Edgar Filing: Kilroy Realty, L.P. - Form FWP

Kilroy Realty, L.P. Form FWP November 27, 2017

Issuer Free Writing Prospectus

Filed Pursuant to Rule 433

Registration Nos. 333-213864 and 333-213864-01

November 27, 2017

Kilroy Realty, L.P.

\$425,000,000

3.450% Senior Notes due 2024

Guaranteed by

Kilroy Realty Corporation

This free writing prospectus relates only to the securities described below and should be read together with Kilroy Realty, L.P. s and Kilroy Realty Corporation s preliminary prospectus supplement dated November 27, 2017 (the preliminary prospectus supplement) and the accompanying prospectus dated September 29, 2016 and the documents incorporated and deemed to be incorporated by reference therein.

Issuer:

Guarantor:

Security:

Aggregate Principal Amount Offered:

Maturity Date:

Interest Rate:
Interest Payment Dates:

Price to Public:

Yield to Maturity:

Benchmark Treasury:

Spread to Benchmark Treasury:

Benchmark Treasury Yield:

Redemption:

Kilroy Realty, L.P.

Kilroy Realty Corporation

3.450% Senior Notes due 2024

\$425,000,000 aggregate principal amount

December 15, 2024

3.450% per year, accruing from December 11, 2017

June 15 and December 15, commencing June 15, 2018

99.870% of the aggregate principal amount, plus

accrued interest, if any

3.471%

2.250% due October 31, 2024

125 basis points

2.221%

Prior to September 15, 2024 (the Par Call Date), make-whole redemption at the Treasury Rate (as defined) plus 20 basis points, plus accrued and unpaid interest. On and after the Par Call Date, at a redemption price equal to 100% of the principal amount plus accrued and unpaid interest. See the preliminary prospectus supplement for the definition of Treasury Rate and for further terms and provisions applicable to optional redemption and the calculation of the redemption price.

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Trade Date: No Settlement Date: Determine Date: No Determine Date: Determine Date: No Determine Date: No Determine Date: Determine Date: Determine Date: No Determine Date: No Determine Date: Determine Date:

November 27, 2017 December 11, 2017 (T+10). See Underwriting (Conflicts of Interest) Delayed Settlement in the preliminary prospectus supplement for information

regarding T+10 settlement.

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Expected Ratings¹: Baa2 by Moody s Investors Service (stable outlook) BBB by Standard & Poor s Ratings Services (stable outlook) **CUSIP:** 49427RAM4 US49427RAM43 ISIN: J.P. Morgan Securities LLC Joint Book-Running Managers: U.S. Bancorp Investments, Inc. Barclays Capital Inc. Merrill Lynch, Pierce, Fenner & Smith Incorporated Wells Fargo Securities, LLC BBVA Securities Inc. Senior Co-Managers: Citigroup Global Markets Inc. SMBC Nikko Securities America, Inc. Co-Managers: BNP Paribas Securities Corp. Comerica Securities, Inc. KeyBanc Capital Markets Inc. MUFG Securities Americas Inc. PNC Capital Markets LLC RBC Capital Markets, LLC Scotia Capital (USA) Inc.

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

¹ Note: The securities ratings above are not recommendations to buy, sell or hold the securities. The ratings may be subject to revision or withdrawal at any time. Each of the ratings above should be evaluated independently of any other security rating.