



I-RES GROUP POLICY

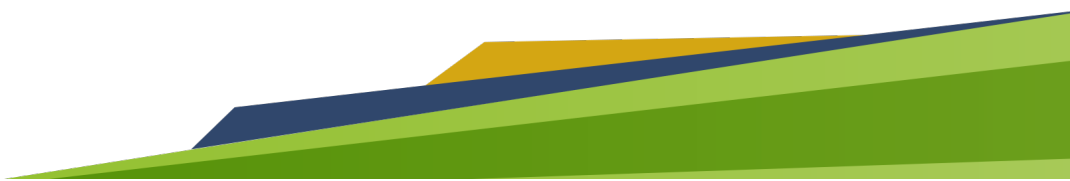
Anti-Corruption Policy

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Area: Legal & Governance

Document Owner: Company
Secretary & General Counsel

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1. Introduction

1.1 Summary

Irish Residential Properties REIT plc (the “**Company**”) and its subsidiaries from time to time (excluding owners’ management companies) (collectively, the “**Group**”) are committed to operating lawfully, ethically and with integrity and have zero-tolerance for all forms of corruption, including bribery. In order to combat corruption and bribery more effectively, the Company also commits to keeping books and records that accurately and fairly reflect all transactions.

1.2 Purpose

This Policy is designed to help you to avoid committing bribery and corruption and to provide you with guidance for the purpose of addressing potential problems appropriately.

As necessary, the Group will issue anti-corruption guidance consistent with this Policy to address, among other things, the specific requirements of local law.

However, as it is not possible to formulate a set of guidelines that applies to every possible situation that may raise questions under applicable anti-corruption laws, you must use common sense in identifying activity that may violate the Policy or be subject to scrutiny by law enforcement officials.

If you have any questions as to whether an action could potentially violate the Policy or an applicable anti-corruption law, you must consult the Company Secretary & General Counsel.

1.3 Document Audience

This Anti-Corruption Policy (the “**Policy**”) applies globally to all persons acting for or on behalf of the Group. More specifically, it applies to each of the Group’s directors, officers and employees (each a “**Group Person**”). Its principles and prohibitions also apply to agents, consultants and other third parties working on behalf of the Group (collectively, “**Third Parties**”).

Neither the Group nor any Group Person may circumvent the requirements of this Policy through the use of a Third Party.

You must make sure to read, understand, and comply with the information contained within this Policy, and with any training or other anti-bribery and corruption information given to you.

2. Policy Details

2.1 Corruption is the abuse of a position of trust in order to gain an undue advantage. Bribery is a form of corruption. It consists in, directly or indirectly, giving, offering, promising, soliciting, requesting or accepting anything of value to or from any person, in order to improperly influence any person in the performance of his or her duties. An improper influence includes paying someone to do something they already intend to do, as well as paying someone to do something they would not otherwise do. Ireland, as well as a number of other countries have adopted laws prohibiting bribery and corruption.

The Irish Criminal Justice (Corruption Offences) Act 2018 (the “**2018 Act**”) prohibits corruption in both the public and the private sectors. Specifically, in addition to criminalising bribery, the 2018 Act also criminalises other forms of corruption including:

- **Active trading in influence:** corruptly offering or giving, directly or indirectly, anything of value to induce another person to exert an improper influence over an act of a public official in relation to the public official’s office, employment, position or business.
- **Passive trading in influence:** corruptly requesting or accepting, either directly or indirectly, anything of value on account of a person promising or asserting the ability to improperly influence a public official to do an act in relation to the public official's office, employment, position or business.
- **Facilitating corruption:** giving anything of value, directly or indirectly, to another person in circumstances where the person giving the thing of value knows or ought reasonably to know that it will be used to facilitate the commission of a bribery or corruption offence.
- **Creating or using a false document:** creating or using a document, either directly or indirectly, while knowing or believing that the document contains a statement that is false or misleading in a material particular, with the intention of inducing another person to do an act in relation to his or her office, employment, position or business to the prejudice of any person.
- **Intimidation:** threatening harm to another person, either directly or indirectly, with the intention of corruptly influencing that person or another person to do an act in relation to the relevant person’s office, employment, position or business.

2.2 Policy Statement / Key Principles

The Group and Group Persons must comply in full with the 2018 Act and all other applicable corruption laws as well as this Policy.

Under no circumstances should you commit a bribery or corruption offence with the intention of obtaining or retaining business for the Group or an advantage in the conduct of business for the Group. You are also prohibited from receiving a bribe or other corrupt payment.

You must not make improper payments to any person, including a public official, absent an imminent threat to the health, safety or welfare of any Group Person or a member of his or her family or a co-worker. If you make a payment under these emergency circumstances, you must report it immediately to the Company Secretary and General Counsel.

