# AMENDED AND RESTATED NOMINATING, GOVERNANCE AND COMPENSATION COMMITTEE CHARTER JONES LANG LASALLE INCOME PROPERTY TRUST, INC.

This Amended and Restated Nominating, Governance and Compensation Committee Charter (the "Charter") was adopted by the Board of Directors (the "Board") of Jones Lang LaSalle Income Property Trust, Inc., a Maryland corporation (the "Company") on November 8, 2022.

#### I. PURPOSE

This Charter establishes the basic principles under which the Nominating, Governance and Compensation Committee (the "Committee") of the Board shall operate.

The purpose of the Committee is to assist the Board with: (i) assessing the overall make-up and skills of the members of the Board; (ii) identifying qualified candidates for director, other than those designated by LaSalle Investment Management, Inc. ("LaSalle") pursuant to Article III, Section 2 of the Company's Second Amended and Restated Bylaws, as amended from time to time (the "Bylaws") (the "LaSalle Director Nominees"); (iii) recommending to the Board all director nominees for each annual meeting of stockholders; (iv) identifying to the Board qualified candidates to fill vacancies on the Board, other than LaSalle Director Nominees; (v) recommending to the Board director nominees for each committee of the Board; (vi) recommending to the Board a director for lead independent director; (vii) evaluating and making recommendations to the Board on the compensation of independent directors of the Company and any additional compensation to independent directors for participation on committees of the Board, for service as chairperson of committees of the Board and for the lead independent director; and (viii) evaluating, developing and recommending to the Board corporate governance guidelines and policies applicable to the Company and periodically reviewing and evaluating such guidelines and recommend to the Board any changes. More particular information on the qualifications for members of the Board is included on Appendix A, attached hereto.

# II. MEMBERSHIP

The Committee shall be composed of at least three members (the "Members"). All of the members of the Committee shall be "independent" pursuant to the requirements the Company's Second Articles of Amendment and Restatement, as amended from time to time (the "Amended Articles"), and any other applicable laws, rules or regulations, including, without limitation Maryland law, any rules promulgated by the Securities and Exchange Commission (the "Independent Directors"). The members will be appointed by the Board and shall serve until such member's successor is duly appointed or until such member's earlier death, retirement, resignation or removal by the Board in its sole discretion.

The Committee shall have a chairperson (the "<u>Chairperson</u>") who shall be appointed by the Board. Further, each prospective Committee member shall evaluate carefully the existing demands on his or her time before accepting appointment or reappointment to the Committee.

Director's compensation shall be the sole remuneration paid by the Company to all Members. No Member shall receive fees, paid directly or indirectly, for services as a consultant or a legal or financial advisor.

## III. RESPONSIBILITIES

To fulfill its responsibilities and duties, the Committee shall have the full authority of the Board to act or exercise corporate powers with respect to the following matters:

- 1. At least annually review the criteria for the selection of directors and members of Board committees, making any recommendations to the Board as and when appropriate, and, when necessary, conduct searches for and otherwise aid in attracting highly qualified candidates to serve on the Board, including candidates recommended by stockholders. To assist in carrying out its duties, the Committee shall have the authority to retain and terminate one or more search firms to be used to identify candidates to serve as a director, including the authority to approve the search firm's fees and other retention terms. In addition, the Committee shall have the authority to obtain advice and assistance from internal or external legal or other advisors.
- 2. Review the qualifications of new candidates for Board membership.
- 3. Recommend to the Board those persons (i) to be nominated to stand for election to Board membership by the stockholders and (ii) to be elected by the Board to fill vacancies and newly created positions on the Board. Consistent with Section 7.1 of the Amended Articles, Independent Directors shall then nominate replacements for vacancies among the Independent Directors' positions, unless there are no remaining Independent Directors to so nominate a replacement to fill a vacancy, in which case a majority vote of the remaining Directors will be sufficient. Consistent with Article III, Section 2 of the Bylaws, the Committee shall review the qualifications of the LaSalle Director Nominees and if the Committee finds such persons to be qualified, shall include the LaSalle Director Nominees in its recommendation to the Board.
- 4. At least annually review the compensation paid to Independent Directors for their services as members of the Board, its committees and the lead independent director and make recommendations to the Board for any appropriate adjustments.
- 5. At least annually review the structure, size, composition and operation of the Board and each committee of the Board and recommend committee assignments to the Board, including rotation, reassignment or removal of any committee member.
- 6. In fulfilling the responsibilities in items 1-5 above, the Committee will coordinate and work closely with the Company's Chief Executive Officer.
- 7. Review and oversee the annual Board and Committee evaluation process, including annually evaluating its own performance.
- 8. Oversee the Company's corporate governance practices and procedures, including identifying best practices and reviewing and recommending to the Board for approval any changes to the policies, procedures and documents in the Company's corporate governance framework, including the Amended Articles, the Bylaws and the Company's Corporate Governance Guidelines.
- 9. Oversee and periodically review the orientation program for new directors and continuing education programs for existing directors.

