

Sun Communities, Inc.

Capital Allocation Committee Charter

General Statement of Purpose

The purposes of the advisory Capital Allocation Committee (the “Committee”) of the Board of Directors (the “Board”) of Sun Communities, Inc. (the “Company”) are to support the Board’s and management’s review of the Company’s long-term capital allocation priorities, planning and strategy, and continued balance sheet optimization.

Composition

The Committee shall be comprised of three directors appointed by the Board, each of whom shall satisfy the independence standards established by the New York Stock Exchange Listed Company Manual for listing on the exchange.

The Board shall designate one member of the Committee to serve as Chair of the Committee.

Meetings

The Committee shall meet as often as it determines is appropriate to carry out its responsibilities. The Chair, in consultation with the other Committee members, will determine the frequency and length of the meetings and will set agendas consistent with this Charter. The Chair may consult with management in the process of establishing agendas for Committee meetings. Such meetings shall be in person or by conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other. A majority of the members of the Committee shall constitute a quorum for purposes of holding a meeting. Unless otherwise provided herein, all actions of the Committee will require the vote of a majority of its members present at a meeting of the Committee at which a quorum is present. In lieu of a meeting, the Committee may act by unanimous written consent.

Operations

Any recommendations, findings or conclusions of the Committee shall be non-binding and advisory. For the avoidance of doubt, the Committee’s deliberations, materials reviewed, conclusions, communications, findings, and recommendations shall be private and kept strictly confidential, in accordance with the Board’s policies.

Responsibilities and Authority

The Committee’s responsibilities shall be to:

- a. **Capital Allocation Strategies.** Review, evaluate and make recommendations to the Board regarding, including (to the extent applicable) the timing for the implementation thereof, capital allocation priorities, including but not limited to development activities and acquisitions, and dividend and capital return policy; and any other related matters as may be determined by the Board from time to time.
- b. **Review of Charter.** Review and assess the adequacy of this Charter annually and recommend to the Board any amendments or modifications to the Charter that the Committee deems appropriate.

- c. **Annual Performance Evaluation of the Committee.** At least annually, the Committee shall evaluate its own performance and composition and report the results of such evaluation to the Board.

Other Provisions

- a. The Committee shall make regular reports to the Board concerning areas of the Committee's responsibilities hereunder.
- b. In carrying out its responsibilities, the Committee shall be entitled to rely upon advice and information that it receives in its discussions and communications with management and such experts, advisors and professionals with whom the Committee may consult. The Committee is authorized to request that any officer or employee of the Company, the Company's outside legal counsel or any other professional retained by the Company to render advice to the Company attend a meeting of the Committee or meet with any members of or advisors to the Committee. The Committee may engage independent counsel and such other advisors it deems necessary to carry out its responsibilities and powers, and, if such counsel or other advisors are engaged, shall determine the compensation or fees payable to such counsel or other advisors.

In connection with its foregoing responsibilities, the Committee shall present its recommendations to the Board based on the conclusions of its review at such time as the Committee deems appropriate (it being understood for the avoidance of doubt that Committee members may share their views and recommendations to the Board regarding matters that may be considered in furtherance of the Committee's purposes).