

# **Code of Business Conduct of Gaming and Leisure Properties, Inc.**

As Amended by the Board and Effective on June 10, 2021

## **INTRODUCTION**

Gaming and Leisure Properties, Inc. (“GLP”) is a publicly traded, self-administered, self-managed real estate investment trust (“REIT”) primarily engaged in the property business, which consists of owning, acquiring, developing, expanding, managing and leasing gaming and leisure properties and related facilities.

The reputation and integrity of GLP and its subsidiaries (collectively, the “Company”) are valuable assets that are vital to the Company’s success. This Code of Business Conduct (“Code”) has been adopted by the Board of Directors of the Company (the “Board”) and addresses a wide range of business practices and procedures. It does not address every issue that may arise, but rather sets out basic principles to guide all employees, officers and directors of the Company (collectively referred to as “employees” herein). All of our employees are responsible for conducting the Company’s business in a manner that demonstrates a commitment to the highest standards of integrity.

No code of conduct can replace the thoughtful behavior of an ethical employee. The purpose of this Code is to:

- focus employees on areas of ethical risk,
- provide guidance to help employees recognize and deal with ethics issues,
- provide mechanisms for employees to report unethical conduct,
- foster among employees a culture of inclusivity, honesty, and accountability, and
- ensure protection against retaliation for employees who engage in conduct encouraged by this Code.

Dishonest or illegal conduct will constitute a violation of this Code, regardless of whether the conduct is specifically addressed in the Conduct section of the Code.

The Board and the Company’s management have designated the Company’s General Counsel for the administration of the Code. The General Counsel can be reached at (610) 401-2900. In addition, each gaming property owned and operated by the Company has a designated compliance officer (the “property compliance officer”) who assists the General Counsel with the administration of this Code.

Questions regarding the application or interpretation of the Code of Conduct are to be expected. Employees should direct questions to the General Counsel or their property compliance officer. The General Counsel is also responsible for conducting or directing the investigation of alleged Code violations under the oversight of the Company’s Audit and Compliance Committee. The General Counsel will provide timely reports to the Company’s Audit and Compliance Committee as material events transpire (not less than quarterly) on matters such as suspected violations of the Code, status of inquiries and investigations, requested waivers to the Code and enforcement of the Code.

## **REPORTING VIOLATIONS**

### **A. Reporting Violations**

The Company expects employees who observe, learn of, or, in good faith, suspect a violation of the Code, to immediately report the violation to the General Counsel or the property compliance officer. Employees may also report violations of the Code any time of the day through a toll-free number at 1-855-502-1879, or weblink via the Internet at [www.reportlineweb.com/GLPI](http://www.reportlineweb.com/GLPI). These calls and web reports are handled by a third-party provider and treated anonymously, if requested. All managers and supervisors are required to enforce this Code and are not permitted to condone violations or issue waivers of the Code without approval from the General Counsel, as more fully outlined below under "Waivers of the Code." Reported violations will be promptly investigated and addressed. The investigation will be handled discreetly, and all information will be disclosed to others only on a need-to-know basis and as required by law. An employee who violates the Code may be subject to disciplinary action, up to and including separation of employment, depending on the severity of the violation. Except as described below, the investigations of the alleged Code violations shall be handled by the General Counsel in conjunction with other Company personnel, as necessary and appropriate. If the General Counsel is involved or named in a complaint or reported violation, the matter will be investigated and addressed by the instruction of the Chief Executive Officer in conjunction with the Chairman of the Audit and Compliance Committee.

The Company recognizes the potentially serious impact of a false accusation. Employees are expected as part of the ethical standards required by this Code to act responsibly in reporting violations. Making a complaint without a good faith basis constitutes a violation of the Code. Any employee who makes a complaint in bad faith will be subject to disciplinary action, up to and including separation of employment.

