAAP measures used as supplemental performance measures to give management and investors a view of net income and EPS more directly derived from operating activities in the period in which they occur. It should be examined in conjunction with net income attributable to common shareholders as shown in our consolidated statements of operations. EPS excluding general provision for credit losses on prior period balances is calculated as net income attributable to Safehold Inc. common shareholders excluding general provision for credit losses on prior period balances, divided by the weighted average number of common shares. These metrics should not be considered as alternatives to net income attributable to common shareholders or EPS, respectively (in each case determined in accordance with generally accepted accounting principles in the United States of America (“GAAP”)). These measures may differ from similarly-titled measures used by other companies. Reconciliations of these non-GAAP financial measures to their most directly comparable GAAP financial measures are presented below.

1114 Avenue of the Americas
New York, NY 10036
T 212.930.9400
E investors@safeholdinc.com



Earnings Reconciliation (all figures in thousands except per share figures)

Net income attributable to Safehold Inc. common shareholders	\$19,331
Add: General provision for credit losses on prior period balances ¹	6,804
Net income attributable to Safehold Inc. common shareholders excluding general provision for credit losses on prior period balances	\$26,135
Weighted average number of common shares – basic	71,436
Weighted average number of common shares – diluted	71,540
EPS excluding general provision for credit losses on prior period balances (basic & diluted)	\$0.37

¹ Includes general provision for credit losses on prior period balances of \$6.6m on consolidated assets and \$0.2m on unconsolidated assets in Q3'24.

About Safehold:

Safehold Inc. (NYSE: SAFE) is revolutionizing real estate ownership by providing a new and better way for owners to unlock the value of the land beneath their buildings. Having created the modern ground lease industry in 2017, Safehold continues to help owners of high quality multifamily, office, industrial, hospitality, student housing, life science and mixed-use properties generate higher returns with less risk. The Company, which is taxed as a real estate investment trust (REIT), seeks to deliver safe, growing income and long-term capital appreciation to its shareholders. Additional information on Safehold is available on its website at www.safeholdinc.com.

Company Contact:

Pearse Hoffmann

Senior Vice President

Capital Markets & Investor Relations

T 212.930.9400

E investors@safeholdinc.com

1114 Avenue of the Americas
New York, NY 10036
T 212.930.9400
E investors@safeholdinc.com



Q3'24
Earnings Results



Investment Activity

New Originations \$104m

\$72m¹ **\$32m^a**
 3 Ground Leases 1 Leasehold Loan

3 Markets	3 Sponsors (2 New)	100% Multifamily
29% GLTV ³	3.2x Rent Coverage ⁴	7.2% Economic Yield

JV Buyout^b \$69m²

9 Ground Leases^c

4 Markets	6 Sponsors	100% Multifamily
33% GLTV ³	2.6x Rent Coverage ⁴	7.2% Economic Yield

Portfolio Metrics⁵

\$6.7b / \$9.1b

Total Portfolio Aggregate GBV⁶ /
Total Portfolio Estimated UCA

48% / 3.5x

GLTV³ /
Rent Coverage⁴

Capital Sources

\$955m^d

Cash & Credit Facility
Availability

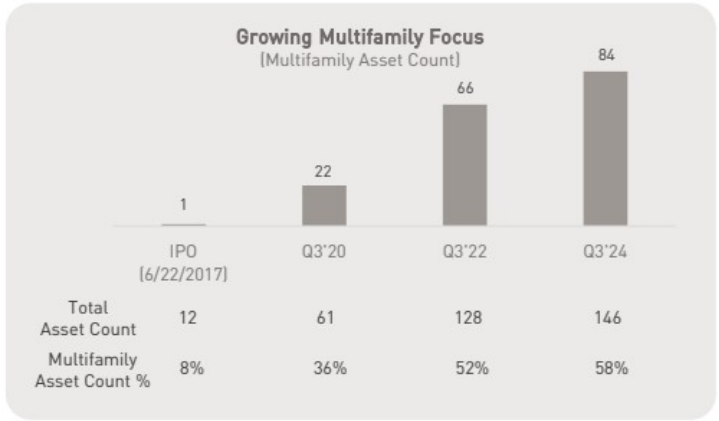
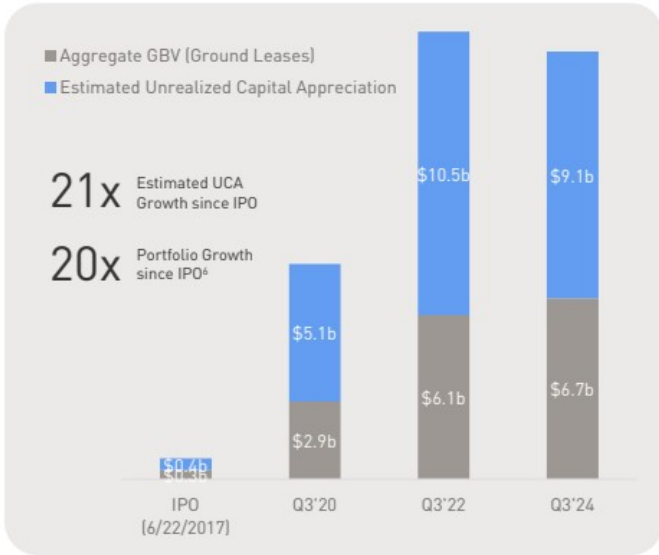
\$400m⁷
 (SAFE \$220m, Partner \$180m)

Remaining Capital for JV with
Leading Sovereign Wealth Fund

Note: The information in this presentation is as of September 30, 2024, unless otherwise stated. Refer to Appendix for Unrealized Capital Appreciation Details, Portfolio Reconciliation, Glossary and Endnotes at the end of this presentation.

- a. Metrics below represent the 3 newly originated ground leases and does not include the newly originated leasehold loan in the leasehold loan fund.
- b. In Q3, SAFE purchased its JV partner's ownership interest in the 9 ground leases acquired by the venture to date. The venture remains in place.
- c. Metrics below include 1 deal closed early in Q3'24 that is also included in corresponding new originations metrics.
- d. Based on cash & cash equivalents and unused capacity of the unsecured revolving credit facilities as of 9/30/24.

