

SUN RESIDENTIAL REAL ESTATE INVESTMENT TRUST
CODE OF BUSINESS ETHICS AND CONDUCT

1. PURPOSE AND APPLICATION

Sun Residential Real Estate Investment Trust is committed to maintaining high standards of integrity and accountability in conducting its business while at the same time seeking to grow its business and value. This Code of business ethics and conduct provides a framework of guidelines and principles to govern ethical and professional behaviour in conducting our business.

This Code applies to all trustees, officers and employees of Sun and all subsidiaries (collectively, the “**representatives**”). As with all guidelines or principles, you are expected to use your own judgement and discretion, having regard to these standards, to determine the best course of action for any specific situation. If you are unsure about a particular situation or course of action speak to your immediate supervisor or the Audit Committee Chair if you are not comfortable speaking with your immediate supervisor.

While this Code forms a strong foundation for ethical business conduct, it is not a substitute for common sense and good judgment, nor does it address every situation we encounter. When faced with a situation, to help you make ethical choices, ask yourself the following questions:

- Does the action comply with the Code and other policies of the Trust?
- Is this legal?
- Is it fair?
- Does it feel right and am I comfortable with the decision?
- Am I confident that I don't need to consult anyone else?
- Would I want other people to know I did it?
- How would I feel if I read about it in the newspaper?
- How will I feel about myself if I do it?
- What would I tell my child or a close friend to do in a similar situation?

2. STANDARDS OF CONDUCT

a. Conflicts of Interest

It is our policy to ensure that Sun's best interests are paramount in all dealings with customers, suppliers, contractors, competitors, existing and potential business partners and other representatives and are conducted in a manner that avoids actual or potential conflicts of interest.

In general, a conflict of interest exists where a representative's personal interests interfere with his or her ability to act in the best interests of Sun. Conflicts of interests may exist in any situation where your ability to act objectively, or in the best interests of Sun, are influenced. These include the receipt of personal benefits by you or your family and friends, as a result of your position with Sun.

Full and timely disclosure of any actual or potential conflict of interest is strongly encouraged. Proper disclosure provides an opportunity to obtain advice from the appropriate level of management and to resolve actual or potential conflicts of interests in a timely and effective manner. Trustees and officers shall disclose any potential conflicts of interest in writing to the board of trustees for review.

b. Gifts

Representatives may not offer or solicit gifts or favours in order to secure preferential treatment for themselves or Sun. Gifts may only be accepted or offered by a representative in normal exchanges common to established business relationships. An exchange of such gifts shall create no sense of obligation.

Giving and receiving business gifts of nominal value is permissible where customary. Giving or receiving gifts of significant value is strictly prohibited without the approval of the Chair of the Audit Committee. Customary business entertainment is proper; impropriety results when the value or cost is such that it could be interpreted as affecting an otherwise objective business decision.

The value of gifts should be nominal, both with respect to frequency and amount. Gifts that are repetitive (no matter how small) may be perceived as an attempt to create an obligation to the giver and are therefore inappropriate. Likewise, business entertainment should be moderately scaled and intended only to facilitate business goals. If, for example, tickets to a sporting or cultural event are offered, then the person offering the tickets should plan to attend the event as well. Use good judgment. "Everyone else does it" is not sufficient justification.

In addition, participation in customary business meals and entertainment is not a violation of this Code, provided that it is a networking opportunity appropriate to the business at hand, and the actual or prospective business partner or customer is present at the meal or event. Acceptance of unsolicited tickets or invitations where a business partner, prospective business partner or customer is not present is prohibited and should be returned with a note explaining that Sun policy prohibits acceptance.

c. Protection and Use of Sun's Assets and Opportunities

All representatives are responsible for protecting Sun's assets from improper use including fraud, theft and misappropriation. It is Sun's policy to protect its assets and promote their efficient use for legitimate business purposes. This requires proper documentation (which is timely, accurate and complete) and appropriate use of discretion. Sun's assets should not be wasted through carelessness or neglect nor appropriated for improper personal use. Sun's facilities, equipment, supplies, time and trademarks must be used only for conducting Trust business. Email and internet service are Sun's property intended to facilitate business and should therefore only be used for business reasons. Proper discretion and restraint should always govern the personal use of Sun's assets.

The benefit of any business venture, opportunity or potential opportunity resulting from your employment with Sun should not be appropriated for any personal advantage. As employees, officers and trustees, a duty is owed to Sun to advance its legitimate interests when the opportunity to do so arises.

d. Confidentiality of Trust Information

It is our policy to ensure that Sun's proprietary and confidential information, including proprietary and confidential information that has been entrusted to Sun by others, is adequately safeguarded. All confidential information, including information about Sun's business, assets, opportunities, products, customers, suppliers and competitors, should be properly protected from advertent or inadvertent disclosure.

e. Business Records and Accounting Practices

Sun's funds or property may not be used for illegal, unethical or other improper purposes. Sun expects honesty and transparency in order to maintain the trust our unitholders have placed in us. Representatives must abide by the following principles:

- (a) All business records (including expense reports and time records) must be maintained in a manner that fairly and accurately reflects the true nature of Sun's business transactions and its financial performance. All assets, liabilities, income, expenses and commitments of Sun must be correctly identified and recorded in the appropriate books of account and reports;
- (b) Representatives must not create, maintain or distribute any document or record, whether it is for internal or external communication that contains false or misleading information or that conceals or omits information necessary to make documents accurate;
- (c) No disbursement of funds or property shall be made without adequate supporting documentation and approvals. All invoices and other documentation we request or accept from vendors must accurately set forth the details for the transaction;
- (d) All accounting entries must be made in accordance with Sun's accounting policies and procedures, and in compliance with generally accepted accounting principles. No false,

misleading entries or improper accounting practices shall be made in Sun's books or records for any reason;

Representatives who have responsibilities relating to public reports and communications must take all reasonable steps to ensure that Sun's public reports, documents and other communications furnish the marketplace with full, fair, accurate, timely and understandable disclosure regarding Sun.

f. Bribes or Kickbacks

Representatives must not offer, request or receive any kickback, bribe, disguised commission or similar payment or benefit from any vendor, supplier, contractor, landlord, developer, customer, competitor, another employee of Sun, or any other individual, firm, or corporation or any public or governmental official. This applies to transactions with a foreign or domestic government official, agent, associate, company or contractor.