### **B. Special Procedures for Reporting/Investigating Complaints Regarding Accounting, Internal Accounting Controls and Auditing Matters**

A special procedure exists for the good faith reporting of suspected violations of this Code arising out of questionable accounting, internal accounting controls or auditing matters. These topics include alleged violations concerning full and fair reporting of the Company's financial condition. In these cases, an employee has the right to submit a complaint in a confidential, anonymous manner or with his or her name directly to the Company's Audit and Compliance Committee by way of the toll-free number at 1-855-502-1879 or weblink via the Internet at [www.reportlineweb.com/GLPI](http://www.reportlineweb.com/GLPI) or by contacting the Chairman of the Audit and Compliance Committee. The complaint can also be made in written form and should provide sufficient information so that a reasonable investigation can be conducted. Written complaints should be addressed to the Chairman of the Audit and Compliance Committee, c/o General Counsel, Gaming and Leisure Properties, Inc., 845 Berkshire Boulevard, Suite 200, Wyomissing, PA 19610. Investigations involving this specific subject matter shall be handled by the General Counsel with oversight by the Audit and Compliance Committee.

### **C. Prohibition on Retaliation**

An employee who reports violations or suspected violations in good faith, as well as those who participate in investigations, will not be subject to retaliation of any kind. Retaliation is defined as the use of authority or influence for the purpose of interfering with or discouraging a report of

a violation of the Code or an investigation of an alleged Code violation.

If you believe a Company employee has retaliated against you because of your report or compliance with this Code, you should immediately report your concern utilizing the reporting procedures outlined in Section A (“Reporting Violations”) above. A copy of the report should be directed to the Company’s General Counsel and the Vice President of Human Resources at 845 Berkshire Boulevard, Suite 200, Wyomissing, Pennsylvania 19610. If the complainant is an applicant for employment or any employee who does not have a complaint resolution procedure available for some other reason, the complainant may file the complaint with the Vice President of Human Resources. If the Vice President of Human Resources is involved or named in the complaint, the matter should be directed to the Company’s General Counsel.

## **CONDUCT**

### **A. Violations of Law**

A variety of government laws, rules and regulations apply to the Company and its operations, some of which carry criminal penalties for violations. These laws include, without limitation, gaming regulations, real estate regulations, anti-trust laws, securities laws, tax laws, U.S. Foreign Corrupt Practices Act, employment laws, campaign finance laws, workplace discrimination laws, workplace safety laws, drug laws and privacy laws. Examples of criminal violations of the law include: stealing; violence in the workplace; illegal trading of Company stock; bribes and kickbacks; embezzling; misapplying corporate or guest funds; using threats, physical force or other unauthorized means to collect money; making a payment for an expressed purpose on the Company’s behalf to an individual who intends to use it for a different purpose; or making payments, whether corporate or personal, that are intended to improperly influence the judgment or actions of political candidates or government officials in connection with any of the Company’s activities. In sum, employees must obey all applicable laws and regulations. The Company has express authority to report suspected criminal violations to the appropriate authorities for possible prosecution, and will investigate and address as appropriate, non-criminal violations.

### **B. Conflicts of Interest**

Employees have an obligation to conduct business within guidelines that prohibit actual or potential conflicts of interest. This policy establishes only the framework within which the Company wishes the business to operate. The purpose of these guidelines is to provide general direction so that employees can seek further clarification on issues related to the subject of acceptable standards of operation.

Generally, a conflict of interest occurs when an employee or an employee’s family or personal interest interferes with, has the potential to interfere with, or appears to interfere with the interests or business of the Company. A conflict of interest can occur or appear to occur in a wide variety of situations, including, but not limited to, those described below. Any conflict or potential conflict must be disclosed to the Company in advance of the transaction or situation involving the conflict. Contact the General Counsel for more information or questions about conflicts of interest.

#### **1. Personal Interest in a Transaction**

An actual or potential conflict of interest occurs when an employee is in a position to influence a decision that may result in a personal gain for that employee or for a relative as a result of the Company's business dealings or in a situation making it difficult for the employee to perform their duties. For the purposes of this Code, a relative is any person who is related by blood or marriage, or whose relationship with the employee is similar to that of persons who are related by blood or marriage.

No "presumption of guilt" is created by the mere existence of a relationship with outside firms. However, if employees have any influence on transactions such as purchases, contracts, or leases, it is imperative that the employee discloses such actual or potential conflicts to the General Counsel or the property compliance officer as soon as possible so that safeguards can be established to protect all parties.

Personal gain may result not only in cases where an employee or relative has a significant ownership in a firm with which the Company does business, but also when an employee or relative receives any kickback, bribe, substantial gift, or special consideration as a result of any transaction or business dealings involving the Company. The receipt of a gift in excess of \$300 in value, or multiple gifts from the same party that exceed an aggregate value of \$500 per calendar year, must be reported to the General Counsel or a property compliance officer.