Portfolio Growth



Portfolio Total Square Feet: 35.8m⁸

Multifamily	Office	Hotel	Life Science	Other
17.5m SF 20.0k Units	12.5m SF	3.8m SF 5.1k Keys	1.3m SF	0.7m SF

Q3 Fundings & Originations

\$104m
New Originations

- Three new ground leases for \$72m¹
 - \$53m funded, \$19m unfunded
- One new leasehold loan for \$32m (\$0 funded)
 - \$17m SAFE, \$15m JV Partner

\$69m
Buyout

- Buyout of JV partner's commitments for \$69m²
 - Funded \$46m upon buyout⁹

\$122m
Fundings

- \$53m new ground leases (7.2% Economic Yield)
- \$46m via JV partner commitment buyout (7.2% Economic Yield)⁹
- \$23m existing ground leases (5.6% Economic Yield)¹⁰

Note: Please see the "Important Note re COVID-19" at the end of this presentation for a statement about metrics this quarter. Refer to Appendix for Unrealized Capital Appreciation Details and Endnotes. Represents Core Ground Lease Portfolio unless otherwise noted.

Earnings Results

- \$7.5m non-cash general provision for credit losses taken in Q3'24^a due to elective enhancements to general provision for credit losses methodology and current market conditions. \$6.8m of the \$7.5m represents a non-cash general provision for credit losses on prior period balances^b
- Q3 GAAP Net Income and EPS increased Y/Y primarily due to:
 - +\$145.4m: full non-cash impairment of goodwill in Q3'23
 - +\$4.5m: increase in asset-related revenue from investments less increase in interest expense due to debt funding for ground leases
 - +\$2.4m: savings in G&A net of STHO management fee
 - -\$6.8m: non-cash general provision for credit losses on prior period balances

		Q3'24	Q3'23	Y/Y Change	YTD'24	YTD'23	Y/Y Change
Revenues		\$90.7m	\$85.6m	6%	\$273.8m	\$249.6m	10%
Net Income	GAAP	\$19.3m	(\$123.0m)	>100%	\$79.7m	(\$96.2m)	>100%
Attributable to Safehold Inc. common shareholders	Excluding merger & Caret related costs, non-recurring gains and general provision for credit losses on prior period balances ^c	\$26.1m	\$22.5m	16%	\$86.0m	\$71.3m	21%
Earnings Per Share	GAAP	\$0.27	(\$1.81)	>100%	\$1.12	(\$1.47)	>100%
	Excluding merger & Caret related costs, non-recurring gains and general provision for credit losses on prior period balances ^c	\$0.37	\$0.33	11%	\$1.20	\$1.09	10%
Share Count^d	GAAP	71.5m	68.0m	5%	71.4m	65.2m	10%

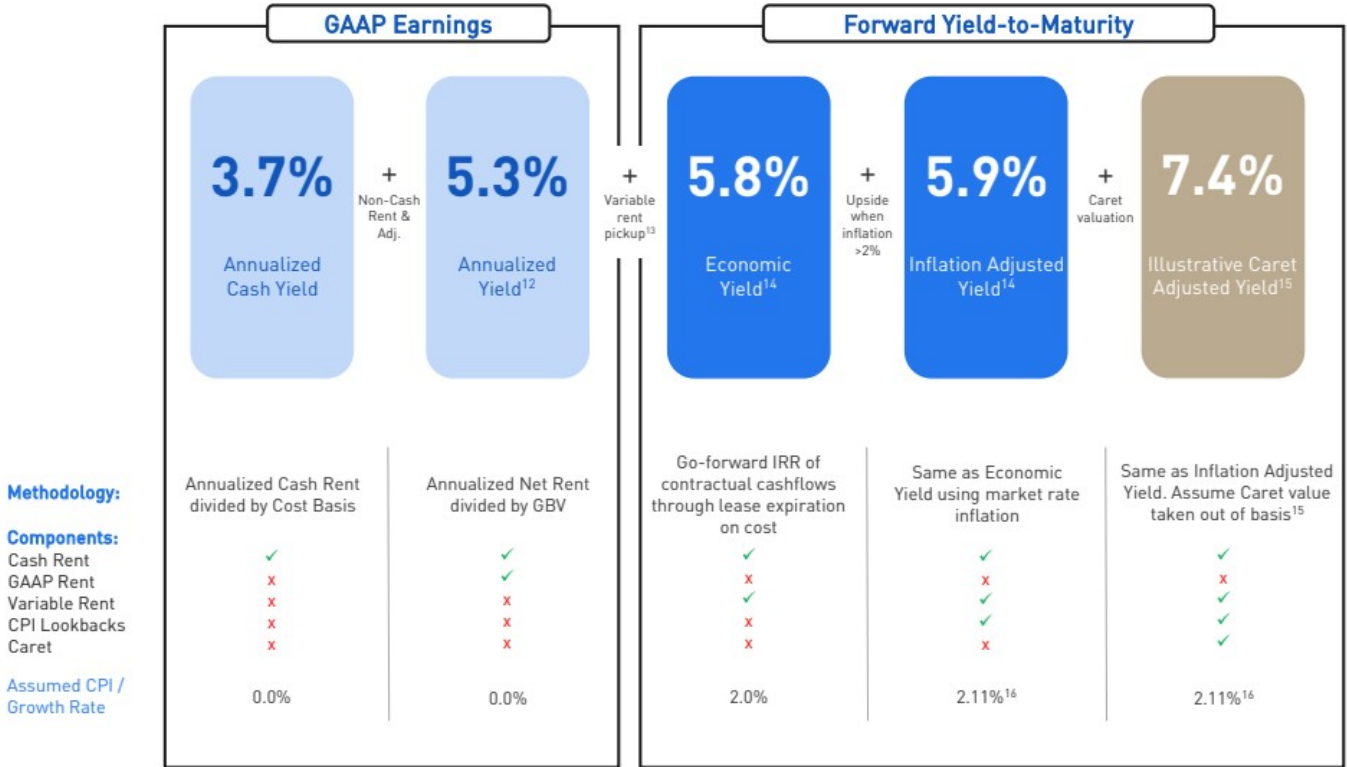
Note: Please refer to the "Earnings Reconciliation" section of the Appendix for more information with regard to the calculation of net income attributable to Safehold Inc. common shareholders excluding merger & Caret related costs and non-recurring gains for the period.