2.3 Guidance on Corrupt Payments

Frequently a corrupt payment, including a bribe, is paid in cash. However, the concept of a corrupt payment covers anything of value, meaning that it is sufficient if the payment has a recognizable pecuniary value, even if not made in cash. For example, a corrupt payment may take the form of gifts, hospitality, travel and related expenses, entertainment, charitable or political contributions, employment or educational opportunities, or the disclosure or non-disclosure of confidential information.

2.4 Corruption and Public Officials

Public officials may have considerable power, including the power to grant authorisations and licenses, set fees and expedite customs and tax clearances. This means that public officials are frequently the target of corrupt payments.

As set out above, certain corruption offences in the 2018 Act specifically address corruption involving public officials.

Broadly, the term “public official” covers any person working for or on behalf of a public administration of a state or an international organisation. This includes any of the following:

- a member of government, regional or national parliament and/or the judiciary;
- an officer, director, employee or member of a public body; and
- a member or anyone employed by an international organisation such as the European Union, the Council of Europe, the World Bank or United Nations.

You must exercise extreme caution when dealing with a public official no matter where the relevant public official is located. Enforcement authorities typically assume that anything of value given to a public official is given to influence official action or obtain an improper advantage.

If you have any doubts as to whether a person is a public official, assume that the person in question is a public official. Alternatively, contact the Company Secretary & General Counsel for clarification.

2.5 Gifts, Travel, Meals and Entertainment

It can sometimes be hard to distinguish between a corrupt payment on the one hand and gifts, travel, meals and entertainment on the other. You are prohibited from accepting gifts, travel, meals and entertainment from a public official. You may accept gifts, travel, meals and entertainment from

someone who is not a public official in connection with Group related activities as long as these do not exceed €150 in value over the course of a calendar year. You must seek consent from the SLT member who is your ultimate line manager if you wish to accept gifts, travel, meals and/or entertainment in excess of this amount.

You are prohibited from giving gifts to a public official or from paying for travel, meals and/or entertainment for a public official.

While you may give gifts to and/or pay for travel, meals and entertainment for someone who is not a public official, this is subject to the following guidance.

Gifts

You may promise or give a small gift of nominal value to any person on behalf of the Group or in the course of business conducted on behalf of the Group, if:

- it is related to the promotion of products and services or the execution of a contract; and
- it is not on account of, and does not appear to be on account of, any person doing anything in relation to his or her official or professional duties.

Depending on local custom and other circumstances, and subject to local law, such permissible small gifts could include items of a modest value bearing the Company logo, a fruit basket, flowers, a box of chocolates, a book or comparable items. Any proposed gift in excess of €150 must be approved in advance by the SLT member who is your ultimate your line manager .

For the avoidance of doubt, any other gift or promise of a gift made to any person is prohibited unless expressly approved in writing in advance by the SLT member who is your ultimate your line manager .

If you have any questions as to whether a proposed gift fits within this exception, please contact the Company Secretary & General Counsel.

Travel, Meals and Entertainment

You may only pay the costs of local transportation, meals, and entertainment if those costs are:

- incidental to business-related events;
- reasonable in value;
- given in good faith;
- permitted under local laws and consistent with local customs; and
- offered infrequently.

If you wish to make a reasonable and good faith expenditure for lodging or for other types of travel and entertainment, you must obtain the express written prior approval of the SLT member who is your ultimate your line manager . Such expenditure will only be approved if it directly relates to the promotion, demonstration or explanation of products or services or the performance of a contract with another entity and it is consistent with the Policy.

Similarly, if you wish to provide travel, meals or entertainment to a guest (including spouse) of a business contact, you must obtain the express prior written approval of your line Manager.

If you have any doubts about the application of the above guidance, please consult the General Counsel for clarification.

2.6 Political Contributions

Neither the Group nor Group Persons are permitted to make a political contribution (including a contribution to a politician, political party, or a political organisation).

2.7 Facilitation Payments

Facilitation payments, also known as grease payments, are payments made to a public official to expedite or facilitate the performance of a routine task that the public official is required to perform. While facilitation payments are permitted in some countries, they are considered to be bribes under the 2018 Act. Consequently, this Policy prohibits facilitation payments, with the exception of a payment made in response to an imminent threat to the health, safety or welfare of any Group Person or a member of his or her family or a co-worker.

2.8 Agents, Consultants and Other Third Parties.

The Group may, in some circumstances, be held responsible for bribery and corruption offences committed by a Third Party acting on its behalf.

You must not engage or work with any Third Party unless that Third Party has been subject to due diligence checks by the Group and you are sure that the Third Party is fully aware of the Group's zero-tolerance of corruption.

Certain Third Parties must also agree to comply with the Policy and undertake not to make any improper payment, loan or gift to any person, including a public official, in order to obtain or retain business or secure any advantage for the Group.