## **2. Outside Activities/Employment**

An employee may hold a job with another company as long as he or she notifies the Company and satisfactorily performs his or her job responsibilities with the Company. All employees will be held to the same performance standards and will be subject to the Company's scheduling demands, regardless of any existing outside work requirements.

If the Company determines that an employee's outside work interferes with performance or the ability to meet the requirements of the Company as they are modified from time to time, the employee may be asked to terminate the outside employment if he or she wishes to remain employed by the Company.

Any outside activity, including employment, should not reduce the time and attention employees devote to their employment responsibilities, should not adversely affect the quality or quantity of their work, and should not make use of Company equipment, facilities, or supplies, or imply (without the Company's approval) the Company's sponsorship or support. In addition, under no circumstances are employees permitted to compete with the Company or take for themselves or their family members' business opportunities that belong to the Company that are discovered or made available by virtue of their positions at the Company. Outside employment will present a conflict of interest if it has any adverse impact on the Company.

## **3. Civic/Political Activities**

Employees are encouraged to participate in civic, charitable or political activities so long as such participation does not reduce the time and attention they are expected to devote to their company-related duties or cast the Company in a negative light. Such activities are to be conducted in a manner that does not involve the Company or its assets or facilities, and does not create an appearance of Company involvement or endorsement (except with written approval of the Company). Finally, given the highly regulated nature of the Company, these

activities must be conducted in a manner consistent with the Company's Political Contribution Policy for those employees subject to that policy and applicable law.

#### **4. Loans to Employees**

The Company will not make loans or extend credit to or for the personal benefit of officers or directors, except as permitted by law. Loans or guarantees may be extended to other employees only with Board approval. Employees are prohibited from extending or accepting personal loans to or from a customer or vendor of the Company. For clarity, the advancement of funds for approved Company business, such as travel advances, is permitted.

### **C. Equal Employment Opportunity, Non-Discrimination and Anti-Harassment**

The Company believes in respectful, professional conduct in the workplace and fosters a diverse and inclusive work environment. The Company follows equal employment opportunities principles and complies with the letter and spirit of the laws regarding fair employment practices and non-discrimination.

The Company is committed to providing a work environment free from all forms of harassment (sexual or other), discriminatory behavior, and conduct considered harassing, coercive, or disruptive whether by employees, vendors, or guests. Under most circumstances, harassment refers to the type of conduct that is pervasive, repetitive, and sufficiently severe to alter the conditions of an employee's employment. Every employee must avoid any conduct that reasonably could be interpreted as discrimination or harassment under this Code, even if such conduct was not intended as offensive. The Company strictly prohibits discrimination, harassment, violence, or threatening behavior of any kind in the workplace, even if the conduct is not severe or pervasive to constitute unlawful harassment.

The Company's policy of non-discrimination applies to all aspects of employment, including hiring, salary, advancement, benefits, discipline, termination or retirement, on the basis of sex, race, religion, age, nationality, mental or physical disability, sexual orientation, gender identity, marital status, pregnancy, veteran status, political opinion, social or ethnic origin or any other characteristic protected by applicable law.

Employees who wish to report discrimination or harassment in the workplace or who have questions or concerns about this subject are encouraged to speak to their supervisor, any member of management or Human Resources. Alternatively, employees can report such violations to the 24-hour hotline or website referenced under Section A. ("Reporting Violations") above.

### **D. Health & Safety**

Ensuring a healthy and safe work environment is crucial to the Company's operations and the wellbeing of every employee. The Company's goal is to reduce the potential for injury or illness by maintaining safe working conditions, such as providing proper tools and training to all employees. All employees must fully comply with all applicable workplace conditions, safety and environmental laws, rules, regulations and standards. We observe a zero-tolerance policy when it comes to acts or threats of violence. Be alert to what is going on around you, observe good security practices, and immediately report any perceived or overt threats of violence to your immediate supervisor or Human Resources.

### **E. Environment**

The Company is committed to managing its operations in an environmentally responsible manner, seeking to minimize its environmental impact and improve its efficient use of resources.