- a. Includes \$7.1m on consolidated assets, of which \$6.6m is general provision for credit losses on prior period balances, in addition to \$0.4m on unconsolidated assets, of which \$0.2m is general provision for credit losses on prior period balances.
- b. The company electively enhanced its general provision for credit losses methodology during the quarter and applied the updated methodology to historical periods in accordance with GAAP.
- c. Caret related income was \$0.6m YTD'24. The income was due to redemption of Caret units at original purchase price reduced by an amount equal to previous cash distributions in connection with the sale of a ground lease in 2022. Merger and Caret related costs were \$0.1m in Q3'23 and \$22.1m YTD'23, including \$10.1m expenses and reserves primarily related to legal, tax, accounting and advisors, \$6.7m transfer tax and \$5.3m G&A primarily related to the termination of pre-existing iStar incentive plans and other miscellaneous items. General provision for credit losses on prior period balances were \$6.8m in Q3'24 and YTD'24. There were no non-recurring gains for these periods. All numbers net of impact attributable to noncontrolling interests.
- d. Represents diluted share count. Basic share count is 71.4m and 71.3m in Q3'24 and YTD'24. No dilutive shares in Q3'23 and YTD'23.

Safehold | The Ground Lease Company | October 2024

Portfolio Yields

[Core Ground Lease Portfolio Gross Book Value: \$6.6b on 92-Year W.A. Lease Term w/ Ext.]¹¹



Note: Refer to Appendix for Glossary and Endnotes. Represents Core Ground Lease Portfolio. Safehold | The Ground Lease Company | October 2024

Portfolio Diversification

Safehold primarily invests in the top 30 MSAs across the U.S., which we believe are positioned for long-term sustainable growth

\$6.6b Core Ground Lease Portfolio
(92-year w.a. extended lease term)



Top 10 Markets (% of GBV, Count, Rent Coverage⁴, GLTV³)

1. **Manhattan (22%)^a** – 10 Assets (3.0x, 58%)
2. **Washington D.C. (10%)** – 17 Assets (3.7x, 56%)
3. **Boston (8%)** – 3 Assets (3.1x, 48%)
4. **Los Angeles (7%)** – 9 Assets (3.6x, 42%)
5. **San Francisco (4%)** – 7 Assets (3.2x, 57%)
6. **Denver (4%)** – 6 Assets (3.2x, 54%)
7. **Honolulu (3%)** – 2 Assets (4.2x, 40%)
8. **Nashville (3%)** – 5 Assets (3.1x, 38%)
9. **Miami (3%)** – 6 Assets (3.6x, 39%)
10. **Atlanta (2%)** – 7 Assets (2.6x, 40%)

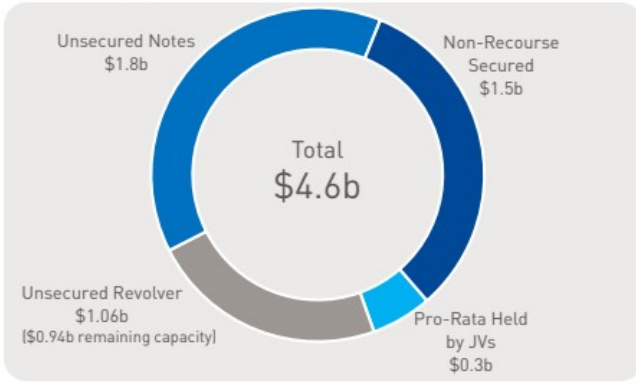
Portfolio by Count							Total	GBV %	Rent Coverage ⁴	GLTV ³
Northeast	West	Mid Atlantic	Southeast	Southwest	Central					
Multifamily	9	28	11	22	10	4	84	39%	3.6x	38%
Office	10	7	9	5	4	1	36	41%	3.3x	60%
Hotel	2	8	1	1	4	0	16	11%	3.9x	45%
Life Science	1	2	2	0	0	0	5	6%	4.7x	42%
Mixed Use & Other	1	1	0	2	0	1	5	3%	3.2x	44%
Total	23	46	23	30	18	6	146	100%	3.5x	48%

Note: Represents Core Ground Lease Portfolio. Based on Gross Book Value of \$6.6b, which excludes \$71m of Safehold's forward commitments. There can be no assurance that Safehold will fully fund any forward commitments.

a. Total New York MSA including areas outside of Manhattan makes up 28% of GBV (18 assets).

Capital Structure

Debt Overview



20.5-year w.a. maturity^a
 No corporate maturities due until 2027

A3 (Stable Outlook) **Moody's** **BBB+** (Positive Outlook) **Fitch**

Outstanding Hedges

SOFR Swap (Revolver)

Notional: \$500m
Term: 5-years (ends April 2028)
Rate: ~3.0% SOFR
Interest Savings: ~\$3m for Q3'24 (~5.3% SOFR less ~3.0% swapped SOFR * \$500m / 4)
Paid current and flowing through earnings

Treasury Locks (Long-Term Debt)

Notional: \$350m
Rate: ~3.67% 30-year treasury
Unrealized Gain Position: ~\$38m in-the-money
Will be paid when SAFE enters into long-term debt issuance and the hedges are unwound/terminated and will flow through earnings thereafter

Debt and Liquidity Metrics	Q3'24
Total debt	\$4.61b
Total equity	\$2.32b
Total debt / Total equity	1.99x
Debt cash interest rate ^a	3.6%
Debt effective interest rate ^a	4.0%
Unencumbered assets	\$4.18b
Cash & credit facility availability	\$0.95b

^a Includes JV debt and excludes outstanding borrowings under the Company's unsecured revolving credit facility.
 Safehold | The Ground Lease Company | October 2024

Appendix

Income Statement

	For the three months ended September 30,		For the nine months ended September 30,	
	2024	2023	2024	2023
Revenues:				
Interest income from sales-type leases	\$67,120	\$59,130	\$195,573	\$174,350
Operating lease income	16,650	16,715	54,344	54,366
Interest income - related party	2,384	2,381	7,098	4,762
Other income	4,551	7,335	16,798	16,073
Total revenues	\$90,705	\$85,561	\$273,813	\$249,551
Costs and expenses:				
Interest expense	\$49,961	\$46,553	\$147,699	\$133,482
Real estate expense	1,047	1,001	3,167	3,219
Depreciation and amortization	2,484	2,519	7,461	7,444
General and administrative ^a	9,649	10,403	30,895	31,716
General and administrative - stock-based compensation	3,467	7,457	10,125	20,127
Impairment of goodwill	-	145,365	-	145,365
Provision for (recovery of) credit losses ^b	7,112	336	8,447	2,625
Other expense	1,111	2,169	1,561	17,532
Total costs and expenses	\$74,831	\$215,803	\$209,355	\$361,510
Income (loss) from operations before other items	\$15,874	(\$130,242)	\$64,458	(\$111,959)
Earnings from equity method investments ^c	4,739	7,451	18,120	16,520
Net income (loss) before income taxes	\$20,613	(\$122,791)	\$82,578	(\$95,439)
Income tax expense	(660)	(55)	(2,041)	(580)
Net income (loss)	\$19,953	(\$122,846)	\$80,537	(\$96,019)
Net (income) loss attributable to noncontrolling interests	(622)	(123)	(813)	(138)
Net income (loss) attributable to Safehold Inc. common shareholders	\$19,331	(\$122,969)	\$79,724	(\$96,157)
Weighted avg. share count - basic	71,436	67,979	71,347	65,214
Weighted avg. share count - diluted	71,540	67,979	71,414	65,214
Earnings (loss) per share (basic & diluted)	\$0.27	(\$1.81)	\$1.12	(\$1.47)

Note: Figures in thousands except for per share amounts.

