FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

3235-0287 Estimated average burden hours per response 0.5

#### Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person (Check all applicable) Rexford Industrial Realty, Inc. [ REXR ] MORRIS DEBRA L ✓ Director 10% Owner 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title Other (specify 06/11/2024 (First) (Middle) below) below) (Last) C/O REXFORD INDUSTRIAL REALTY, INC. 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) 11620 WILSHIRE BOULEVARD, SUITE 1000 1 Form filed by One Reporting Person Form filed by More than One Reporting (Street) Person LOS 90025 CA **ANGELES** Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to (City) (State) (Zip) satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 2A. Deemed 6. Ownership 7. Nature 2. Transaction 5. Amount of 1. Title of Security (Instr. 3) of Indirect Beneficial **Execution Date** Transaction Form: Direct (Month/Day/Year) Beneficially Code (Instr. 5) (D) or Indirect if any (Month/Day/Year) 8) Owned Following (I) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) Transaction(s) ν Price Code Amount (Instr. 3 and 4) 06/11/2024 3,357(1) D Common Stock, par value \$0.01 11.138 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 9. Number of 10. 11. Nature Transaction Expiration Date (Month/Day/Year) of Indirect Derivative Conversion **Execution Date** Amount of derivative Ownership (Month/Day/Year) Derivative or Exercise if any Security Code (Instr. Securities Securities Beneficial Security Form: Ownership (Instr. 3) Price of Derivative (Month/Day/Year) 8) Securities Underlying (Instr. 5) Beneficially Direct (D) or Indirect (I) (Instr. 4) Acquired (Instr. 4) Security (Instr. 3 and 4) Security (A) or Following Disposed of (D) (Instr. 3, 4 Reported Transaction(s)

### **Explanation of Responses:**

1. Represents shares of restricted common stock issued to the Reporting Person pursuant to the Rexford Industrial Realty, Inc. Non-Employee Director Compensation Program, which will vest in full on the earlier of (i) the date of the annual meeting next following the grant date and (ii) the first anniversary of the grant date (June 11, 2025), subject to the Reporting Person's continued service.

Date

Exercisable

and 5)

(A) (D)

### Remarks:

/s/ Cher Riban, as attorney-infact

Amount Number

Shares

06/13/2024

(Instr. 4)

Expiration

\*\* Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Code

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.