#### **F. Proper Use of Company Assets**

Employees have a duty to protect Company assets and promote their efficient use. Theft, carelessness and waste have a negative impact on the Company's profitability. Employees should take measures to prevent damage to and theft or misuse of Company property. When you leave the Company, all Company property must be returned to the Company. Except as specifically authorized, Company assets, including equipment, materials, resources and proprietary information, must be used for business purposes only. No company materials, resources or proprietary information may be downloaded or otherwise saved on any personal storage device, computer, program or the like without Company approval. The Company will make mass storage devices available to employees who must perform Company work outside of the workplace. Notwithstanding, an employee who has been granted access to use the Company's email system may use it for personal reasons during non-working time, provided that the use does not violate other Company policies or result in an overload of the system due to excessive use. Moreover, incidental personal use of equipment such as computers, telephones, mobile devices, and office supplies is permitted provided that the use does not violate other Company policies or negatively affect Company operations. Employees should not consider the use of Company assets to be subject to personal privacy. The Company reserves the right to monitor employee usage for legitimate business purposes.

#### **G. Delegation of Authority**

Each employee, and particularly each of the Company's officers, must exercise due care to ensure that any delegation of authority is reasonable and appropriate in scope, and includes appropriate monitoring.

#### **H. Handling Confidential Information and Public Communication**

Employees should observe the confidentiality of information that they acquire by virtue of their positions within the Company, including certain proprietary information and information concerning development plans, merger and acquisition opportunities, rental income, guests, marketing strategy, technical information, suppliers, competitors, and other employees, except where the Company approves disclosure or the disclosure is otherwise legally mandated. Special sensitivity is accorded to financial information, which should be considered confidential except where the Company approves disclosure, or the disclosure is otherwise legally mandated. Some employees may be required to sign a non-disclosure agreement. Only designated employees may speak to third parties, such as investors, analysts or the media, on behalf of the Company. The obligation to preserve the confidentiality of Company information continues even after employment or affiliation with the Company ends. Questions related to confidential and proprietary information, including disclosure of such information to third parties on behalf of the Company, should be directed to the General Counsel.

#### **I. Employees Who Handle or Have Access to Financial Information**

In addition to any other applicable laws dealing with financial information, financial reporting, internal accounting controls, auditing matters or public disclosure, the Company requires that any employees involved in financial reporting, internal accounting controls, auditing or public

disclosure or with access to such information follow the highest ethical standards and all applicable laws and regulations, including the following guidelines:

- Act with honesty and integrity and avoid violations of the Code, including actual or apparent conflicts of interest with the Company in personal and professional relationships.
- Disclose to the General Counsel any transaction or relationship that reasonably could be expected to give rise to any violations of the Code, including actual or apparent conflicts of interest with the Company.
- Provide the Company's other employees, consultants, and advisors with information that is accurate, complete, objective, relevant, timely, and understandable.
- Endeavor to ensure full, fair, timely, accurate, and understandable disclosure in the Company's periodic reports and in other public communications.
- Act in good faith, responsibly, and with due care, competence and diligence, without misrepresenting material facts.
- Respect the confidentiality of information acquired in the course of Company work. Confidential information acquired in the course of Company work must not be used for personal advantage.
- Proactively promote ethical behavior among peers in your work environment.
- Exercise responsible use of and control over all assets and resources employed or entrusted to you.
- Record or participate in the recording of entries (such as expenses, billing information, and hours worked) in the Company's books and records information that is accurate to the best of your knowledge.
- Not fraudulently induce, coerce, manipulate, or mislead any internal or external auditor or accountant.
- Report to the General Counsel any dishonest, unethical, or misleading conduct that could impact the accuracy of the Company's financial reporting.

## **J. Insider Trading**

The stock of our Company is publicly traded. As a result, a number of laws regulate the purchase and sale of Company stock by employees, officers and directors. These employees, officers and directors are required to follow the Company's Policy Statement on Trading Company Stock. Employees who have access to confidential Company information are not permitted to use or share that information for stock trading purposes or for any other purpose except the conduct of our business and in strict conformance with all applicable laws and SEC regulations. All non-public information about the Company should be considered confidential information (especially financial projections and results, merger and acquisition discussions, marketing strategies and legislative strategies). To use material non-public information for your own personal financial benefit or to "tip" others who might make an investment decision on the basis of this information is not only unethical but also a violation of civil and criminal law (which may include fines and imprisonment). If you have any questions concerning the purchase or sale of Company stock or the Company's Policy Statement on Trading Company Stock, please consult the General Counsel at (610) 401-2900.