- a. For the three and nine months ended September 30, 2024, general and administrative expenses were partially offset by \$3.7m and \$13.6m of management fees, respectively, which are included in "Other income."
- b. For the three and nine months ended September 30, 2024, provision for (recovery of) credit losses includes \$7.1m and \$8.4m on consolidated assets, of which \$6.6m and \$6.6m are general provision for credit losses on prior period balances.
- c. For the three and nine months ended September 30, 2024, earnings from equity method investments includes \$0.4m and \$0.2m provision for credit losses on unconsolidated assets, of which \$0.2m and \$0.2m are general provision for credit losses on prior period balances.

Balance Sheet



	As of September 30, 2024	As of December 31, 2023
Assets:		
Net investment in sales-type leases	\$3,440,042	\$3,255,195
Ground Lease receivables, net	1,779,147	1,622,298
Real estate:		
Real estate, at cost	740,971	744,337
Less: accumulated depreciation	(44,921)	(40,400)
Real estate, net	696,050	703,937
Real estate-related intangible assets, net	210,399	211,113
Real estate available and held for sale	7,779	9,711
Total real estate, net, real estate-related intangible assets, net and real estate available and held for sale	914,228	924,761
Loans receivable, net - related party	112,345	112,111
Equity investments	246,310	310,320
Cash and cash equivalents	15,579	18,761
Restricted cash	8,683	27,979
Deferred tax assets, net	6,706	7,619
Deferred operating lease income receivable	203,120	180,032
Deferred expenses and other assets, net ¹⁰	88,760	89,238
Total assets	\$6,814,920	\$6,548,314
Liabilities:		
Accounts payable, accrued expenses, and other liabilities	\$138,601	\$134,518
Real estate-related intangible liabilities, net	63,130	63,755
Debt obligations, net	4,295,673	4,054,365
Total liabilities	\$4,497,404	\$4,252,638
Redeemable noncontrolling interests	-	\$19,011
Equity:		
Safehold Inc. shareholders' equity:		
Common stock	\$714	\$711
Additional paid-in capital	2,190,240	2,184,299
Retained earnings	89,175	47,580
Accumulated other comprehensive income (loss)	7,691	(1,337)
Total Safehold Inc. shareholders' equity	\$2,287,820	\$2,231,253
Noncontrolling interests	\$29,696	\$45,412
Total equity	\$2,317,516	\$2,276,665
Total liabilities, redeemable noncontrolling interests and equity	\$6,814,920	\$6,548,314

Note: Figures in thousands.

Safehold | The Ground Lease Company | October 2024

Portfolio Reconciliation

	IPO (6/22/17)	9/30/20	9/30/21	9/30/22	9/30/23	9/30/24
Net investment in Sales-Type Leases	-	\$1,089	\$1,802	\$3,066	\$3,183	\$3,440
Ground Lease receivables	-	480	\$691	\$1,327	\$1,564	\$1,779
Pro-rata interest in Ground Leases held as equity method investments	-	344	\$439	\$444	\$480	\$454
Real estate, net (Operating Leases)	\$265	\$687	\$714	\$708	\$702 ^a	\$696
Add: Accumulated depreciation	1	21	27	33	39	45
Add: Lease intangible assets, net	123	239	223	219	213	210
Add: Accumulated amortization	1	21	27	34	41	48
Add: Other assets ^b	-	24	23	22	21	23
Add: CECL allowance	-	-	-	-	1	9
Less: Lease intangible liabilities, net	(51)	(57)	(66)	(65)	(64)	(63)
Less: Noncontrolling interest	-	(2)	(2)	(2)	(9)	(2)
Gross Book Value	\$339	\$2,845	\$3,879	\$5,786	\$6,171	\$6,639
Add: Forward Commitments	-	34	94	297	212	71
Aggregate Gross Book Value	\$339	\$2,879	\$3,973	\$6,083	\$6,383	\$6,710
Less: Accruals to net investment in leases and ground lease receivables	-	(33)	(87)	(155)	(243)	(336)
Aggregate Cost Basis	\$339	\$2,847	\$3,886	\$5,929	\$6,140	\$6,374
Less: Forward Commitments	-	(34)	(94)	(297)	(212)	(71)
Cost Basis	\$339	\$2,813	\$3,792	\$5,631	\$5,928	\$6,303

Note: Figures in thousands. Represents Core Ground Lease Portfolio.

a. Excludes \$4m other assets.

b. Includes purchase premium from the Q3'24 JV buyout.

Safehold | The Ground Lease Company | October 2024

Earnings Reconciliation



	For the three months ended September 30,		For the nine months ended September 30,	
	2024	2023	2024	2023
Net income (loss) attributable to Safehold Inc. common shareholders	\$19,331	(\$122,969)	\$79,724	(\$96,157)
Add: Impairment of goodwill	-	145,365	-	145,365
Add: Merger & Caret related costs ^a	-	60	-	22,082
Add: General provision for credit losses on prior period balances ^b	6,804	-	6,804	-
Net income excluding merger & Caret related costs, non-recurring gains for the period and general provision for credit losses on prior period balances	\$26,135	\$22,456	\$86,528	\$71,290
Impact attributable to noncontrolling interests ^a	-	-	(576)	-
Net income attributable to Safehold Inc. common shareholders excluding merger & Caret related costs, non-recurring gains for the period and general provision for credit losses on prior period balances	\$26,135	\$22,456	\$85,952	\$71,290
Weighted average number of common shares - basic	71,436	67,979	71,347	65,214
Weighted average number of common shares - diluted	71,540	67,979	71,414	65,214
EPS excluding merger & Caret related costs, non-recurring gains for the period and general provision for credit losses on prior period balances (basic & diluted)	\$0.37	\$0.33	\$1.20	\$1.09

