Issuer Free Writing Prospectus
Filed Pursuant to Rule 433
Registration File Nos. 333-249932 and 333-249932-01
Relating to Preliminary Prospectus Supplement dated November 10, 2020
to Prospectus dated November 6, 2020

## **Pricing Term Sheet**

## Rexford Industrial Realty, L.P.

\$400,000,000 2.125% Senior Notes due 2030

November 10, 2020

Issuer: Rexford Industrial Realty, L.P.

Guarantor: Rexford Industrial Realty, Inc.

Expected Ratings\* (Moody's/S&P/Fitch): Baa3/BBB/BBB (Stable/Stable)

Security: 2.125% Senior Notes due 2030

Aggregate Principal Amount Offered: \$400,000,000

Maturity Date: December 1, 2030

Interest Rate: 2.125%

**Interest Payment Dates:** June 1 and December 1, commencing June 1, 2021

**Price to Public:** 99.211% of the aggregate principal amount

Yield to Maturity: 2.213%

**Benchmark Treasury:** 0.625% due August 15, 2030

**Spread to Benchmark Treasury:** +125 basis points **Benchmark Treasury Price / Yield:** 96-27+ / 0.963%

Optional Redemption: Prior to September 1, 2030 (three months prior to the Maturity Date of the Notes), make-whole

redemption at the Adjusted Treasury Rate (as defined) plus 20 basis points, plus accrued and unpaid interest to, but not including, the redemption date. On and after September 1, 2030 (three months prior to the Maturity Date of the Notes), at a redemption price equal to 100% of the principal amount, plus accrued and unpaid interest to, but not including, the redemption date. See the preliminary prospectus supplement for the definition of "Adjusted Treasury Rate" and for further terms and provisions applicable to optional redemption and the calculation of the

redemption price.

Trade Date: November 10, 2020

Settlement: T+3; November 16, 2020; 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.

**CUSIP/ISIN:** 76169X AA2/US76169XAA28

**Minimum Denomination:** \$2,000 and integral multiples of \$1,000 in excess thereof

Joint Book-Running Managers: J.P. Morgan Securities LLC, BofA Securities, Inc., U.S. Bancorp Investments, Inc., Citigroup

Global Markets Inc. and Goldman Sachs & Co. LLC

Senior Co-Managers: Capital One Securities, Inc., PNC Capital Markets LLC and Truist Securities, Inc.

Co-Managers: Regions Securities LLC, Stifel, Nicolaus & Company, Incorporated and Roberts & Ryan

Investments, Inc.

The issuer and guarantor have filed a registration statement (including a prospectus and a preliminary prospectus supplement) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and the preliminary prospectus supplement and other documents the issuer and guarantor have filed with the SEC for more complete information about the issuer and guarantor and this offering. You may get these documents for free by visiting EDGAR on the SEC web site at www.sec.gov. Alternatively, the issuer, the guarantor, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by contacting: J.P. Morgan Securities LLC collect at 1-212-834-4533; BofA Securities, Inc. at 1-800-294-1322; or U.S. Bancorp Investments, Inc. by calling 877-558-2607.

<sup>\*</sup> A securities rating is not a recommendation to buy, sell or hold securities and may be revised or withdrawn at any time.