FARMLAND PARTNERS INC.

AUDIT COMMITTEE CHARTER

I. Purpose

The Audit Committee (the "Committee") is established by the Board of Directors (the "Board") of Farmland Partners Inc. (the "Company") for the primary purpose of assisting the Board in its oversight of:

1. The independent registered public accounting firm's qualifications and independence;

2. The performance of the Company's internal audit function and independent registered public accounting firm; and

3. Management's responsibilities to assure that there is in place an effective system of controls reasonably designed to:

    a. Safeguard the assets and income of the Company;
    b. Assure the integrity of the Company's financial statements; and
    c. Maintain compliance with the Company's ethical standards, policies, plans and procedures, and with laws and regulations.

The Committee has the authority to conduct any investigation appropriate to fulfilling its responsibilities as it shall deem appropriate, including the authority to request any officer, employee, or advisor of the Company to meet with the Committee or any advisors engaged by the Committee. Without limiting the foregoing, the Committee shall have direct access to the independent registered public accounting firm, the Company's internal auditor and the Company's investment advisors. The Committee has the authority to retain in its sole discretion, at the Company's expense, special legal, accounting, or other consultants or experts that it deems necessary in the performance of its duties, on the same terms as if the Board authorized the retention. The Committee is empowered, without further action by the Board, to cause the Company to pay the ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

The Committee shall also review the policies and procedures adopted by the Company to fulfill its responsibilities regarding the fair and accurate presentation of financial statements in accordance with U.S. generally accepted accounting principles ("GAAP"), the New York Stock Exchange (the "NYSE"), and the applicable rules and regulations of the Securities and Exchange Commission (the "SEC").

II. Committee Membership

The Committee shall be comprised solely of non-management directors, not fewer than three in number. Each member of the Committee shall meet the independence standards and expertise requirements of the NYSE corporate governance listing standards, the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules promulgated thereunder, and other applicable laws and regulations, subject to any applicable exceptions such as the initial phase-in periods applicable in connection with and after the Company's initial public offering. If a member of the Committee simultaneously serves on the audit committees of more than three public companies, the Board must determine that such simultaneous service would not impair the ability of such member to effectively serve on the Committee.

Each member of the Committee must be financially literate, as such qualification is interpreted by the Board in its business judgment, and at least one member of the Committee shall meet the definition of "audit committee financial expert" as set forth in Rule 407(d)(5) of Regulation S-K. The existence of such member(s) shall be disclosed as required by the SEC. Members of the Committee may enhance their familiarity with finance and accounting by participating in educational programs conducted by the Company or an outside consultant.

Committee members shall be appointed by the Board, based on the recommendation of the Nominating and Corporate Governance Committee, if applicable, and shall serve until their successors shall be duly elected and qualified or until their earlier resignation or removal. Committee members may be removed at any time by vote of the Board. Committee members may resign at any time and may resign from the Committee without resigning from the Board.

III. Structure and Meetings

The Committee shall conduct its business in accordance with this Charter, the Company's Second Amended and Restated Bylaws (the "Bylaws") and any direction by the Board. The Committee chairperson shall be designated by the Board, or, if it does not do so, the members shall elect a chairperson by a vote of the majority of the full Committee. In the event of a tie vote on any issue, the chairperson's vote shall decide the issue.

The Committee shall meet at least four times annually, or more frequently as it determines. The Committee may also act by unanimous written consent in lieu of a meeting in accordance with the Bylaws. To the extent practical and appropriate, it shall be the policy of the Committee that regularly scheduled meetings should conclude with an executive session of the Committee without members of management and on such terms and conditions as the Committee may elect. The Committee shall, to the extent practical and appropriate, meet periodically with management, the employee or outside consultant who is in charge of the internal auditing function and the independent registered public accounting firm in separate executive sessions to discuss any matters that the Committee or each of these groups believes should be discussed privately.

The Committee chairperson will preside at each meeting. The Committee chairperson, in consultation with the other members, will set the length and agenda for each meeting. The chairperson of the Committee (or other member designated by the chairperson or the Committee in the chairperson's absence) shall regularly report to the full Board on its proceedings and actions. The Committee will maintain written minutes of its meetings. The minutes will be maintained with the books and records of the Company.