Note: Figures in millions except for per share amounts. Net income attributable to Safehold Inc. common shareholders excluding merger & Caret related costs, non-recurring gains and general provision for credit losses on prior period balances and EPS excluding merger & Caret related costs, non-recurring gains and general provision for credit losses on prior period balances are non-GAAP measures used as supplemental performance measures to give management and investors a view of net income and EPS more directly derived from operating activities in the period in which they occur. Net income attributable to Safehold Inc. common shareholders excluding merger & Caret related costs, non-recurring gains and general provision for credit losses on prior period balances is calculated as net income (loss) attributable to common shareholders, prior to the effect of non-recurring gains, and charges related to the merger, administration of Caret, origination of the Secured Term Loan to Star Holdings, goodwill impairment and general provision for credit losses on prior period balances, all as adjusted to exclude corresponding amounts allocable to noncontrolling interests. It should be examined in conjunction with net income (loss) attributable to common shareholders as shown in our consolidated statements of operations. EPS excluding merger & Caret related costs, non-recurring gains and general provision for credit losses on prior period balances is calculated as net income attributable to Safehold Inc. common shareholders excluding merger & Caret related costs, non-recurring gains and general provision for credit losses on prior period balances, divided by the weighted average number of diluted common shares. These metrics should not be considered as alternatives to net income (loss) attributable to common shareholders or EPS, respectively (in each case determined in accordance with generally accepted accounting principles in the United States of America ("GAAP")). These measures may differ from similarly-titled measures used by other companies.

a. Caret related income was \$0.6m YTD '24. The income was due to redemption of Caret units at original purchase price reduced by an amount equal to previous cash distributions in connection with the sale of a ground lease in 2022. Merger and Caret related costs were \$0.1m in Q3'23 and \$22.1m YTD '23, including \$10.1m expenses and reserves primarily related to legal, tax, accounting and advisors, \$6.7m transfer tax and \$5.3m G&A primarily related to the termination of pre-existing iStar incentive plans and other miscellaneous items. General provision for credit losses on prior period balances were \$6.8m in Q3'24 and YTD '24. There were no non-recurring gains for these periods. All numbers net of impact attributable to noncontrolling interests.

b. Includes general provision for credit losses on prior period balances of \$6.6m on consolidated assets and \$0.2m on unconsolidated assets in Q3'24 and YTD '24.

Safehold | The Ground Lease Company | October 2024

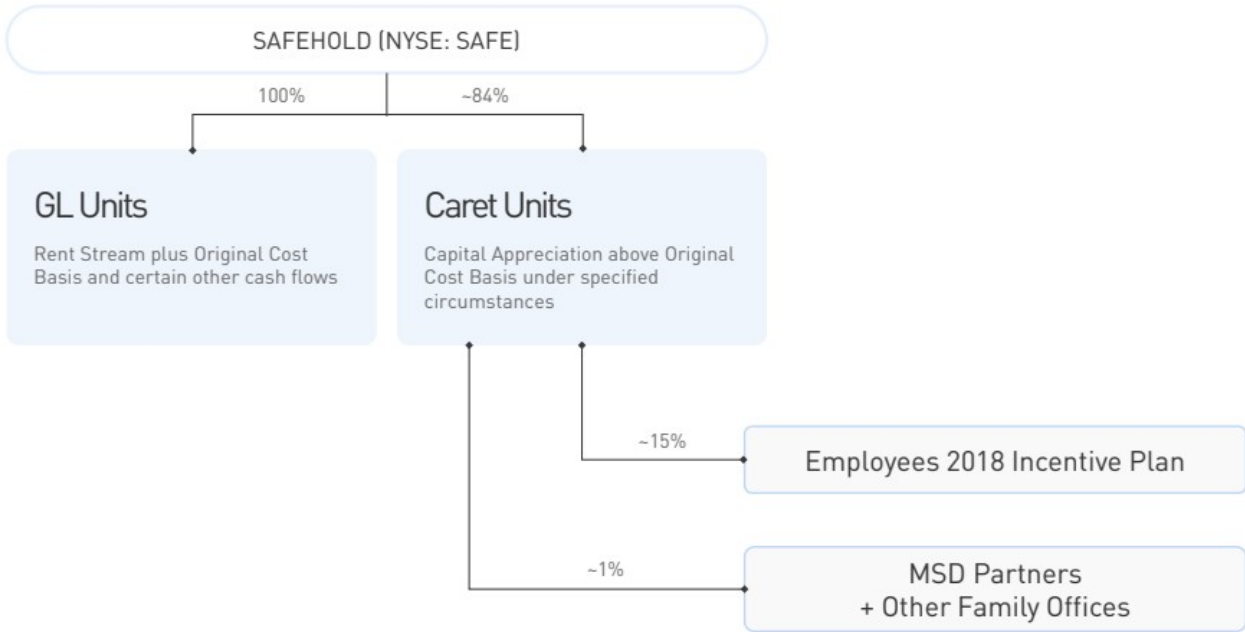
Caret Timeline



a. Management was granted up to 15% of the then-authorized Caret units under this plan.
 b. In connection with Feb 22 sale, we were obligated to seek to provide a public market listing for the Series A Caret Units by Q1'24. Because public market liquidity was not achieved, the investors in the initial round had the option to cause their Series A Caret units to be redeemed at their original purchase price reduced by an amount equal to the amount of subsequent cash distributions on such units. In April 2024, the ~\$19m Series A round was redeemed.

Caret Ownership

In April 2024, the Series A Round was redeemed. It was settled with funds that were previously held in a restricted account; thus no impact to liquidity or revolver borrowings.



Note: Ownership percentage is based on outstanding Caret units
Safehold | The Ground Lease Company | October 2024

Unrealized Capital Appreciation Details

Refer to the Glossary in the Appendix for a definition of Owned Residual Portfolio, Unrealized Capital Appreciation ("UCA"), and "Combined Property Value" ("CPV"). SAFE relies in part on CBRE's valuations of the CPV of our portfolio in calculating UCA. SAFE may utilize management's estimate of CPV for ground lease investments recently acquired that CBRE has not yet evaluated. For construction deals, CPV represents the cost to build inclusive of the land. CPV is a hypothetical value of the as-improved subject property, based on an assumed ownership structure different from the actual ownership structure. CPV does not take into account the in-place Ground Lease or other contractual obligations and is based on the hypothetical condition that the property is leased at market rent at stabilized levels, where applicable, as of the valuation date, without consideration of any costs to achieve stabilization through lease up and associated costs. In determining the CPV of each property, CBRE has utilized the sales comparison approach, based on sales of comparable properties, adjusted for differences, and the income capitalization approach, based on the subject property's income-producing capabilities. The assumptions applied to determine values for these purposes vary by property type and are selected for use based on a number of factors, including information supplied by our tenants, market data and other factors. We currently intend that the CPV associated with each Ground Lease in our portfolio will be valued approximately every 12 calendar months and no less frequently than every 24 months. Lagging valuations may not accurately capture declines in our UCA, CPV or derived metrics such as GLTV, and such declines could be reflected in future periods, and any such decline could be material.

