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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a)  
of the Securities Exchange Act of 1934  
(Amendment No. )**

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Filed by the Registrant  Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

**BRIGHTSPIRE CAPITAL, INC.**

(Name of Registrant as Specified In Its Charter)

N/A

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
  - Fee paid previously with preliminary materials.
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
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# Your **Vote** Counts!

**BRIGHTSPIRE CAPITAL, INC.**

2026 Annual Meeting

Vote by May 12, 2026

11:59 PM ET



## You invested in BRIGHTSPIRE CAPITAL, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the shareholder meeting to be held on May 13, 2026.**

### Get informed before you vote

View the Notice & Proxy Statement, Annual Report on Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to April 24, 2026. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and vote without entering a control number



Virtual

#### Vote in Person at the Meeting\*

May 13, 2026  
10:00 AM EST

\*If you choose to vote these shares in person at the meeting, you must request a "legal proxy." To do so, please follow the instructions at [www.ProxyVote.com](http://www.ProxyVote.com) or request a paper copy of the materials, which will contain the appropriate instructions. Please check the meeting materials for any special requirements for meeting attendance.

Vote at [www.ProxyVote.com](http://www.ProxyVote.com)

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters.

**BRIGHTSPIRE CAPITAL, INC.**  
2026 Annual Meeting  
Vote by May 12, 2026  
11:59 PM ET

Voting Items	Board Recommends
1. Election of Directors <b>Nominees:</b>	
1A Catherine D. Rice	☑ For
1B Kim S. Diamond	☑ For
1C Catherine Long	☑ For
1D Vernon B. Schwartz	☑ For
1E Michael J. Mazzei	☑ For
2. Approval of an advisory proposal regarding the compensation paid to BrightSpire Capital's named executive officers.	☑ For
3. Ratification of the appointment of Deloitte & Touche as independent public auditor for the fiscal year ending December 31, 2026.	☑ For
4. Approval of an Amendment to the BrightSpire Capital, Inc. Equity Incentive Plan.	☑ For

**NOTE:** In their discretion, the proxies are authorized to vote upon such other business as may properly come before the meeting.