

Investors Real Estate Trust
“Whistleblower” Policy

(Adopted by Board of Trustees
on December 12, 2003; Amended September 20, 2018)

The Sarbanes-Oxley Act of 2002 and NYSE listing standards require the Audit Committee of the Board of Trustees of Investors Real Estate Trust (the “Company”) to establish procedures for: (a) the receipt, retention, and treatment of complaints received by the Company regarding accounting, internal accounting controls or auditing matters and (b) the confidential, anonymous submission by employees of the Company of concerns regarding questionable accounting or auditing matters.

In accordance with these requirements, the Audit Committee has adopted the following procedures:

1. The Company shall promptly forward to the Audit Committee any complaints that it has received regarding financial statement disclosures, accounting, internal accounting controls or auditing matters.
2. Any employee of the Company may submit, on a confidential, anonymous basis if the employee so chooses, any concerns regarding financial statement disclosures, accounting, internal accounting controls, auditing matters or violations of the Company’s Code of Ethics for Senior Financial Officers or Code of Conduct. Any such concerns may be submitted by means of the Company’s independently-operated “whistleblower hotline” as detailed on Attachment 1 hereto. Alternatively, any such concerns may be set forth in writing and forwarded in a sealed envelope to the chairman of the Audit Committee, in care of the Company’s General Counsel, in an envelope labeled with a legend such as: “To be opened by the Audit Committee only. Being submitted pursuant to the “whistleblower policy” adopted by the Audit Committee.” If an employee would like to discuss any matter with the Audit Committee, the employee should indicate this in the submission and include a telephone number at which he or she might be contacted if the Audit Committee deems it appropriate. Any such envelopes received by the Company’s General Counsel shall be forwarded promptly and unopened to the chairman of the Audit Committee.
3. Following the receipt of any complaints submitted hereunder, the Audit Committee will investigate each matter so reported and take corrective and disciplinary actions, if appropriate, which may include, alone or in combination, a warning or letter of reprimand, demotion, loss of salary increase or bonus, suspension without pay or termination of employment.
4. The Audit Committee may enlist employees of the Company and/or outside legal, accounting or other advisors, as appropriate, to conduct any investigation of complaints regarding financial statement disclosures,

accounting, internal accounting controls, auditing matters or violations of the Company's Code of Ethics for Senior Financial Officers or Code of Conduct. In conducting any investigation, the Audit Committee shall use reasonable efforts to protect the confidentiality and anonymity of the complainant.

5. The Company does not permit retaliation of any kind against employees for complaints submitted hereunder that are made in good faith.
6. The Audit Committee shall retain as part of the records of the Audit Committee any such complaints or concerns received for a period of no less than seven (7) years.

Attachment 1 to Whistleblower Policy

The Company's third-party provider of Whistleblower Hotline services is Lighthouse Services, Inc., 723 Locust Street, Lower Gwynedd, PA 19002. The following methods may be used to report serious concerns and improper conduct that could have a significant impact on IRET, such as actions that may lead to incorrect financial reporting; are unlawful; are not in line with Company policy (including the Code of Conduct and Anti-harassment policy); or otherwise amount to serious improper conduct (regular business matters that do not require anonymity should continue to be directed to the appropriate supervisor, and employment-related concerns should continue to be reported through normal channels such as supervisors or the Human Resources Department):

Telephone: English speaking USA and Canada: (877) 472-2110
Spanish speaking North America: (800) 216-1288

E-mail: reports@lighthouse-services.com
(include company name with report)

Website: <http://www.lighthouse-services.com/iret>
(User Name: IRETEmployee and Password: Report)

Fax: (215) 689-3885
(include company name with report)