



Centuri Group, Inc.

Code of Business Conduct and Ethics

FOR THE CENTURI GROUP OF COMPANIES



TABLE OF CONTENTS

CODE OF BUSINESS CONDUCT AND ETHICS

LETTER FROM CENTURI'S LEADERSHIP TEAM	3
CODE OVERVIEW	4
COMMITMENT	4
PURPOSE.....	5
COMPLIANCE.....	5
WAIVERS.....	6
CODE IN ACTION	6
ACCURACY AND RETENTION OF REPORTS, RECORDS, AND ACCOUNTS	6
BUSINESS RELATIONSHIPS	7
Contracts and Commitments	7
Customer, Supplier, Contractor, Vendor, and Competitor Relationships	8
COMMUNICATIONS WITH THIRD PARTIES	8
Communications with the Media	8
Confidential Information.....	8
Responding to Third-Party Inquiries	9
CONFLICTS OF INTEREST	9
Indirect Interests and Relationships.....	9
Activities Outside of the Company.....	10
Community Activities	10
Personal Opportunities	11
Use of Company Resources.....	11
Electronic Systems	11
LEGAL AND REGULATORY COMPLIANCE.....	12
Anti-Corruption – Working with the Government	12
Fair Competition	13
Government Investigations.....	13
Insider Trading	13
Political Contributions and Lobbying	14
BUSINESS COURTESIES AND OTHER GRATUITIES	14
Gifts, Meals, Entertainment, and Travel	14
Loans	15
Employee Spouse/Companion Travel	16
TECHNOLOGY USE	16
Authorization	16
Copyright Laws.....	16
Company Technology.....	16

WORK ENVIRONMENT..... 17
Diversity, Equity, and Inclusion 17
Human Rights 17
Discrimination and Harassment 17
Equal Employment Opportunity/Non-Discrimination..... 18
Alcohol and Drugs 18
Environmental Safety 18
Safe Workplace Environment..... 18
Maintaining Cybersecurity and Workplace Security 19

CODE COMPLIANCE REPORTING PROCEDURES 19
Reporting Procedures 19
Non-Retaliation/Non-Retribution 20

QUESTIONS OR CONCERNS? 21

INTERNAL RESOURCES..... 21

LETTER FROM CENTURI'S LEADERSHIP TEAM

Dear Employees:

At Centuri, Our Code of Business Conduct and Ethics ('the Code'), sets the foundation for how we conduct our business and how we interact with our customers, our communities, and our colleagues. Within this Code we have outlined expectations for important business practices including record keeping, stakeholder interactions, external communications, use of company resources, potential conflicts of interest, and workplace interactions. The Code also contains resources should you suspect a violation of the Code has occurred.

Maintaining the integrity of the Code is essential to ensuring the vitality of our business and the well-being of our people. Our Code applies to everyone who works for us, at every one of our operating companies. We cannot collectively succeed unless we all uphold the commitments and behaviors outlined within it.

Each of us is responsible for conducting business in a manner that reflects the foundation of this Code, while also adhering to Centuri policies and procedures as well as all applicable laws and regulations. These tools offer direction on what is expected of each of us.

Sincerely,

Centuri Leadership Team



CODE OVERVIEW

COMMITMENT

Centuri Group, Inc. (“Company”) is earning a strong reputation for honesty and integrity. This outstanding reputation can continue if the Company’s Board of Directors (“Directors”), officers, and employees are individually committed to honesty and integrity in all business interactions with coworkers, customers, shareholders, suppliers, contractors, vendors, government units, and all other members of the communities we serve, and the groups with which we interact. This commitment means conducting business in a manner that is in accordance with not only all applicable laws and regulations, but also with the highest ethical standards.