As necessary or desirable, the chairperson of the Committee may invite any director, officer or employee of the Company, or other persons whose advice and counsel are sought by the Committee, to be present at meetings of the Committee.

The Committee may form and delegate authority to subcommittees when appropriate. The Board may assign any duties of the Committee outlined in this Charter to another committee of the Board in whole or in part from time to time as the Board may determine subject to applicable laws, regulations and the listing requirements of the NYSE.

IV. Compensation

A member of the Audit Committee may not, other than as a member of the Audit Committee, the Board or any other committee established by the Board, receive directly or indirectly any consulting, advisory or other compensatory fee from the Company. A member of the Audit Committee may receive additional directors' fees as compensation for the significant time and effort required to fulfill the duties of an Audit Committee member.

V. Committee Authority, Responsibilities and Duties

To fulfill its responsibilities and duties, the Committee shall be authorized to:

General

1. Maintain minutes of its meetings and shall regularly report to the Board.

2. Form and delegate authority to one or more subcommittees as it deems appropriate from time to time under the circumstances (including a subcommittee consisting of a single member). Any decision of a subcommittee to preapprove audit, review, attest, or non-audit services shall be presented to the full Committee at its next scheduled meeting.

3. Encourage continuous improvement of, and foster adherence to, the Company's policies, procedures, and practices at all levels.

4. Encourage an open avenue of communication among the independent registered public accounting firm, financial and senior management, the internal audit function, and the Board.

5. Confirm annually that all responsibilities outlined in this Charter have been carried out.

6. Review and assess the Committee's and individual members' performance at least annually.

7. Review this Charter periodically, and no less frequently than annually, and recommend to the Board any amendments the Committee considers necessary or appropriate.

Audited Financial Statements

8. Review and discuss with management and the independent registered public accounting firm the Company's annual audited financial statements prior to filing or distribution, including reviewing the Company's specific disclosures under "Management's Discussion and Analysis of Financial Condition and Results of Operations," and the matters about which the Public Accounting Oversight Board ("PCAOB") Auditing Standard No. 16 (or any successor thereto) requires discussion. This review should include a discussion of significant issues regarding accounting principles, practices, and judgments with management and the independent registered public accounting firm.

9. Consider whether it will recommend to the Board that the audited financial statements be included in the Company's Annual Report on Form 10-K for filing with the SEC.

Quarterly Financial Statements

10. Review with management and the independent registered public accounting firm the Company's quarterly financial statements (including the Company's specific disclosures under "Management's Discussion and Analysis of Financial Condition and Results of Operations" and the reports of the Chief Executive Officer and the Chief Financial Officer required to be filed under applicable SEC rules). Discuss any significant changes to the Company's accounting principles and any items required to be communicated by the independent registered public accounting firm in accordance with PCAOB Auditing Standard No. 16 (or any successor thereto).

11. Communicate with management and the independent registered public accounting firm quarterly to review the Company's financial statements and significant findings based upon the independent registered public accounting firm's limited review procedures.

Documents/Reports/Accounting Information Review

12. To the extent practical and appropriate, review other relevant reports or financial information submitted by the Company to any governmental body, or the public, including management certifications as required by the Sarbanes-Oxley Act of 2002 (Sections 302 and 906), and any relevant reports rendered by the independent registered public accounting firm (or summaries thereof).

13. Review and discuss with management and the independent registered public accounting firm all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the Company's ability to record, process, summarize and report financial information and any fraud, whether or not material, that involves management or other employees who have a significant role in the Company's internal control over financial reporting.

14. Prepare the Audit Committee Report as required by the rules of the SEC.

15. Review, before release, the unaudited operating results in the Company's quarterly earnings release and/or discuss the contents of the Company's quarterly earnings release with management, as well as financial information and earnings guidance provided to analysts and rating agencies.

16. Review, before release, any non- GAAP or "pro forma" financial information, guidance or revised guidance to be included in a press release of the Company.

17. Review the regular internal reports (or summaries thereof) to management prepared by the internal auditing department and management's response.

18. Review with management guidelines and policies to govern the process by which risk assessment and risk management are undertaken as well as to monitor and control the Company's exposure to risk.