3. RESPONSIBILITIES UNDER THE CODE

a. Workplace Violence, Harassment or Discrimination

Sun respects the dignity and worth of each representative. We see our success as dependent on the full participation of all of our colleagues – regardless of race, gender, age, color, sex, religion, sexual orientation, gender identity or expression, disability, military or veteran status, or other characteristics protected by applicable laws and regulations.

Sun prohibits unprofessional, inappropriate or unwelcome conduct and comments of a sexual nature, oral, physical or visual, in the workplace in whatever medium. Discrimination, harassment or the use of inappropriate language will not be tolerated. Sun will not tolerate retaliation against any person for raising, in good faith, concerns about adherence to these policies or any anti-discrimination/human rights laws and regulations. We do not tolerate or condone violence or harassment of any sort, including sexual harassment. We also do not tolerate or condone any type of discrimination prohibited by law.

b. Anti-Corruption

Advancing together means that we do not engage in improper, unethical, or questionable business practices. We are directly or indirectly subject to a variety of anti-corruption laws that apply to our operations, including Canada's *Corruption of Foreign Public Officials Act*, the *U.S. Foreign Corrupt Practices Act*, and others in the jurisdictions where we may operate.

These laws prohibit us from paying, offering, or promising anything of value, directly or indirectly, to any third party, including any government official, to obtain an improper advantage or improperly influence an official act or decision related to our business. Our policies also prohibit us from improperly seeking or accepting anything of value to provide an improper advantage to vendors or other business partners.

In meeting our anti-corruption obligations, there are a few important things to keep in mind.

- When we talk about things of value, they can include cash, gifts, promises, meals and entertainment, travel, and hiring relatives of a third party.
- There is no exception for small amounts. Even small payments can violate the law and may be unethical.
- We may encounter intense pressure to make improper payments in countries where extraordinary competition exists. We should be particularly vigilant not to be tempted by statements that these kinds of practices are common, customary or condoned.
- It is important for all of us to note that our policies prohibit improper payments to any third party, whether they are government officials or in the private sector, and the receipt of improper payments or gifts.

c. Human Rights

We are committed to acting with respect toward our internal and external partners. At every location that we operate, all of our representatives and third parties who provide us with goods or services must respect the human rights of internal and external partners, including the local community. We do not tolerate violations of human rights. We actively seek to improve human rights in the locations in which we operate, prevent negative human rights impacts from occurring, and provide a remedy when they do.

d. Environmental Practices

Responsible business practices means minimizing the impact our operations have on the environment. Sound environmental practices are in the best interests of our business, our employees, our unitholders and the communities in which we operate. We strive at all times to conduct our business in accordance with recognized industry standards, to institute policies that meet or exceed applicable environmental and safety and health laws and regulations, and to continuously look for ways to improve our environmental performance. Goals and benchmarks are established to measure environmental performance.

4. COMPLIANCE WITH LAW

Sun strives to ensure that its business is conducted in all material respects in accordance with all applicable laws, stock exchange rules and securities regulations in all jurisdictions where Sun operates. This includes compliance with all applicable antitrust/competition, privacy, labour, human rights, environmental and securities laws in all material respects.

5. ADMINISTRATION OF THE CODE

a. Acknowledgement of the Code

Once each year, as a condition of employment, you may be asked to acknowledge that you have read and understand the Code, and are not aware of any unreported violations of the Code.

b. Reporting of Illegal or Unethical Behaviour

Sun strives to foster a business environment that promotes integrity and deters unethical or illegal behaviour. It is our responsibility to monitor and ensure compliance with this Code.

Sun will not tolerate retaliation by anyone, regardless of their level or position, against an employee, contractor or other third-party vendor for raising concerns or questions regarding ethics, or for reporting suspected violations of this Code in good faith. Sun takes claims of retaliation very seriously and investigates them in the same manner as allegations of Code breaches. Anyone found to be engaging in any form of retaliation or reprisal may be subject to disciplinary action up to and including termination of employment.

c. Compliance and Waivers

It is the role of the Audit Committee of the Board of Trustees to monitor compliance with the Code. Disciplinary measures may be taken against any representative who authorizes, directs, approves or participates in any violation of a provision of this Code. These measures will depend upon the circumstances of the violation and may range from formal sanction or reprimand to dismissal from employment. Consideration will be given to whether or not a violation was intentional, as well as to the level of good faith shown by a representative in reporting the violation or in cooperating with any resulting investigation or corrective action. In addition, persons who violate the law during the course of their employment are subject to criminal and civil penalties, as well as payment of civil damages to Sun or third parties. A Trustee who violates this Code may be asked to resign or may not be nominated for re-election.

Waivers from the Code will generally only be granted in appropriate circumstances upon full review and consideration of a request for a waiver, on a case-by-case basis. Waivers granted for the benefit of senior officers or trustees require approval from the Audit Committee of the Board of Trustees.

d. Interpretation

Questions concerning the interpretation of this Code should be directed to the CFO, CEO, or the Audit Committee Chair.

This Code of Conduct was approved by the Board of Trustees on December 1, 2019, and may be amended at any time by the Board of Trustees.