

**INTERRENT REAL ESTATE INVESTMENT TRUST**  
(the “**Trust**”)

**CHARTER OF THE SUSTAINABILITY COMMITTEE**  
(the “**Charter**”)

**I. GENERAL**

**1. Mandate and Purpose**

The Sustainability Committee (the “**Committee**”) is a committee of the Board of Trustees (the “**Board**”/ “**Board of Trustees**”) of the Trust. The primary function of the Committee is to assist the Board in fulfilling its oversight responsibilities by:

- reviewing and recommending to the Board the Trust’s overall general strategy with respect to matters of environmental, social and governance responsibility (collectively “**Sustainability**”) to promote long-term sustainable performance;
- overseeing, assessing and improving the Trust’s policies, practices and performance with respect to Sustainability matters in collaboration with other relevant committees (including the Nominations and Governance Committee and the Human Resources and Compensation Committee);
- providing oversight of social, political and environmental trends, risks and opportunities that affect the Trust’s business strategy and performance;
- carrying out actions the Trust can take to be, and be known as, a responsible and good corporate citizen in the communities in which it operates, while furthering its long-term business goals, including investing in technology and new initiatives to increase sustainability and lower its carbon footprint across the portfolio, with focus on energy, water and waste consumption and management; and
- performing the additional duties set out in this Charter or otherwise delegated to the Committee by the Board.

The Committee's oversight role regarding compliance systems shall not include responsibility for the Trust’s actual compliance with applicable laws and regulations.

The Committee will review and modify this mandate with regards to, and to reflect changes in, the business environment, industry standards on Sustainability matters, additional standards which the Committee believes may be applicable to the Trust’s business, the location of the Trust’s business and its unitholders and the application of laws and policies.

## II. AUTHORITY

1. The Committee has authority to delegate to individual members or subcommittees of the Committee.
2. The Committee has authority to retain any outside advisor or consulting firm at the expense of the Trust and has the authority to determine any such advisor's or consultant's fees and other terms of engagement.

## III. PROCEDURAL MATTERS

### 1. Composition

The Committee shall be composed of a minimum of three members.

### 2. Member Qualifications

- (a) Every Committee member must be a trustee of the Trust;
- (b) Every Committee member must be "independent" as that term is defined in National Instrument 58-101 – *Disclosure of Corporate Governance Practices*, and in addition a controlling shareholder or non-employee officer of the Trust or its affiliates if he or she is among the five most highly compensated, would not be considered independent for the purposes of this Committee; and
- (c) Every Committee member must have, to the satisfaction of the Board of Trustees, sufficient relevant skills and/or experience that permits such member to effectively assist in carrying out the mandate of the Committee.

### 3. Member Appointment and Removal

Members of the Committee will be appointed by the Board annually. The members of the Committee will hold office until their successors are appointed or until they are removed by the Board or cease to be trustees of the Trust.

The Board may, by resolution, remove a member of the Committee at any time in its sole discretion. Where a vacancy occurs at any time in the membership of the Committee, it may be filled by the Board. A vacancy will be filled by the Board if the membership of the Committee falls below three members.

### 4. Committee Structure and Operations

#### (a) Chair

Each year, the Board will appoint one member of the Committee to act as the chairperson of the Committee (the "**Chair**"). The Chair may be removed at any time at the discretion of the Board. If the Chair is absent from any meeting, the Committee will select one of its other members to preside at that meeting.

**(b) Meetings**

The Chair will be responsible for developing and setting the agenda of the Committee meetings, and in consultation with management, determining the time, place and frequency of such Committee meetings. The Committee shall meet at least once annually and as many additional times the Committee deems necessary to carry out its duties.

In addition, the Committee or at a minimum, the Chair shall meet regularly with the Trust's external corporate counsel to discuss the Trust's corporate governance policies and practices.

**(c) Notice**

Notice of the time and place of every meeting will be given in writing, verbally or by telephonic or other electronic communication to each member of the Committee, the chairman of the Board, the chief executive officer (the "CEO") of the Trust and chief financial officer of the Trust, at least 48 hours prior to the time fixed for such meeting. The notice period may be waived by a quorum of the Committee.

**(d) Attendees**

The Committee may invite such officers and employees of the Trust and advisors as it sees fit from time to time to attend meetings of the Committee, to assist in the discussion and deliberation of matters being considered by the Committee, and to provide information as necessary.

**(e) Quorum**

The quorum for the transaction of business at any meeting of the Committee shall consist of a majority of the number of members of the Committee then holding office or such greater number as the Committee shall by resolution determine. No business may be transacted by the Committee except at a meeting of its members at which a quorum of the Committee is present in person, or by means of a telephonic, electronic or other communications facility that permits all participants participating in the meeting to communicate with each other simultaneously and instantaneously.

**(f) Secretary**

The Committee will appoint a Secretary to the Committee who need not be a trustee or officer of the Trust.

**(g) Records**

Minutes of meetings of the Committee will be recorded and maintained by the Secretary to the Committee and will be subsequently presented to the Committee for review and approval.

**(h) Liaison**

The CEO will act as management liaison with the Committee.

**IV. RESPONSIBILITIES AND DUTIES**

**1. Sustainability Committee Responsibilities**

With respect to the Sustainability commitments of the Trust, the Committee shall be responsible for:

- recommending the general strategy relating to Sustainability matters in collaboration with other relevant Trust Committees, the internal ESG committee and external consultants as required;
- overseeing the development of the Trust’s Sustainability strategy, including policies related to operational controls of environmental, health and safety and social risks;
- overseeing the preparation of the Trust’s Annual Sustainability Report in collaboration with the internal ESG committee;
- overseeing the Trust’s reporting standards and communications in relation to Sustainability matters and response to corresponding obligations and strategies;
- ensure that Sustainability considerations are factored into the activities of other Board Committees, where there is overlap in responsibilities; and
- overseeing the Trust’s approach to social, community and sustainability initiatives including the charitable giving strategy of the Trust.

**2. Reporting to the Board**

The Committee will report to the Board in a timely manner on all significant matters it has considered and addressed and with respect to such other matters that are within its responsibilities. This requirement may be satisfied by making the minutes of Committee meetings available to Board members.

Approved December 6, 2023