The calculation of the estimated UCA in our Owned Residual Portfolio is subject to a number of limitations and qualifications. We do not typically receive full financial statements prepared in accordance with U.S. GAAP for the commercial properties being operated on the land subject to our Ground Leases. In some cases, we are prohibited by confidentiality provisions in our Ground Leases from disclosing information that we receive from our tenants to CBRE. Additionally, we do not independently investigate or verify the information supplied by our tenants, but rather assume the accuracy and completeness of such information and the appropriateness of the accounting methodology or principles, assumptions, estimates and judgments made by our tenants in providing the information to us. Our calculation of UCA in our Owned Residual Portfolio is not subject to U.S. GAAP and will not be subject to independent audit. We conduct rolling property valuations; therefore, our estimated UCA and CPV may not reflect current market conditions and may decline materially in the future. There can be no assurance that we will realize any incremental value from the UCA in our Owned Residual Portfolio or that the market price of our common stock will reflect any value attributable thereto. We will generally not be able to realize value from UCA through near term transactions, as properties are leased to tenants pursuant to long-term leases. For more information on UCA and CPV, including additional limitations and qualifications, please refer to our Current Report on Form 8-K filed with the SEC on October 28, 2024 and the "Risk Factors" section of our Annual Report on Form 10-K for the year ended December 31, 2023, as updated from time to time in our subsequent periodic reports, filed with the SEC.

Certain interests in our subsidiary Safehold GL Holdings LLC ("Portfolio Holdings") are structured to track and capture UCA to the extent UCA is realized upon sale of our land and Ground Leases or certain other specified events. Under a shareholder-approved plan, management was granted up to 15% of the total authorized Caret units, 1,371,254 of which are currently outstanding and some of which remains subject to time-based vesting. See our 2024 Proxy Statement for additional information on the long-term incentive plan.

As of September 30, 2024, we had sold an aggregate of 122,500 Caret units to third-party investors, including affiliates of MSD Partners, L.P. and received a commitment for the sale of 28,571 Caret units from an entity affiliated with one of our independent directors. As of September 30, 2024, we own approximately 84.3% of the outstanding Caret units. In connection with the sale of 137,142 Caret units in February 2022 (including the 28,571 which did not close), we agreed to use commercially reasonable efforts to provide public market liquidity for such units, or securities into which they may be exchanged, prior to the second anniversary of such sales. Because public market liquidity was not achieved by February 2024, the investors in the February 2022 transaction had the right to cause their Caret units purchased in February 2022 to be redeemed at the purchase price less the amounts of distributions previously made on such units. In April 2024, such outstanding units were redeemed.

Aggregate Cost Basis	Represents Cost Basis plus unfunded commitments of the Core Ground Lease Portfolio. For unfunded commitments, it represents the aggregate future amount to be paid under the commitments.
Aggregate Gross Book Value	Represents the Gross Book Value plus unfunded commitments of the Core Ground Lease Portfolio. For unfunded commitments, it represents the aggregate future amount to be paid under the commitments.
Annualized Cash Yield	Calculated as the annualized base Cash Rent plus Percentage Rent divided by Cost Basis, each for the Core Ground Lease Portfolio.
Annualized Yield	Calculated as the annualized base Net Rent plus Percentage Rent divided by GBV, each for the Core Ground Lease Portfolio.
Caret Adjusted Yield	Using the same cash flows as Inflation Adjusted Yield except that initial cash outlay (i.e., Safehold's basis) is reduced by -\$1.7b, which amount corresponds to Safehold's share (~84%) of the most recent third-party caret valuation of \$2.0b from the Series B round [see page 10 for more detail on the caret valuation].
Cash Interest Rate	The current cash interest rate of debt.
Cash Rent	Represents in-place base ground lease income recognized excluding straight-line rent, amortization of lease intangibles, and non-cash income from sales-type leases, each for the Core Ground Lease Portfolio.
Combined Property Value (CPV)	The current combined value of the land, buildings and improvements relating to a commercial property, as if there was no ground lease on the land at the property. CPV is generally based on independent appraisals; however, the Company will use actual sales prices/management estimates for recently acquired and originated ground leases for which appraisals are not yet available. For construction projects, CPV represents the total cost associated with the acquisition, development, and construction of the project.
Core Ground Lease Portfolio	Represents the portfolio of assets owned at the date indicated and our proportionate share of two unconsolidated joint venture assets, and excludes the Star Holdings Loan, Leasehold Loan Fund and GL Plus Fund.
Cost Basis	Represents the historical purchase price of an asset in the Core Ground Lease Portfolio, including capitalized acquisition costs of the assets.
Debt Effective Interest Rate	Represents the all-in stated interest rate over the term of debt from funding through maturity based on the contractual payments owed excluding the effect of debt premium, discount and deferred financing costs.
Economic Yield	Computed similarly to effective yield on a bond, the Economic Yield is calculated using projected cash flows beginning 10/1/2024 for the duration of the lease, with an initial cash outflow and a residual value equal to our cost of the land. The cash flows incorporate contractual fixed escalators and the impact of an assumed inflation scenario on variable rate escalators such as (i) CPI adjustments and CPI lookbacks, (ii) percentage of revenues the building generates and/or (iii) periodic fair market valuations of the land. For CPI adjustments and CPI lookbacks, this metric uses the Federal Reserve long-term 2.0% CPI target for the duration of the leases. For ground leases that have other forms of inflation capture including fair market value resets and percentage rent based on building revenue, this metric assumes fair market value and building revenue increase by the Federal Reserve long-term 2.0% CPI target annually. Target yields and cash flow multiples assume no default, full rent collections, no destruction and no casualty events.
GAAP Rent	In-place revenue from operating and sales-type leases recognized under GAAP, each for the Core Ground Lease Portfolio.
GL Plus Fund	The Company's investment fund that targets the origination and acquisition of Ground Leases for commercial real estate projects that are in a pre-development phase.
Gross Book Value (GBV)	Represents Cost Basis plus accrued interest on sales-type leases of the Core Ground Lease Portfolio. The amount is not reduced for general provision for credit losses allowances.
Ground Lease-to-Value (GLTV)	Calculated as the Aggregate GBV divided by CPV of the Core Ground Lease Portfolio. Safehold uses this metric to assess risk and our seniority level in a real estate capital structure. Similar to the concept of the LTV metric used in the loan market.
Inflation Adjusted Yield	For CPI adjustments and CPI lookbacks, Inflation Adjusted Yield is computed in the same manner as Economic Yield, assuming a specific alternative inflation scenario for the duration of the leases. For ground leases that have other forms of inflation capture including fair market value resets and percentage rent based on building revenue, Inflation Adjusted Yield is based on Economic Yield and assumes fair market value and building revenue increase by the assumed inflation scenario annually.
Net Rent	GAAP Rent less depreciation & amortization for the Core Ground Lease Portfolio. This includes the amortization of a right of use asset recorded as real estate expense (totals \$1.0m annualized). Includes our proportionate share of GAAP rent and amortization from our equity method investments, each for the Core Ground Lease Portfolio.
Owned Residual Portfolio	Represents the portfolio of properties under which Safehold owns a ground lease and reflects Safehold's right to the land, property and tenant improvements at the end of the lease. The current value of the Owned Residual Portfolio is typically represented by the Combined Property Value or CPV of our portfolio.
Percentage Rent	Represents TTM cash percentage rent paid by the property.
Property NOI	Represents the net operating income (NOI) of the building/Safehold's ground lease tenant prior to paying ground lease rent.
Rent Coverage	The ratio of Property NOI as provided by the building owner or estimated Property NOI to the annualized Cash Rent due to Safehold. The Company adjusts Property NOI for material non-recurring items and uses estimates of the stabilized Property NOI if it does not receive current tenant information and for properties under construction or transition, in each case based on leasing activity at the property and available market information, including leasing activity at comparable properties in the relevant market.
Safehold™/Safehold™ Ground Lease	A ground lease originated and structured by Safehold.
Unrealized Capital Appreciation (UCA)	Calculated as the difference between CPV of the Core Ground Lease Portfolio and the Aggregate Cost Basis. The Company tracks UCA because we believe it provides relevant information with regard to the three key investment characteristics of our ground leases: (1) the safety of our position in a tenant's capital structure, (2) the quality of the long-term cash flows generated by our portfolio rent that increases over time; and (3) increases and decreases in CPV of the portfolio that will ultimately revert to us.

