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

SCHEDULE 14A

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

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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Important Notice Regarding the Availability of Proxy Materials for the Stockholder Meeting of

BRIGHTSPIRE CAPITAL, INC.

To Be Held On:

May 5, 2022 at 11:00 A.M. EDT

virtually at <https://web.lumiagm.com/219091430> (password: brightspire2022)

COMPANY NUMBER	
ACCOUNT NUMBER	
CONTROL NUMBER	

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

If you want to receive a paper or e-mail copy of the proxy materials you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery please make the request as instructed below before 4/21/2022.

Please visit <http://www.astproxyportal.com/ast/BRSP>, where the following materials are available for view:

- Notice of Annual Meeting of Stockholders
- Proxy Statement
- Form of Electronic Proxy Card
- Annual Report

TO REQUEST MATERIAL: TELEPHONE: 888-Proxy-NA (888-776-9962) 718-921-8562 (for international callers)

E-MAIL: info@astfinancial.com

WEBSITE: <https://us.astfinancial.com/OnlineProxyVoting/ProxyVoting/RequestMaterials>

TO VOTE:



ONLINE: To access your online proxy card, please visit www.voteproxy.com and follow the on-screen instructions or scan the QR code with your smartphone. You may enter your voting instructions at www.voteproxy.com up until 11:59 PM Eastern Time on May 4, 2022.

VIRTUALLY AT THE MEETING: The company will be hosting the meeting live via the Internet this year. To attend the meeting via the Internet, please visit <https://web.lumiagm.com/219091430> (password: brightspire2022) and be sure to have your control number available.

TELEPHONE: To vote by telephone, please visit www.voteproxy.com to view the materials and to obtain the toll free number to call.

MAIL: You may request a card by following the instructions above.

1. To elect six directors from the nominees named in the proxy statement to serve one-year terms expiring at the 2023 annual meeting of stockholders.

Catherine D. Rice

Kim S. Diamond

Catherine Long

Vernon B. Schwartz

John E. Westerfield

Michael J. Mazzei

2. Approval of an advisory proposal regarding the compensation paid to BrightSpire Capital's named executive officers.

3. Ratification of the appointment of Ernst & Young LLP as independent public auditor for the fiscal year ending December 31, 2022.

4. Approval of the BrightSpire Capital, Inc. 2022 Equity Incentive Plan.

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

Please note that you cannot use this notice to vote by mail.