The Company has adopted this Code of Business Conduct and Ethics (“Code”), which can be found on [CORE](#) via [CORE > Departments > Centuri > Policies & Procedures](#) to promote:

- Complete, fair, accurate, timely, and comprehensible disclosure in the reports and documents the Company submits to customers, investors, shareholders, business partners, and/or the U.S. Securities and Exchange Commission (“SEC”) and in other public communications made by the Company.
- Compliance with all applicable federal, state, provincial, and municipal laws, rules, and regulations.
- Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships, in performing all job duties.
- The prompt internal reporting of violations of this Code to the appropriate personnel.
- Accountability for adherence to this Code.

The Code encompasses standards of our corporate culture. It applies to the way we do business and recognizes our commitment to Safety & Quality. These standards define the right path to follow in order to maintain the Company’s core values of integrity, respect, dependability, ethics, and honesty.

References in this Code to the “Company” include all subsidiaries and affiliates of Centuri Group, Inc.

Each Director and employee of the Company is, and will be held, responsible for the observance of this Code. Except where this Code distinguishes otherwise, all references to employees shall include officers and Directors. Employees are required to read and understand the Code. In no circumstance does an employee’s failure to read the Code or sign the statement of acknowledgement of having received a copy of the Code exempt the employee from his/her obligations to comply with the Code. In addition, periodic training will be provided to assist employees with understanding their responsibility to comply with the Code and the duty to report in good faith any known or suspected violations. This Code applies to all employees at all levels, except that where it conflicts with a collective bargaining agreement (“CBA”), the CBA will control. Nothing in this Code should be read to the contrary.

The Company has established standards for behavior that affect the Company, and employees should use the Code as a resource for guiding their daily actions when performing job duties in order to comply with those standards. The Company promotes ethical behavior and encourages employees to talk to supervisors, managers, Human Resources (“HR”), or appropriate personnel from the Office of General Counsel, including Corporate Compliance (collectively known as “Internal Resources”), or to contact EthicsPoint™ (which hosts the Company’s “Helpline”), with any questions regarding what would be the best course of action in a particular situation.

Additionally, employees should report violations of laws, rules, regulations, Company policies and procedures, or this Code to an appropriate Internal Resource. Anyone reporting such violations in good faith will not be subject to retaliation. An employee aware of any situation that he/she believes may violate or lead to a violation of this Code is obligated to report the situation to an Internal Resource. See “Code Compliance Reporting Procedures” listed below.

PURPOSE

The purpose of our Code is to:

- Guide employee behavior and decision-making in performing your job duties
- Ensure employees conduct their job duties in a positive, inclusive, and respectful manner
- Foster credibility and trust with customers, suppliers, and subcontractors in the conduct of Company business and your job duties
- Protect the Company’s resources and property
- Avoid litigation and mitigate risk
- Prevent, detect, and respond to non-compliant conduct

If, after reviewing the Code, you still have questions about the action you are considering, please contact one of the Internal Resources listed in this document for guidance. Also, remember, if it doesn’t feel right, then it probably isn’t right. Use good business judgment and think about how you would respond to the following questions when it comes to performing your job duties:

- Does this work action feel right to you?
- Is it legal and ethical?
- Is it consistent with the Company’s values and commitment to legal and regulatory compliance?
- How would you feel explaining this work action to your coworkers, management, customers, family, or the public?
- How would this work action be perceived by the public if it was reported in the media?

COMPLIANCE

The Code covers a wide range of business practices and procedures. While not covering every issue that may arise, it sets out basic principles to guide all employees of the Company. Corporate policies and procedures provide additional direction to employees, but such policies and procedures are not incorporated into this Code. Although common sense and sound judgment may guide you to the appropriate decision, do not hesitate to use all resources available whenever it is necessary to seek clarification.

Employees are responsible for knowing and complying with current laws, regulations, standards, policies, and procedures for their respective job duties. Any employee who violates the provisions of this Code may be subject to disciplinary action, up to and including termination. Willful disregard of criminal laws may subject the employee to criminal prosecution or civil action.

This Code, along with Company policies and procedures, may change from time to time at the Company’s discretion.