You must monitor the activities and expenses of any Third Party whose work you are responsible for overseeing. Before sanctioning the payment of any unusual or apparently excessive payments to a Third Party or agreeing to any demand for increased or supplementary commission payment, you must be satisfied that the payment is justified and that it complies with this Policy and must also document the rationale for that decision.

2.9 Books and Records

The Group's books, records and accounts must be kept with reasonable detail and accuracy such that they fairly reflect all transactions and dispositions of assets. False, misleading or other artificial entries are not to be made in the books and records of the Group for any reason, including concealing the purpose or nature of payments. Such artificial entries could include the mischaracterization of an improper payment as a commission payment, customer development charge, processing fee or rebate.

You must follow all internal controls, practices and procedures, as well as applicable standards and practices for accounting and financial reporting.

2.10 Training

All Group Persons must be appropriately trained on the applicable legal and regulatory environment and the requirements of this Policy, both on joining the Group and regularly thereafter. All training will focus on ensuring that each Group Person is suitably equipped to deal with any corruption issues that may arise in relation to his or her activities.

2.11 Questions

Please direct any questions concerning this Policy or the applicability of the anti-corruption laws (including, but not limited to, the 2018 Act) to specific situations or practices to the Company Secretary & General Counsel.

2.12 Reporting

If you suspect that any Group Person or Third Party may have engaged in conduct inconsistent with the Policy, please contact your the Company Secretary & general Counsel immediately. You will never be penalised by the Group for making a good faith report of suspected misconduct.

You must tell the Company Secretary & General Counsel as soon as possible if you are offered a corrupt payment by anyone, if you are asked to make such a payment, if you suspect that you may be offered or asked to make such a corrupt payment in the near future, or if you have reason to believe that you are a victim of another corrupt activity.

The Company has in place a Whistleblower Policy which is available on the IRES Times to enable you to raise concerns safely, appropriately and without fear of dismissal, harassment, detriment or penalisation. The Whistleblower Policy encourages you to put your name on any allegation you make. However, anonymous complaints may also be considered but it is important to be aware that this may cause difficulty for us in investigating your concern. Clearly it is in the interests of the Group that concerns can be raised openly and dealt with fairly and professionally.

2.13 Sanctions

Failure to comply with this Policy may lead to disciplinary proceedings up to and including termination of employment.

Violations of applicable anti-corruption laws (including, but not limited to, the 2018 Act) can lead to costly enforcement actions, reputational damage and criminal penalties against both the Group and the individuals involved. Persons found guilty of bribery face possible imprisonment as well as fines.

2.14 Monitoring and Review

The Group will retain accurate, transparent, fair and accessible records of due diligence, training, and incident reports relating to compliance with the Policy.

This policy is reviewed annually by the Company Secretary & General Counsel. The Board will continue to review the effectiveness of this policy to ensure it is achieving its stated objectives. This policy may be amended at any time and such amendments will be made available on the IRES Times and Diligent.

Annually a report will be prepared and presented to the Audit Committee and Board which discloses the number of reports received (even if none), the types of misconduct reported (if any) and measures taken.

Location of Policy

I-RES Times

Policy Owner

The Policy Owner is responsible for overseeing the development and content of the Policy, ensuring it is fit for purpose and ensuring all subject matter experts are consulted in the development process. The Policy Owner is Company Secretary and General Counsel.

Policy Approver

The Policy Approver is responsible for approval of the Policy and ensuring it is consistent with look and feel of all other policies. The Policy Approver is the Board.

Document Reviews

The Policy Owner will review the policy on a one year rolling cycle and/or following any significant market, regulatory or business developments impacting on this policy. The policy will be updated as appropriate, and a new version published when required.

Internal Use Only

It may be necessary to disclose this policy in part, or in full, to a third party. Prior to disclosure, approval must be obtained from the policy owner.

Effective Date

[Insert]

Final Version Review

Final Version No	Reason for Review (Full Review/Amendment Update)	Reviewers Name	Review Date	Sign off/Approver
1	New Policy	Elise Lenser	14/04/2014	Elise Lenser
1.1	Amendment by the Board	Elise Lenser	01/11/2016	Elise Lenser
1.2	Amendment by the Board	Elise Lenser	01/11/2017	Elise Lenser
1.3	Amendment by the Board	Elise Lenser	01/11/2018	Elise Lenser
1.3	Reconfirmed by the Audit Committee	Elise Lenser	07/11/2019	Elise Lenser
1.3	Reconfirmed by the Audit Committee	Elise Lenser	29/10/2020	Elise Lenser
1.3	Reconfirmed by the Board	Anna-Marie Curry	17/11/2021	Anna-Marie Curry

Governance

Approved by	Approval Date	Implementation Date