



DIGITALBRIDGE GROUP, INC.

Related Party Transaction Policy

A. Statement of Policy

The Board of Directors (the “**Board**”) of DigitalBridge Group, Inc. (the “**Company**”) has adopted this Related Party Transaction Policy (the “**Policy**”) in order to ensure that Related Party Transactions (as defined below) are properly reviewed and fully disclosed in accordance with the rules and regulations of the Securities and Exchange Commission (the “**SEC**”) and the New York Stock Exchange (the “**NYSE**”).

The Company’s Code of Business Conduct and Ethics (the “**Code**”) is its primary guide to ethical decision-making. Through the policy contained in the Code, the Company strives to avoid any circumstances that may create a conflict, or the appearance of a conflict, between the personal interests of a Related Party (as defined herein) and the interests of the Company. This Policy is intended to be a supplement to, and an extension of, the Code, and nothing herein shall be deemed to amend or supersede any provision of the Code.

As a general rule, all Related Party Transactions (as defined herein) should be on terms reasonably comparable to those that could be obtained by the Company in arm’s length dealings with an unrelated third party. However, the Company recognizes that in certain cases it may be impractical or unnecessary to make such a comparison. In such cases, the Audit Committee of the Board (the “**Audit Committee**”) or a majority of the disinterested members of the Board may approve any such transaction at their discretion in accordance with this policy.

B. Approval Required

All Related Party Transactions must be approved or ratified by either the Audit Committee or a majority of the disinterested members of the Board. As a general rule, any director who has a direct or indirect material interest in the Related Party Transaction should not participate in the Audit Committee or Board action regarding whether to approve or ratify the transaction. However, the Company recognizes that there may be certain cases in which all directors are deemed to have a direct or indirect material interest in a Related Party Transaction. In such cases, the Company may enter into any such Related Party Transaction that is approved in accordance with the provisions of the Maryland General Corporation Law.

C. Approval Process

All material information regarding the proposed transaction and the Related Party shall be brought to the attention of the Audit Committee prior to the time that the Audit Committee takes action on the transaction.

The Audit Committee shall either approve, ratify or reject the transaction or refer the transaction to the full Board or other appropriate Committee, in its discretion. All Related Party Transactions shall be disclosed to the full Board.

As a general rule, all Related Party Transactions should be approved in accordance with this Policy in advance. However, the Company recognizes that certain circumstances may require or result in a transaction being entered into by management subject to ratification in accordance with this Policy. If ratification of a previously consummated Related Party Transaction shall not be forthcoming, management shall make all reasonable efforts to cancel or annul such transaction. Nothing in this Policy shall make such transaction void or voidable by the other parties thereto. Management shall promptly report its efforts to cancel or annul the transaction to the appropriate Committee reviewing such transaction or the full Board, as applicable.

D. Definitions

1. For purposes of this Policy, a “**Related Party**” is:

(a) any person who is or was a director, nominee for director, or executive officer of the Company at any time since the beginning of the last fiscal year, even if they do not presently serve in that role;

(b) any person known by the Company to be the beneficial owner of more than 5% of the Company’s common stock when the Related Party Transaction in question is expected to occur or exist (or when it occurred or existed); and

(c) any person who is or was known to the Company to be an immediate family member of any of the foregoing when the Related Party Transaction in question is expected to occur or exist (or when it occurred or existed).

2. “**Immediate family member**” means any child, stepchild, parent, stepparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law of any director, executive officer or nominee for director, and any person (other than a tenant or employee) sharing the household of any director, nominee for director, executive officer or 5% stockholder of the Company, as the case may be.

3. “**Related Party Transaction**” is any transaction directly or indirectly involving any Related Party that would need to be disclosed under Item 404(a) of Regulation S-K. Under Item 404(a), the Company is required to disclose any transaction occurring since the beginning of the registrant's last fiscal year, or any currently proposed transaction, involving the Company where the amount involved exceeds \$120,000, and in which any Related Party had or will have a direct or indirect material interest. “Related Party Transaction” also includes any material amendment or modification to an existing Related Party Transaction. For purposes of this Policy, Related Party Transaction does not include any co-investments made by and between the Company

(or its subsidiaries) and one or more investment vehicles formed, sponsored and managed by the Company or its subsidiaries, regardless of when such co-investment is made, or any transactions related to any such co-investment.

E. Procedures for Compliance and Disclosure

In preparation of the Company's proxy statement, questionnaires for each of the Company's directors and executive officers ("**D&O Questionnaires**") are prepared, distributed and collected. The D&O Questionnaires require each director and executive officer to provide information regarding such person's involvement in Related Party Transactions, if any, during the prior fiscal year. The Company's Deputy General Counsel-Corporate (the "**Chief Compliance Officer**") reviews the completed D&O Questionnaires to (i) determine if there are any Related Party Transactions that need to be disclosed to the Audit Committee, as set forth in Section C above, and (ii) assist the Company in preparing disclosure for the Company's public filings, including the proxy statement, as required by the rules and regulations of the SEC and the NYSE. This Policy will be described in the Company's proxy statement and other appropriate filings as required by the rules and regulations of the SEC and the NYSE.

The D&O Questionnaires further require each of the Company's directors and executive officers to notify the Chief Compliance Officer immediately if there are any changes to the information provided in their respective questionnaires prior to the mailing date of the Company's next proxy statement.

In addition to the foregoing, the Company maintains a list of active, Related Party Transactions, including a brief description of the transaction, the date the transaction was approved and the status of the transaction. The Related Party Transactions list is updated by the Chief Compliance Officer (or a designee) on an ongoing basis, and distributed to the Audit Committee for review annually, or more frequently, to the extent a new transaction is added to the list.

F. Scope and Waivers

This Policy has been adopted by the Board as the general guidelines for approving and disclosing Related Party Transactions. Nothing in this policy shall prohibit the Board or any Committee of the Board from approving any transaction that is approved in accordance with the provisions of the Maryland General Corporation Law.

Waivers or exceptions to this Policy may be granted by either the Audit Committee or the full Board. Any waiver or exception to this Policy granted by the Audit Committee shall be promptly reported to the full Board of Directors.

The Audit Committee shall periodically review any previously approved or ratified Related Party Transactions and/or any waivers or exceptions to this Policy that are continuing and determine based on then-existing facts and circumstances, including the Company's existing contractual or other obligations, if it is in the best interests of the Company to continue, modify, or terminate the transaction, waiver or exception.

G. Review of Policy

The Audit Committee will review this Policy periodically, and will report the results of this review to the Board.

Approved: August 4, 2021