Independent Registered Public Accounting Firm

19. Be responsible for the appointment of, and review and approval, on a continuing basis, of the retention, termination, and performance of the Company's independent registered public accounting firm. The independent registered public accounting firm is accountable to the Board of Directors and Committee, as representatives of the stockholders, and shall report directly to the Audit Committee. As part of this oversight responsibility the Committee shall:

    - appoint, retain, compensate, evaluate, and, where appropriate, terminate the independent registered public accounting firm;

- understand if there were any significant issues that were discussed between the independent registered public accounting firm and management in connection with the initial appointment or retention of the independent registered public accounting firm;

- understand the independent registered public accounting firm's responsibilities and the terms of the audit engagement; along with the overall audit strategy and timing and the significant risks identified by the independent registered public accounting firm during its risk assessment procedures;

- communicate timely any information that is relevant to the audit to the independent registered public accounting firm, including but not limited to, violations or possible violations of laws or regulations;

- oversee the work performed by the independent registered public accounting firm for the purpose of preparing or issuing an audit report or related work, and obtain from the independent registered public accounting firm timely observations arising from the audit that are significant to the financial reporting process;

- review the performance of the independent registered public accounting firm;

- establish policies for the Company's hiring of employees or former employees of the independent registered public accounting firm;

- have the independent registered public accounting firm report directly to the Committee and the Committee shall oversee the resolution of disagreements between management and the independent registered public accounting firm in the event that they arise; and

- consider and evaluate whether the independent registered public accounting firm's performance of permissible non-audit services is compatible with such firm's independence.
- Review the independent registered public accounting firm's attestation and report on management's internal control, as well as any other opinions it may issue from time to time; obtain from the independent registered public accounting firm assurance that it has complied with Section 10A of the Exchange Act; and hold discussions with the independent registered public accounting firm, at least prior to the filing of the independent registered public accounting firm's audit report with the SEC pursuant to federal securities laws, regarding the following: all critical and significant

accounting policies, practices and accounting estimates and the quality thereto in accordance with PCAOB Auditing Standard No. 16 (or any successor thereto);

- all alternative treatments permissible under applicable financial reporting rules for policies and practices related to material items that have been discussed with management, including ramifications of the use of such alternative disclosures and treatments, and the treatment preferred by the independent registered public accounting firm;

- other material written communications between the independent registered public accounting firm and management;

- disagreements with management and significant difficulties encountered in performing the audit;

- any significant changes made to the independent registered public accounting firm's anticipated audit plan and the reasons for such changes;

- other matters arising from the audit that are significant to the oversight of the financial reporting process; and

- any other relevant reports, including regular internal financial reports prepared by management of the Company and any internal auditing department, or other financial information.

20. Review with the independent registered public accounting firm, prior to the filing of the Company's periodic reports with the SEC pursuant to federal securities laws, regarding the following:

- understanding of the terms of the engagement to review the interim financial information;

- any significant deficiencies or material weaknesses, if any, that has come to the attention of the auditor during the interim review procedures;
- any matters outlined in the Interim Audit Standards of the PCAOB shared by the American Institute of Certified Public Accountants ("AICPA"), AU Section 722, Interim Financial Information, as they relate to the interim financial information, as may be modified or supplemented from time to time; and the same schedule of uncorrected misstatements, if any, related to accounts and disclosures as provided to management, and the basis for determining

- that the uncorrected misstatements were immaterial, including qualitative factors.

21. Review the independence of the independent registered public accounting firm, including a review of management consulting services, and related fees, provided by the independent registered public accounting firm. The Committee shall require that the independent registered public accounting firm at least annually provide a formal written statement: (a) describing (i) the independent registered public accounting firm's internal quality-control procedures, and (ii) any material issues raised by the most recent internal quality-control review, or peer review, of the independent registered public accounting firm, or by any inquiry or investigation by governmental or professional authorities, within the preceding five (5) years, respecting one or more audits carried out by the independent registered public accounting firm, and any steps taken to deal with any such issues; and (b) delineating all relationships between the independent registered public accounting firm and the Company consistent with the rules of the NYSE and request information from the independent registered public accounting firm and management to determine the presence or absence of a conflict of interest. The Committee shall actively engage the independent registered public accounting firm in a dialogue with respect to any disclosed relationships or services that may impact the objectivity and independence of the independent registered public accounting firm. The Committee shall take, or recommend that the full Board take, appropriate action to oversee the independence of the independent registered public accounting firm. The Committee shall establish clear policies regarding the hiring of employees and former employees of the Company's independent registered public accounting firm.

