

Agree Realty Corporation

Environmental, Social and Governance (“ESG”) Steering Committee Charter

Purpose

The primary objective of the ESG Steering Committee (the “Committee”) is to support Agree Realty Corporation’s (the “Company” or “Agree”) continued commitment to environmental, social and governance matters. The Committee is responsible for defining the ESG policies, practices, and disclosure of the Company. The Committee will help guide the development and implementation of the Company’s ESG roadmap and assist the Company’s leadership team and the Nominating & Corporate Governance Committee of the Board of Directors (the “NCGC”) with setting the overarching ESG strategy for the Company.

Meeting Frequency

- Monthly

Committee Members

- Chief Financial Officer
- General Counsel
- Chief of Staff and Executive Vice President, People & Culture
- Chief Accounting Officer
- Vice President, Asset Management
- Director of Corporate Finance

Other Participants

- Director, Corporate Finance
- Analyst, Corporate Finance

Duties and Responsibilities

- Assist in setting Agree’s strategy with respect to ESG matters, and to consider and recommend policies, practices, and disclosures that conform with the strategy
- To help oversee Agree’s compliance, reporting and disclosure with respect to ESG matters
- To help manage internal and external communications regarding Agree’s position or approach to ESG matters
- To consider current and emerging ESG matters that may affect the business, operations, performance, or public image of Agree and its stakeholders, and to make recommendations on how Agree’s policies, practices and disclosures can adjust to or address current trends
- To put systems in place, as deemed necessary and appropriate, to monitor ESG matters including ESG-related legal and regulatory requirements, the Company’s GHG emissions and climate-related risk
- To help Agree address stockholder proposals and other significant stakeholder concerns relating to ESG matters

- To work with internal departments, and outside consultants as applicable, to develop and maintain appropriate internal controls and procedures and to drive timely and relevant disclosures of ESG matters
- To review and assess this Charter annually and recommend any proposed changes to the NCGC for approval
- To play an active role in the creation of the Company's annual ESG Report by providing insights, information, and relevant data
- To perform such other duties, tasks, and responsibilities relevant to the purpose of the Committee as may from time to time be requested
- To review and monitor the Company's performance under applicable ESG ratings

Board Oversight and Reporting

The Chief Financial Officer shall chair the Committee. The NCGC has formal oversight responsibility for the Company's ESG programs, and the Chief Financial Officer or other Committee members will provide regular updates on ESG matters to the NCGC, ensuring they are apprised of all significant ESG matters.

Adopted: December 16, 2022