

Adopted by the Board of Directors: November 7, 2022

**CHARTER OF THE ESG COMMITTEE
OF THE BOARD OF DIRECTORS
OF
NEWLAKE CAPITAL PARTNERS, INC.**

Purpose

The Environmental and Social Governance Committee (the “ESG Committee”) of the Board of Directors (the “Board”) of NewLake Capital Partners, Inc. (the “Company”) is appointed by the Board to assist the Board in overseeing the Company’s on-going commitment to environmental, health and safety, corporate social responsibility, corporate governance, sustainability, and other public policy trends, issues and concerns relevant to the Company (collectively, “ESG Matters”). In that regard, the ESG Committee assists the Board in: (1) developing and monitoring Company strategy relating to ESG Matters, including identifying, evaluating and monitoring ESG Matters at the Company that could affect the Company’s business activities, performance and reputation; (2) improving the Company’s understanding of ESG Matters; (3) overseeing integration of strategically significant ESG policies into the business operations and strategy; and (4) assisting in shaping communications with employees, investors, and other stakeholders of the Company with respect to ESG Matters.

Committee Membership

The ESG Committee shall consist of no fewer than three members. All members of the ESG Committee shall be literate, as such qualification is interpreted by the Board in its business judgment, in the review and analysis of ESG Matters or must become so literate within a reasonable period of time after such member’s appointment to the ESG Committee.

The members of the ESG Committee shall be appointed and may be replaced by the Board with or without cause. Unless the Board elects a Chair of the ESG Committee (the “Chair”), the ESG Committee shall elect a Chair by majority vote.

Meetings

The ESG Committee shall meet as often as it determines necessary, but not less frequently than quarterly. The ESG Committee may request any officer or employee of the Company or the Company’s outside counsel to attend a meeting of the ESG Committee or to meet with any members of, or consultants to, the ESG Committee. Written minutes of ESG Committee meetings shall be maintained. The ESG Committee may also act by unanimous written consent in lieu of a meeting.

Committee Authority and Responsibilities

Among its specific duties and responsibilities, the ESG Committee shall:

- 1) Review and oversee the Company’s general ESG strategy and consider, and recommend to the Board and Company management (“Management”), policies, practices, and procedures that conform with that strategy.
- 2) Oversee the production of the Company’s annual Corporate Sustainability Report (the “Report”) and review the Report with Management prior to presentation to the Board.

- 3) Monitor alignment of the Company's ESG goals with the Company's overall investment goals and core business strategy.
- 4) Monitor the Company's ESG framework to ensure that it is responsive to Company and stakeholder evolution.
- 5) Support and monitor, in coordination with the Board's Compensation Committee and the Board, the incorporation of ESG goals into Management's annual and long-term performance goals.
- 6) Inform the Board on current and emerging ESG trends and developments.
- 7) Monitor the Company's internal and external communications with employees, investors, and other stakeholders regarding ESG Matters.
- 8) Advise the Board and Management on stockholder proposals and other significant stakeholder concerns relating to ESG Matters.
- 9) Advise each Board committee, as appropriate on overlapping topics tied to ESG Matters.

The ESG Committee may form and delegate authority to subcommittees comprised entirely of ESG Committee members or the Chair as appropriate.

The ESG Committee shall have the sole authority, to the extent it deems necessary or appropriate to carry out its duties, to engage and determine funding for independent legal, accounting or other advisors (as determined by the ESG Committee) for the payment of reasonable compensation to any such advisor, as well as for the ordinary administrative expenses of the ESG Committee that are necessary or appropriate in carrying out its duties. Notwithstanding the foregoing, the Chair of the ESG Committee shall, unless the exigencies of a specific situation require otherwise, first advise the Company's Chief Financial Officer of any such potential material expenditures.

The ESG Committee shall make regular reports to the Board. The ESG Committee shall review and reassess the adequacy of this charter annually and recommend any proposed changes to the Board for approval.

Annual Performance Evaluation of the ESG Committee

The ESG Committee shall conduct an annual review and evaluation of its performance based upon, among other things, an assessment of the ESG Committee's fulfillment of its obligations pursuant to this charter, and shall report its findings to the Board. The review shall seek to identify specific areas, if any, in need of improvement or strengthening. As part of this review, the ESG Committee shall consider what qualifications would be desirable for ESG Committee members and shall report its findings to the Board. The ESG Committee shall also review at least annually the adequacy of this charter and recommend changes or modifications for the Board's approval, as appropriate.