

**PRIMARIS REAL ESTATE INVESTMENT TRUST**  
**POSITION DESCRIPTION OF COMMITTEE CHAIRS**

**Effective Date: December 31, 2021**

The Board of Trustees (the “**Board**”) of Primaris Real Estate Investment Trust (the “**REIT**”) is responsible for stewarding and overseeing the REIT and its business. In furtherance thereof, the Board has delegated certain of its authority to Board committees. The chairs of such committees of the Board are principally responsible for overseeing the operations of their respective committees.

Without limitation to the foregoing, each committee chair shall:

- (a) provide leadership to foster the effectiveness of the committee;
- (b) ensure there is an effective relationship between the Board and the committee, including by providing a report to the Board on material matters considered by the committee at the next regular Board meeting following each committee meeting;
- (c) report to the Board on significant committee deliberations and discussions, and on the committee’s recommendations;
- (d) in consultation with the other members of the committee and the Board, where appropriate, prepare the agenda for each meeting of the committee;
- (e) ensure that timely and relevant information is provided to the committee members as required for the proper performance of their duties;
- (f) ensure that the committee is provided with the resources to permit it to carry out its responsibilities and bringing to the attention of senior management any issues that are preventing the Board from being able to carry out its responsibilities;
- (g) chair committee meetings, including stimulating debate, providing adequate time for discussion of issues, facilitating consensus, encouraging full participation and discussion by individual members and confirming that clarity regarding decision-making is reached and accurately recorded;
- (h) ensure that the appropriate mandate for the committee is in effect and assist the Compensation, Governance and Nominating Committee (the “**CG&N Committee**”) in making recommendations for amendments to the mandate;
- (i) together with the CG&N Committee, ensure that an appropriate system is in place to evaluate the performance of the committee as a whole and the committee’s individual members, and make recommendations to the CG&N Committee for changes when appropriate;
- (j) provide additional services required by the Board and the committee;
- (k) with respect to the chair of the Audit Committee, receive, investigate and, if material, report to the Board on issued and concerns received pursuant to the REIT’s Whistleblowing Policy; and

- (l) with respect to the chair of the CG&N Committee, report the results of the annual assessments of the Board, Trustees, and committees of the Board.

**Approved by the Board on December 31, 2021**