## **K. Anti-Bribery and Anti-Corruption Compliance Policy**

Bribery is the offer, promise, or payment of cash, gifts, or even excessive entertainment, or an inducement of any kind offered or given to a person in a position of trust to influence that person's views or conduct or to obtain an improper advantage. Bribery is prohibited regardless

of the amount, whether or not the other party is a government official and regardless of whether you believe that the bribe will somehow benefit the Company or you.

Corruption is the misuse of public power for private profit, or the misuse of entrusted power for private gain. The Company requires that all employees comply with the Company's "Anti-Corruption Compliance Policy". This policy addresses the U.S. Foreign Corrupt Practices Act, which prohibits giving anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates in order to obtain or retain business. It is strictly prohibited to make illegal payments to government officials of any country. In addition, the U.S. government has a number of laws and regulations regarding business gratuities which may be accepted by U.S. government personnel. The promise, offer or delivery to an official or employee of the U.S. government of a gift, favor or other gratuities in violation of these rules would not only violate Company policy but could also be a criminal offense. State and local governments, as well as foreign governments, may have similar rules. The Company's General Counsel can provide guidance to you in this area.

#### **L. Facilitation Payments**

Facilitation payments are payments made to facilitate or expedite a normal governmental function, such as to expedite processing paperwork or issue permits. This type of practice leads to a vicious circle by undermining the ethical values of the Company. Facilitation payments are thus considered as corruption and are strictly prohibited. If you have concerns about whether a payment may be a facilitation payment, please contact the Company's General Counsel.

#### **M. Political Contributions**

Employees are prohibited from making political contributions, which mainly consist of donations or gifts to political parties or organizations, trade unions, heads of political parties, elected representatives of or candidates for political or public positions, on behalf of the Company or for the Company's benefit. Employees may participate in political activities on an individual basis, with his/her own resources, and on his/her own time. However, federal law does allow corporations to establish political action committees (PAC) to support the election of public officials and for certain classes of individuals to contribute.

Applicable employees, officers and directors of the Company are required to comply with the Company's Political Contributions Policy.

#### **N. Respect for Human Rights**

The Company is committed to respecting human rights and conducting business legally, ethically and with integrity. As part of this commitment, the Company operates with respect to the universal human rights identified in the UN Declaration on Human Rights and expressly forbids the use of forced labor, debt bondage, slavery, human trafficking, child labor and physically abusive disciplinary practices.

If you are a vendor or business partner to the Company, you are expected to know and follow the Company's Code and hold your suppliers and sub-suppliers to those standards. Vendors are expected to follow the Company's Vendor Code of Conduct which can be found at the Company's website, [www.qlpropinc.com](http://www.qlpropinc.com).



### **Waivers of the Code**

Waivers of the Code will rarely be granted. In the event an individual wishes to request a waiver of a provision of the Code, this request must be submitted in writing to the General Counsel. The General Counsel will review the request, and if necessary and/or appropriate, consult with outside counsel and/or the Board and/or Audit and Compliance Committee for final determination.

With the exception of waiver requests from members of the Board and executive officers, approved waivers of the Code can only be granted by the General Counsel. Approved waivers for members of the Board and executive officers can only be granted by the Board or the Audit and Compliance Committee and must be promptly disclosed by the Company upon approval as required by law or regulation. No waiver will be given if such a waiver would violate applicable laws or stock exchange regulations.

### **Other Company Policies**

This Code should be read in conjunction with the Company's other policy statements addressing dishonest, illegal or unethical conduct, including but not limited to the timekeeping, insider trading, political contribution, harassment, and drug and alcohol policies. All employees will receive a copy of the Code on an annual basis. The "Conduct" section of the Code (above) describes certain improper conduct specifically prohibited by the Code. However, each employee must bear in mind that the conduct listed above is not intended to be an exhaustive list of such conduct.

### **Annual Review and Employee Certification**

The Board has oversight responsibility for this Code. The Audit and Compliance Committee of the Board shall annually review and assess the appropriateness of the principles and policies herein and make recommendations to the Board, as appropriate.

In addition, employees shall be provided and are required to acknowledge receipt of this Code at the start of employment and annually thereafter.