



Rexford Industrial Realty Shareholder Rights Policy

Rexford Industrial Realty, Inc. (“Rexford” or the “Company”) regularly engages with shareholders on a variety of topics including market conditions, corporate strategy and corporate governance practices, shareholder rights, the Company’s diversity initiatives and environmental sustainability at various investor and industry meetings and teleconferences. These discussions help us better understand, among other things, our shareholders’ views on these and related issues. Based on this, and corporate governance best practices, we have adopted the following policies.

Majority Voting

The Rexford Board of Directors (“Board”) has adopted a majority voting policy with respect to the election of directors of the Company in uncontested elections.

Say-on-Pay

The Rexford Board will regularly provide the opportunity for shareholders to cast an advisory vote approving the compensation programs for our Named Executive Officers (“say-on-pay”).

Bylaws Amendments

The Board has the power to adopt, amend and repeal from time to time the Bylaws of the Corporation, subject to the right of shareholders entitled to vote with respect thereto to amend or repeal those Bylaws as adopted or amended by the Board. Amendments to the Bylaws of the Corporation may be proposed by a shareholder that satisfies the ownership and other eligibility requirements Rule 14a-8 of the Securities Exchange Act of 1934 for the periods and as of the dates specified in such rule and Bylaws. Such proposed Bylaw amendments may adopt, alter, amend or repeal any provisions of the Bylaws by the affirmative vote of a majority of all votes entitled to be cast on the matter, subject to the express terms and any limitations set forth in the Bylaws.

Shareholder Rights to Convene Meeting

The Board or shareholders representing at least a majority of the votes entitled to be cast may call a special shareholders’ meeting.

This Shareholder Rights Policy was approved and made effective by the Rexford Board of Directors on April 19, 2021. Notwithstanding anything to the contrary herein, this general summary contained in the Shareholder Rights Policy is in no way intended to modify or amend the terms of the Bylaws.