Endnotes

- [1] Presentation assumes 100% ownership of closed deals. Our JV partner participated in 1 deal at closing this quarter and purchased 45% of the commitment. \$72m total commitments includes \$19m of forward commitments that have not yet been funded as of 9/30/24. There can be no assurance that Safehold will fully fund these transactions.
- [2] Presentation represents JV partner's 45% ownership that Safehold purchased (including purchase premium). \$80m total consideration includes \$32m of forward commitments that had not yet been funded as of purchase date of 8/30/24 and which SAFE assumed from JV partner. There can be no assurance that Safehold will fully fund these transactions. \$69m in the presentation represents \$80m total consideration less 1 deal closed during Q3'24 which is included in new origination metrics for this quarter. Other metrics related to JV buyout include that deal.
- [3] CPV used to calculate GLTV is generally based on independent appraisals; however, the Company will use actual sales prices / management estimates for recently acquired and originated ground leases for which appraisals are not yet available. We currently intend that the CPV associated with each Ground Lease in our portfolio will be valued approximately every 12 calendar months and no less frequently than every 24 months.
- [4] The Company uses estimates of the stabilized Property NOI for Rent Coverage calculations if it does not receive current tenant information or if the properties are under construction / in transition. These estimates are based on leasing activity at the property, third party appraisals and available market information, such as leasing activity at comparable properties in the relevant market.
- [5] Represents Core Ground Lease Portfolio.
- [6] The portfolio is presented using Aggregate Gross Book Value. As of 9/30/24, the portfolio included \$71m of Safehold's forward commitments that have not yet been funded (such funding commitments are subject to certain conditions). There can be no assurance Safehold will fully fund these transactions.
- [7] Original Safehold target commitment of \$275m and original JV partner target commitment of \$225m. Each party's commitment is discretionary. On 8/30/24, Safehold purchased JV partner's outstanding commitment for all existing assets in the JV and now owns 100% for those assets. The venture remains in place, and the JV partner's participation right in certain qualifying ground lease investment opportunities expired on 9/30/24. \$400m remaining capital (Safehold \$220m, JV partner \$180m) represents original \$500m target commitment (Safehold \$275m, JV partner \$225m) less funded amount of \$100m (Safehold \$55m, JV partner \$45m).
- [8] Square footage and total units/keys are based on information provided by the building owners, public records, broker reports and other third-party sources and are based on the primary usage of the building. No assurance can be made to the accuracy of these figures.
- [9] Total funded amount for the buyout is \$48m (including purchase premium). The \$46m in the presentation excludes \$2m funding from 1 deal closed during Q3'24 which is included in new originations metrics for this quarter.
- [10] Includes \$1.5 million preferred equity funding. The Company entered into a discretionary commitment to fund up to \$9.0 million of preferred equity in an entity that owns the leasehold interest under one of the Company's office Ground Leases located in Washington, DC. This preferred equity position is intended to fund any operating cash flow deficits and leasing capital necessary at the property as our tenant explores potential re-leasing or a leasehold sale. In-place cash flows at the property covered ground rent through September 30, 2024, though a semi-annual property tax payment made in September 2024 produced a shortfall, which resulted in a \$1.5 million funding. During the three and nine months ended September 30, 2024, the Company funded \$1.5 million of the commitment which is included in "Deferred expenses and other assets" on the Company's consolidated balance sheet as of September 30, 2024. In addition, the Company has recognized \$1.7 million and \$2.7 million, respectively, of interest income from sales-type leases from the Ground Lease in its consolidated statements of operations for the three and nine months ended September 30, 2024.
- [11] Does not include \$71m of Safehold's forward commitments.
- [12] Annualized Yield is based on GAAP treatment, which assumes 0% growth / inflation environment for the remaining term of existing legacy ground leases that have structures with a component of variable rent.
- [13] Certain acquired leases with legacy ground rent structures have a component of variable rent, including percentage rent, fair market value reset, or CPI-based escalators not captured in Annualized Yield. These leases have \$0 go forward economics under GAAP. These leases (16% of portfolio) earns 3.1% for Annualized Yield but earns 6.0% Economic Yield when using 2.0% annual growth / inflation.
- [14] Safehold™ originated ground leases typically include a periodic rent increase based on prior years' cumulative CPI growth with the initial lookback year generally starting between lease year 11 and 21. These CPI lookbacks are generally capped between 3.0% - 3.5% per annum compounded. In the event cumulative inflation growth for the lookback period exceeds the cap, the excess is not captured by the CPI lookback. Other forms of inflation capture include fair market value resets and percentage rent, typically for acquired ground leases. 83% of our portfolio as determined by cash rent has some form of a CPI lookback and 94% of our portfolio as determined by cash rent has some form of inflation capture.
- [15] Illustrative Caret Adjusted Yield uses the 5.9% Inflation Adjusted Yield as the starting point, and reduce initial cash outlay (i.e. Safehold's basis) by ~\$1.7b, which is Safehold's 84% ownership of Caret using its most recent \$2 billion valuation (in conjunction with the merger, MSD committed in Series B round to buy 1.0% of the total outstanding Caret Units for \$20m with no redemption rights in November 2022 and certain other investors committed to buy an aggregate of 22,500 Caret Units on the same terms and conditions in November 2022. Purchase closed on 3/31/23 in connection with the merger. In April 2024, the Series A round was redeemed.)
- [16] Federal Reserve Bank of St. Louis, 30-year Breakeven Inflation Rate, retrieved from FRED, Federal Reserve Bank of St. Louis; <https://fred.stlouisfed.org/series/T30YIEM>, October 25, 2024.