22. Review and preapprove all audit, review or attest engagements of, and non-audit services to be provided by, the independent registered public accounting firm (other than with respect to the de minimis exception permitted by the Sarbanes-Oxley Act of 2002 and the SEC rules promulgated thereunder). Establish and maintain preapproval policies and procedures relating to the engagement of the independent registered public accounting firm to render services, provided the policies and procedures are detailed as to the particular service and the Committee is informed of each service and such policies and procedures do not include delegation of the Committee's responsibilities under the Exchange Act to management. The preapproval duty may be delegated to one or more designated members of the Committee with any such preapproval reported to the Committee at its next regularly scheduled meeting.

Internal Controls over the Financial Reporting Process

23. In consultation with the independent registered public accounting firm and the internal auditors, review the integrity of the Company's

financial reporting processes (both internal and external), and the internal control structure (including disclosure controls).

24. Review with the independent registered public accounting firm, the internal auditing department, and management the extent to which changes or improvements in financial or accounting practices have been implemented. (This review should be conducted at an appropriate time subsequent to implementation of changes or improvements, as decided by the Committee.)

Compliance

25. Review the effectiveness of the system for monitoring compliance with laws and regulations and the results of management's investigation and follow-up (including disciplinary action) of any instances of noncompliance.

26. Review the findings of any examinations by regulatory agencies, and any auditor observations.

27. Obtain regular reports from management and the Company's legal counsel regarding compliance matters.

28. Review with management the effect of regulatory and accounting initiatives, as well as off-balance sheet structures, on the financial statements of the Company.

29. Review and approve, as appropriate, all related party transactions as defined in the NYSE requirements (consistent with the Company's Related Party Transaction Policies and Procedures as approved by the Board).

30. Establish and maintain procedures for the receipt, retention, and treatment of complaints regarding accounting, internal accounting, or auditing matters.

31. Establish and maintain procedures for the confidential, anonymous submission by Company employees to the Committee regarding questionable accounting or auditing matters and oversee the administration of such "whistleblower" process, including monitoring any reports made to the Committee through such "whistleblower" procedures.

Internal Audit

32. The Company shall have an internal auditing department or retain an outside consultant responsible for the Company's internal audit function to the extent required by the listing standards of the NYSE. The Committee shall establish and concur with management on the timing for the establishment of the internal auditing department or internal audit

function, if required, as well as the scope and responsibilities of such internal auditing department or the outside consultant, as applicable. The Committee shall review the appointment and, if appropriate, the replacement of the senior internal auditing executive or the consultant engaged to perform the internal audit function.

Other Responsibilities

33. To the extent appropriate or necessary, review the rationale for employing audit firms other than the principal independent registered public accounting firm and, where an additional audit firm has been employed, review the coordination of audit efforts to assure completeness of coverage, reduction of redundant efforts and the effective use of audit resources.

34. Conduct or authorize investigations into any matters within its scope of responsibility.

35. Retain independent legal, accounting, or other advisors as deemed appropriate to perform its duties and responsibilities or to assist in the conduct of an investigation.

36. Seek any information or documents it requires from any employees of the Company.

37. Perform any other activities consistent with this Charter, the Company's Bylaws, as may be amended from time to time, and governing law, as the Committee or the Board deems necessary or appropriate.

VI. Limitation on the Committee's Role

While the Committee has the responsibilities and powers set forth in this Charter, it is not the responsibility of the Committee to, and the Committee will not, (a) plan or conduct audits, (b) prepare the Company's financial statements, or (c) determine or certify that the Company's financial statements and disclosures are complete and accurate and are in accordance with GAAP and applicable rules and regulations.

VII. Disclosure of Charter

This Charter will be made available on the Company's website.

Dated: 10/27/2026