
ANTI-BRIBERY AND CORRUPTION POLICY

I. INTRODUCTION AND PURPOSE

At Veris Residential, Inc. (“we” or “the Company”), we are committed to conducting all of our business fairly through honest business competition and we do not seek competitive advantages through unethical or illegal business practices. We take a zero-tolerance approach to bribery and corruption; we require our team to act professionally, fairly and with integrity in all of our business dealings and relationships wherever we operate; and we implement and enforce effective systems to counter bribery and corruption.

The purpose of this Policy is to: (a) set out our responsibilities, and of those working for us, in observing and upholding our position on bribery and corruption; and (b) provide information and guidance to those working for us including, but not limited to, our employees, our entire supply chain and any third party conducting business with the Company on how to recognize and deal with bribery and corruption issues.

II. BRIBERY AND CORRUPTION LAWS

We intend to uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. This includes the laws and regulations of the United States, including the Foreign Corrupt Practices Act (“FCPA”).

The FCPA prohibits corruptly offering, promising, authorizing or paying anything of value to any foreign official, any foreign political party or official thereof, or any candidate for foreign political office, in order to influence the official for the purpose of obtaining or retaining business, or securing some other improper advantage.

The FCPA also requires the maintenance of a system of internal accounting controls and the keeping of accurate books and records which, in reasonable detail, fairly reflect transactions and dispositions of assets.

III. DEFINED TERMS

- a. A “bribe” means an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.
- b. An “improper business advantage” means (1) business obtained or retained (as in the awarding of a contract), (2) regulatory action compelled or prevented (such as may be related to licensing or approvals) or (3) abnormal, inappropriate or improper favors or benefits extended or received, in each case as the result of any bribe offered, promised or provided in order to induce the improper performance of the relevant function or activity.
- c. A “third party” means any individual or organization you come into contact with during the course of your work for the Company, including actual and potential residents, tenants, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

IV. POLICY

The Company does not tolerate any form of corruption, bribery or anticompetitive behavior within its supply chain. Company employees and suppliers are prohibited from (1) offering, promising, giving or accepting any bribe and (2) engaging in any activities that may result in an improper business advantage to the Company, any employee, supplier or associated person, or any third party.

A violation of this Policy can occur even if a bribe is only offered or promised and not actually made, a bribe is made but fails to achieve the desired result, or the improper business advantage benefits someone other than the giver (for example, directing business to a third party). Also, it does not matter that the counterparty may have suggested or demanded the bribe or improper business advantage, or that the Company, employee or third party may already feel entitled to the outcome sought.

The Policy applies to any employee, supplier or associated person, whether they are situated in the U.S. or extra territorially.

In particular, it is not acceptable to:

- (a) give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business advantage will be received;
- (b) give, promise to give, or offer, a payment, gift or hospitality to a government official (foreign or domestic), agent or representative to “facilitate” or expedite a routine procedure;
- (c) accept payment from a third party that is known or suspected to be offered with the expectation that it will obtain a business advantage for them;
- (d) accept a gift or hospitality from a third party that is known or suspected to be offered or provided with an expectation that a business advantage will be provided in return;
- (e) threaten or retaliate against another employee who has refused to commit a bribery offense or who has raised concerns under this Policy;
- (f) engage in any activity that might lead to a breach of this Policy; or
- (g) fail to report any known or suspected violation of this Policy.

In order to limit the risk of violations of this Policy, we have adopted standards and procedures for the selection, engagement and payment of suppliers, associated persons and third parties. These standards and procedures must be followed in all cases, with particular attention to “red flags” that may indicate possible legal or ethical violations.

The Company shall take such disciplinary, corrective or preventative action as it deems appropriate to address any actual or potential violation of this Policy brought to its attention. Violations can also result in prosecution by law enforcement authorities and serious criminal and civil penalties.

V. EXCEPTIONS FROM BRIBERY (GIFTS AND HOSPITALITY)

This Policy does not prohibit normal and appropriate hospitality (given and received) to or from third parties. Such normal and appropriate hospitality would include, for example, paying for a meal with an existing client.

Hospitality may generally be considered “normal and appropriate” if the following requirements are met:

- (a) it is not made with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favors or benefits;
- (b) it complies with local law;
- (c) it is given in the Company’s name, not in an individual’s name;
- (d) it does not include cash or a cash equivalent (such as gift certificates or vouchers);
- (e) it is appropriate in the circumstances (e.g., in the U.S., it is customary for small gifts to be given during the holidays);
- (f) taking into account the reason for the gift, it is of an appropriate type and value and given at an appropriate time;
- (g) it is given openly, not secretly; and
- (h) gifts should not be offered to, or accepted from, government officials or representatives, or politicians or political parties, without the prior approval of the General Counsel.

VI. GOVERNANCE AND OTHER

This Policy applies to all of the Company’s employees at all levels including executive officers and directors, across all of its operations disregarding location. We also expect business partners and suppliers to uphold these principles and urges them to adopt similar policies within their own businesses. We recognize the importance of providing our employees with training and



other resources with respect to items covered by this Policy and we are committed to continuous review of our reporting practices, training and communication to consider enhancements.

Any concerns about violations of or misconduct related to this Policy may be reported in confidence to the General Counsel or Vice President, Human Resources. This Policy prohibits retaliation against any individual who complains of, or reports an instance of, violation of this Policy or participates in an investigation of a complaint.