- 10. Make regular reports to the Board.
- 11. Annually review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.
- 12. Fulfill such other duties and responsibilities as may be assigned to the Committee, from time to time, by the Board.

#### IV. MEETINGS

The Committee shall meet at least twice annually and at such other times as it deems necessary to carry out its responsibilities. The Chairperson or the Board may call such meetings. The Chair, in consultation with Committee members, shall determine the length of the meetings. The Chairperson, taking into account the recommendations of Committee members and in consultation with the appropriate members of management, will establish the agenda for each Committee meeting. Sufficient time to consider the agenda items shall be provided. Each Committee member may raise at any regular Committee meeting subjects for discussion that are not on the meeting's formal agenda.

A majority of the Committee members shall constitute a quorum for the transaction of business. The action of a majority of those present at a meeting at which a quorum is present shall be the act of the Committee. The Committee may take action by unanimous written consent (which may be evidenced by an electronic transmission as contemplated under the Bylaws) or by conference communication by which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person.

Insofar as practicable, information to inform the Committee about the Company's business, performance and prospects, and regarding recommendations for action by the Committee, shall be made available to the Committee within a reasonable period of time before meetings. Information should be relevant, concise and timely.

The Chairperson will regularly report to the Board regarding Committee matters.

The Committee may, in its discretion, meet with counsel or management in separate executive sessions. The Committee may request any officer or employee of the Company or the Company's outside counsel to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee.

#### V. CHARTER ISSUER AND OWNER

The Committee shall be responsible for the content of the Charter, subject to final approval and adoption by the Board.

# Appendix A

Jones Lang LaSalle Income Property Trust, Inc.

Statement of Qualifications for Members of the Board of Directors (Amended and Restated November 8,

2022)

## Statement of Overall Principles

The Board of Directors (the "Board") of Jones Lang LaSalle Income Property Trust, Inc. (the "Company") should be composed of individuals who have demonstrated notable or significant achievements in business, education or public service, possess the acumen, education and experience to make a significant contribution to the Board and bring a range of skills, diverse perspectives and backgrounds to the deliberations of the Board. In addition, a majority of the members of the Board should have relevant experience in the real estate industry. Importantly, the members of the Board must have the highest ethical standards, a strong sense of professionalism and a dedication to serving the interests of all the stockholders and be able to make himself or herself readily available to the Board in the fulfillment of his or her duties. For a member of the Board who is also an employee of LaSalle Investment Management, Inc. or an affiliate thereof ("LaSalle") he or she should have a broad base of information about the Company and its business. All members of the Board must also satisfy all additional criteria for Board membership that may be set forth in the Company's Corporate Governance Guidelines, as may be amended from time to time.

#### Particular Attributes

In seeking candidates to consider for nomination to fill a vacancy on the Board, or when the Committee deems it desirable to select a new or additional director, the Committee expects to seek referrals from a variety of sources, including current directors and management of the Company. The Committee may also engage a search firm to identify or evaluate, or assist in identifying or evaluating, candidates.

The Committee believes that the significance of each nominee's experience, qualifications, attributes or skills is particular to that individual, meaning there is no single litmus test of these matters and that board effectiveness is best evaluated at a group level, not an individual director level. As a result, except as otherwise provided herein, the Committee has not at this time established specific, minimum qualifications that must be met by an individual wishing to serve as a director. When evaluating candidates for a position on the Board, the Committee considers the potential impact of the candidate, along with his/her particular experiences on the Board as a whole. The Committee will take into account the diversity of a candidate's background and experiences, when considered in comparison to the background and experiences of other members of the Board. In assessing these matters, the Committee typically considers the following criteria:

- (i) the candidate's knowledge in matters relating to the real estate industry;
- (ii) any experience possessed by the candidate as a director or senior officer of public companies;
- (iii) the candidate's educational background;

- (iv) the candidate's reputation for high ethical standards and personal and professional integrity;
- (v) any specific financial, technical, distribution, or other expertise possessed by the candidate, and the extent to which such expertise would complement the Board's existing mix of skills and qualifications;
- (vi) the candidate's perceived ability to contribute to the ongoing functions of the Board, including the candidate's ability and commitment to attend meetings regularly and work collaboratively with other members of the Board;
- (vii) the candidate's ability to qualify as an independent director under the Company's Second Articles of Amendment and Restatement, as amended from time to time, and any other applicable laws, rules or regulations, including, without limitation, any rules promulgated by the Securities and Exchange Commission, the candidate's independence from the Company's service providers and the existence of any other relationships that might give rise to conflict of interest or the appearance of a conflict of interest; and
- (viii) such other factors as the Committee determines to be relevant in light of the existing composition of the Board and any anticipated vacancies or other transitions (e.g., whether or not a candidate is an "audit committee financial expert" under the federal securities).