

## DEFINITION OF INDEPENDENT DIRECTOR UNDER THE CORPORATE CHARTER

### INPOINT COMMERCIAL REAL ESTATE INCOME, INC.

InPoint Commercial Real Estate Income, Inc. is a corporation formed under the laws of the State of Maryland. Capitalized terms used in the definition of “independent director” below are defined in our corporate charter, which is publicly available at [www.sec.gov](http://www.sec.gov) as an exhibit to our most recent annual report on Form 10-K or a subsequent quarterly report on Form 10-Q filed with the U.S. Securities and Exchange Commission.

Our corporate charter provides that an “independent director” is a Director who is not on the date of determination, and within the last two years from the date of determination has not been, directly or indirectly associated with the Sponsor or the Advisor by virtue of:

- (i) ownership of an interest in the Sponsor, the Advisor or any of their Affiliates,
- (ii) employment by the Sponsor, the Advisor or any of their Affiliates,
- (iii) service as an officer or director of the Sponsor, the Advisor or any of their Affiliates,
- (iv) performance of services, other than as a Director, for the Corporation,
- (v) service as a director or trustee of more than three REITs organized by the Sponsor or advised by the Advisor or
- (vi) maintenance of a material business or professional relationship with the Sponsor, the Advisor or any of their Affiliates.

A business or professional relationship is considered “material” if the aggregate gross income derived by the Director from the Sponsor, the Advisor and their Affiliates exceeds five percent of either the Director’s annual gross income during either of the last two years or the Director’s net worth on a fair market value basis.

An indirect association with the Sponsor or the Advisor shall include circumstances in which a Director’s spouse, parent, child, sibling, mother- or father-in-law, son- or daughter-in-law or brother- or sister-in-law is or has been associated with the Sponsor, the Advisor, any of their Affiliates or the Corporation.

Our corporate charter further provides that the determination as to any provision of the definition of Independent Director made by or pursuant to the direction of the Board of Directors consistent with the Charter, shall be final and conclusive and shall be binding upon the Corporation and every holder of Shares.

To the extent we have so disclosed in a public offering registration statement or prospectus or another public filing with the U.S. Securities and Exchange Commission, our Board of Directors has also determined that certain directors are independent under the New York Stock Exchange’s definition of “independence.”