

Edgar Filing: ESSEX PROPERTY TRUST, INC. - Form FWP

ESSEX PROPERTY TRUST, INC.

Form FWP

February 04, 2019

Filed Pursuant to Rule 433

Registration Nos. 333-227600 and 333-227600-01

February 4, 2019

Essex Portfolio, L.P.

\$350,000,000 4.000% Senior Notes due 2029

fully and unconditionally guaranteed by

Essex Property Trust, Inc.

Issuer:	Essex Portfolio, L.P.
Guarantor:	Essex Property Trust, Inc.
Principal Amount:	\$350,000,000
Expected Ratings (Moody's / S&P / Fitch)*:	Baa1 / BBB+ / BBB+
Trade Date:	February 4, 2019
Settlement Date:	February 11, 2019 (T+5)
Maturity Date:	March 1, 2029
Interest Payment Dates:	March 1 and September 1, commencing September 1, 2019
Benchmark Treasury:	UST 3.125% due November 15, 2028
Benchmark Treasury Price / Yield:	103-13+ / 2.724%
Spread to Benchmark Treasury:	T+137.5 basis points
Yield to Maturity:	4.099%
Coupon:	4.000% per annum
Price to Public:	99.188% of the Principal Amount, plus accrued interest, if any, from the Settlement Date if settlement occurs after the Settlement Date
Optional Redemption Provisions:	<p>Prior to December 1, 2028, make-whole call as set forth in the preliminary prospectus supplement at Treasury + 25 basis points</p> <p>On or after December 1, 2028, the redemption price will be 100% of the principal amount to be redeemed plus accrued and unpaid interest thereon to, but excluding, the redemption date, as set forth in the preliminary prospectus supplement</p>
CUSIP / ISIN:	29717P AT4 / US29717PAT49
	Wells Fargo Securities, LLC

Joint Book-Running
Managers:

Citigroup Global Markets Inc.
J.P. Morgan Securities LLC
U.S. Bancorp Investments, Inc.
Jefferies LLC
MUFG Securities Americas Inc.

Senior Co-Managers: Barclays Capital Inc.
BB&T Capital Markets, a division of BB&T Securities, LLC
BNP Paribas Securities Corp.
Deutsche Bank Securities Inc.
Mizuho Securities USA LLC

Co-Managers: Capital One Securities, Inc.
Regions Securities LLC
Scotia Capital (USA) Inc.

*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

The issuer has filed a registration statement (including a preliminary prospectus supplement and a prospectus) with the U.S. Securities and Exchange Commission (SEC) for the offering to which this communication relates. Before you invest, you should read the prospectus supplement for this offering, the issuer's prospectus in that registration statement and any other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by searching the SEC online data base (EDGAR) on the SEC web site at <http://www.sec.gov>. Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus supplement and prospectus if you request it from (i) Wells Fargo Securities, LLC toll free at 1-800-645-3751, (ii) Citigroup Global Markets Inc. toll free at 1-800-831-9146, (iii) J.P. Morgan Securities LLC collect at 1-212-834-4533, or (iv) U.S. Bancorp Investments, Inc. toll free at 1-877-558-2607.