This document is not an employment contract between the Company and its employees, nor does it modify their employment relationship with the Company.

WAIVERS

No exceptions or waivers of this Code are anticipated. However, if a waiver is warranted, it may only be made by the Board of Directors for executive officers or Directors, and by the Chief Executive Officer for all other officers and employees. Any waiver for an executive officer or Director will be publicly disclosed if required by governing securities regulations. The Chief Executive Officer will report any waiver for officers or employees to the Board.

CODE IN ACTION

ACCURACY AND RETENTION OF REPORTS, RECORDS, AND ACCOUNTS

Accurate information is necessary to meet legal and regulatory obligations and for the Company to operate in an ethical and effective manner. All Company employees are expected to maintain true and accurate Company records. These records shall meet the highest standards of integrity and represent the true nature of the transactions they record. Each employee is responsible for his/her respective Company records (including time records) and reports. No changes to Company records are permitted without proper authorization.

All employees shall follow generally accepted accounting principles and Company internal controls at all times. There shall be full, fair, accurate, timely, and understandable disclosure in reports and documents that the Company submits to customers, investors, shareholders, business partners, and/or the SEC and in all other public communications made by the Company. All accounting, financial, or electronic records shall be correct and accurately reflect all business transactions.

Some examples are:

- Expense reports must truthfully document all expenses actually incurred in accordance with Company policies.
- Time worked must be accurately recorded by the responsible employee and reported on a daily basis.
- Company employees must not obtain or create “false” invoices or other misleading financial documentation.
- Company employees must not invent or use false entities, sales, purchases, services, loans, or other financial business arrangements for any purpose.
- No undisclosed or unrecorded Company account or fund shall be established for any purpose.
- No false or misleading entries shall be made in the Company’s books or business records for any reason.
- No disbursement of corporate funds or other corporate property shall be made without adequate supporting documentation or for any purpose other than as described in the documents.

Is it ok to hold invoices or hide them until the job makes enough money to pay them?

No. Our Code specifically states that “No false or misleading entries shall be made in the Company’s books or records for any reason.”

Can I change the timesheet for my friend who was out sick yesterday?

No. Our Code specifically states that “Time worked must be accurately reported.”

I’m an hourly employee and worked through my lunch break to get caught up on my work and help Operations. Can I report that I took the break?

No. You must accurately report your time and ensure that you are paid for all time worked.

All employees are responsible for the proper maintenance and disposal of Company documents according to Company record retention policies as well as applicable laws and regulations. Special attention must be directed to any instructions from the Office of General Counsel regarding Company documents that are involved in pending lawsuits, audits, or other investigations involving the Company. If you have any questions as to whether a Company document should be retained or destroyed, or whether certain Company documents may be subject to a litigation hold, please contact the Company’s General Counsel. For additional information, please refer to the Records Retention Policy on CORE.

BUSINESS RELATIONSHIPS

The Company seeks to outperform its competition fairly and honestly and to gain competitive advantages through superior performance and customer service. Each employee should deal fairly with the Company’s customers, suppliers, contractors, vendors, competitors, and other employees when conducting Company business. No employee should take unfair advantage of anyone through concealment, abuse of privileged information, misrepresentation of material facts, or any unfair-dealing practice when conducting Company business.

Contracts and Commitments

No employee may enter into any agreement binding the Company without appropriate authorization. The Company has contract and signature approval policies that identify those individuals who have the authority to approve and sign certain contracts binding the Company and its subsidiaries. If there are any questions about which employees have signature authority for the Company on a given contract, contact the General Counsel.

Customer, Supplier, Contractor, Vendor, and Competitor Relationships

Interactions with customers, suppliers, contractors, vendors, and competitors should always be carried out with the highest standards of business conduct when performing Company business. It is the Company's policy to develop business relationships on the basis of merit rather than making disparaging comments about competitors, and to use due care when discussing competitors' products and services, character, financial condition, or potential legal or regulatory problems. Employees working with current suppliers, contractors, or vendors should never intentionally interfere with their contracts or business relationships with a competitor of the Company. Employees should maintain the confidentiality of business information entrusted to the Company by its customers, suppliers, contractors, and vendors, except when disclosure is authorized or legally mandated.

