

## STAG INDUSTRIAL, INC.

### WHISTLEBLOWER POLICY FOR REPORTING VIOLATIONS, COMPLAINTS OR CONCERNS

#### I. Policy Statement

STAG Industrial, Inc. (the “Company”) has established a Code of Business Conduct and Ethics (the “Code”) to help our employees comply with the law and regulations applicable to our business and to maintain the highest standards of ethical conduct. This Whistleblower Policy for Reporting Violations, Complaints or Concerns (this “Policy”) is meant to supplement the Code by encouraging employees to report any suspected violations or concerns as to compliance with laws, regulations, the Code or other Company policies, or any complaints or concerns regarding the Company’s accounting, internal accounting controls, or auditing matters, or any concerns regarding any questionable accounting or auditing matters.

#### II. Obligation to Report Suspected or Actual Violations; Anonymous Reporting

##### A. *Reporting Generally*

It is every employee’s obligation to report suspected or actual violations of laws, government rules and regulations, or the Code or other Company policies. Employees must report any suspected violations of the laws and rules that govern the reporting of the Company’s financial performance, and any complaint or concern regarding the Company’s accounting, internal accounting controls, or auditing matters, or any concerns regarding any questionable accounting or auditing matters.

Employees can report any such matters directly to his or her supervisor or manager or by the procedures set forth below. As noted below, supervisors and managers are required to report to the Compliance Officer and the Audit Committee Chair any time they receive a report of a concern about our compliance with laws, the Code or other Company policy, any notice of any suspected wrong-doing by any Company employee, officer or director, any complaint or concern about the Company’s accounting, internal accounting controls, or auditing matters, or any concerns regarding any questionable accounting or auditing matters.

##### B. *Anonymous Reporting*

Alternatively, if you wish to report any such matters *anonymously*, you may do so as follows:

- mail a description of the suspected violation or other complaint or concern to:

Jeffrey M. Sullivan, Compliance Officer  
One Federal Street, 23<sup>rd</sup> Floor  
Boston, Massachusetts 02110

or

Hans S. Weger, Audit Committee Chair  
One Federal Street, 23<sup>rd</sup> Floor  
Boston, Massachusetts 02110

- calling the Whistleblower Hotline (administered by Lighthouse Services, Inc., a third-party corporate governance & investor servicer (“Lighthouse”)) at:

**(877) 472-2110**

*Service is available 24 hours a day, seven days a week.*

- filing a report at the Lighthouse website at:

<http://www.lighthouse-services.com/stagindustrial>

- e-mailing Lighthouse, including the Company’s name in the e-mail, at:

[reports@lighthouse-services.com](mailto:reports@lighthouse-services.com)

- faxing Lighthouse, including the Company’s name in the fax, at:

**(215) 689-3885**

### III. Treatment and Retention of Complaints and Reports

Each supervisor and manager shall report any suspected violation, concern or complaint reported to such person by employees or other sources to the Compliance Officer and the Audit Committee Chair to assure proper treatment and retention of complaints, concerns or notices of potential violations. In addition, employees should take note that persons outside the Company may report complaints or concerns about suspected violations, or concerns regarding internal accounting controls, accounting or auditing matters. These concerns and complaints should be reported immediately on receipt to the Compliance Officer and the Audit Committee Chair.

Supervisors and managers as well as the Compliance Officer and the Audit Committee Chair shall promptly consider the information, reports or notices received by them under this Policy or otherwise. Each person shall take appropriate action, including investigation as appropriate, in accordance with the law, governmental rules and regulations, the Code and otherwise consistent with good business practice.

Upon a report to the Compliance Officer and the Audit Committee Chair, all notices or reports of suspected violations, complaints or concerns received pursuant to this Policy shall be recorded in a log, indicating the description of the matter reported, the date of the report and the disposition thereof, and the log shall be retained with the Company’s documents. This log shall be maintained by the Compliance Officer.

#### IV. Statement of Non-Retaliation

It is a federal crime for anyone to retaliate intentionally against any person who provides truthful information to a law enforcement official concerning a possible violation of any federal law. Moreover, the Company ***will not permit*** any form of intimidation or retaliation by any officer, employee, contractor, subcontractor or agent of the Company against any employee because of any lawful act done by that employee to:

- provide information or assist in an investigation regarding any conduct which the employee reasonably believes constitutes a violation of laws, rules, regulations, the Code, or any Company policies; or
- file, testify, participate in, or otherwise assist in a proceeding relating to a violation of any law, rule or regulation.

***Any such action is a violation of Company policy and should be reported immediately under this Policy.***

#### V. Statement of Confidentiality

The Company will, to the extent reasonably possible, keep confidential both the information and concerns reported under this Policy, and its discussions and actions in response to these reports and concerns. In the course of its investigation, however, the Company may find it necessary to share information with others on a “need to know” basis.