Forward-Looking Statements and Other Matters

This presentation may contain forward-looking statements. All statements other than statements of historical fact are forward-looking statements. These forward-looking statements can be identified by the use of words such as "illustrative", "representative", "expect", "plan", "will", "estimate", "project", "intend", "believe", and other similar expressions that do not relate to historical matters, and include estimates of UCA and Illustrative Caret Adjusted Yield. These forward-looking statements reflect the Company's current views about future events, and are subject to numerous known and unknown risks, uncertainties, assumptions and changes in circumstances that may cause the Company's actual results to differ significantly from those expressed in any forward-looking statement. The Company does not guarantee that the transactions and events described will happen as described (or that they will happen at all).

The following factors, among others, could cause actual results and future events to differ materially from those set forth or contemplated in the forward-looking statements: (1) any delay in or our inability to realize the expected benefits of the recently consummated merger of Safehold Inc. and iStar Inc. ("STAR") and/or our recently consummated spin-off of Star Holdings (collectively, the "transactions"); (2) changes in tax laws, regulations, rates, policies or interpretations; (3) the risk of unexpected significant transaction costs and/or unknown liabilities related to the transactions; (4) potential litigation relating to the transactions; (5) the impact of actions taken by significant stockholders; (6) general economic and business conditions; (7) market demand for ground lease capital; (8) the Company's ability to source new ground lease investments; (9) the availability of funds to complete new ground lease investments; (10) risks that the rent adjustment clauses in the Company's leases will not adequately keep up with changes in market value and inflation; (11) risks associated with certain tenant and industry concentrations in our portfolio; (12) conflicts of interest and other risks associated with our relationship with Star Holdings and other significant investors; (13) risks associated with using debt to fund the Company's business activities (including changes in interest rates and/or credit spreads, the ability to source financing at rates below the capitalization rates of our assets, and refinancing and interest rate risks); (14) risks that we will be unable to realize incremental value from the UCA in our Owned Residual Portfolio; (15) the value that will be attributed to Caret units in the future; (16) risks that tenant rights in certain of our ground leases will limit or eliminate the Owned Residual Portfolio realizations from such properties; (17) general risks affecting the real estate industry and local real estate markets (including, without limitation, the potential inability to enter into or renew ground leases at favorable rates, including with respect to contractual rate increases or participating rent); (18) dependence on the creditworthiness of our tenants and their financial condition and operating performance; (19) escalating geopolitical tensions as a result of the war in Ukraine and the evolving conflict in Israel and surrounding areas; and (20) competition from other ground lease investors and risks associated with our failure to qualify for taxation as a REIT, as amended. Please refer to the section entitled "Risk Factors" in our Annual Report on Form 10-K for the year ended December 31, 2023 and any subsequent reports filed with the Securities and Exchange Commission (SEC) for further discussion of these and other investment considerations. The Company expressly disclaims any responsibility to update or revise forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

This presentation also contains modeling and information relating to potential inflation, which are presented for illustrative purposes only, and are not guarantees or otherwise necessarily indicative of future performance. In addition, this presentation contains certain figures, projections and calculations based in part on management's underlying assumptions. Management believes these assumptions are reasonable; however, other reasonable assumptions could provide differing outputs.

Important Note re COVID-19: Readers of this presentation are cautioned that, due to the possibility that the COVID-19 pandemic and its after-effects, including the resulting shifts in the office sector, will have a delayed adverse impact on our financial results, along with the related uncertainty, our results for the period may not be indicative of future results. Similarly, our Rent Coverage and Unrealized Capital Appreciation as of September 30, 2024 may decline with respect to certain properties in future periods due to the continuing impact of the pandemic and its after-effects, including the resulting shifts in the office sector, and the fact that certain metrics that we report and monitor may not reflect the full effects of the pandemic and its after-effects as of their dates of determination. Readers are urged to read our Quarterly Report on Form 10-Q for the quarter ended September 30, 2024 when it is filed with the SEC for a more fulsome discussion of our quarterly results, including the "Management's Discussion and Analysis of Financial Condition and Results of Operations" section included therein.

Merger Transaction / Basis of Presentation: On November 10, 2022, Safehold Inc. ("Old Safe") entered into an Agreement and Plan of Merger (the "Merger Agreement") with iStar Inc. ("iStar"), and on March 31, 2023, in accordance with the terms of the Merger Agreement, Old Safe merged with and into iStar, at which time Old Safe ceased to exist, and iStar continued as the surviving corporation and changed its name to "Safehold Inc." (the "Merger"). For accounting purposes, the Merger is treated as a "reverse acquisition" in which iStar is considered the legal acquirer and Old Safe is considered the accounting acquirer. As a result, the historical financial statements of Old Safe became the historical financial statements of Safehold Inc. Unless context otherwise requires, references to "iStar" refer to iStar prior to the Merger, and references to "we," "our" and "the Company" refer to the business and operations of Old Safe and its consolidated subsidiaries prior to the Merger and to Safehold Inc. (formerly known as iStar Inc.) and its consolidated subsidiaries following the consummation of the Merger.

Investor Relations Contact
Pearse Hoffmann
212.930.9400
investors@safeholdinc.com