COMMUNICATIONS WITH THIRD PARTIES

The Company communicates with the press and responds to inquiries by third parties on behalf of the Company through authorized personnel only.

Communications with the Media

Unless specifically authorized by the Marketing, Communications, & ESG department or an executive officer, no employee should speak to the news media on behalf of the Company. All media inquiries seeking a statement from the Company should be directed to the Director, Communications and Content. For additional information, please refer to the Media Relations Policy on CORE.

Is it ok for me to talk with the media on behalf of the Company if I tell them it is off the record?

No. **All** communications to the media on behalf of the Company need to be directed to the Director, Communications and Content or the Office of General Counsel.

Confidential Information

Employees have a duty to protect the confidentiality of financial and other proprietary business information entrusted to them by the Company, its customers, or third parties, unless release of the information is authorized or legally required. Confidential information includes all non-public, proprietary business or financial information, including any material that might be of use to competitors, or competitively harmful to the Company, its customers, or third parties if revealed.

Some examples of confidential information that may be labeled "Restricted" or "Confidential" include:

- Customer personal data (such as name, address, or government-issued identification)
- Bank account information, debit card or credit card numbers, social security numbers, dates of birth, and any other information protected by law from unauthorized disclosure
- Technical business information, customer lists, terms, conditions, or pricing offered to customers
- Pricing policies
- Budgets
- Marketing and strategic plans
- Intellectual property

Consider the following scenarios when dealing with confidential information:

- Familiarize yourself with any non-disclosure, confidentiality, or similar agreement that has been entered into by the Company and that covers any confidential information you may be privy to.
- Be aware of your surroundings and realize that conversations can be overheard in restaurants, break areas, cubicles, or other public areas.
- Share confidential information with other employees only on an as-needed basis for work purposes only.
- Be careful when performing job duties and conducting Company business on a mobile device on an airplane, in a coffee shop, or other public places.

Responding to Third-Party Inquiries

While all media inquiries to the Company must be referred to the Director, Communications and Content, other inquiries need to be directed to the following:

- All inquiries received from brokers, dealers, institutional investors, stockholders, security analysts, or investment advisors should be referred to the Chief Financial Officer.
- All legal inquiries should be referred to the General Counsel.
- All inquiries regarding current or former employees should be referred to HR.

If you have any questions as to which department to direct a third-party inquiry to the Company, please contact one of the Internal Resources listed at the end of this document.

CONFLICTS OF INTEREST

All employees are required to avoid any situation that involves a conflict of interest, which occurs when the personal interests or business activities of an employee have the potential to interfere, or appear to interfere, with their ability to properly perform job responsibilities and to exercise independent judgment in carrying out job duties.

All employees should disclose potential conflicts of interest that involve a family or household member or close personal friend. If there is any question as to whether or not a potential course of action could be considered to create a conflict of interest, employees are expected to discuss the matter fully with one of the Internal Resources listed at the end of the Code. Organizational conflicts should be promptly reported to ComplianceOfficer@Centuri.com. If a conflict or potential conflict exists, the discussion should be documented, and employees should avoid participating in decisions that might raise the appearance of a conflict until receiving appropriate guidance. This will help protect the employee and the Company if the situation ever comes into question. Directors and officers should have such discussions with the General Counsel before taking any action.

As required by the SEC, Centuri has adopted policies and procedures for its officers and Directors regarding certain related-person transactions. The Company's officers and Directors are required to abide by these same policies and procedures. For additional information regarding these requirements, please refer to the Related Person Transaction Policy on CORE.

Indirect Interests and Relationships

A conflict of interest can also arise because of the business activities of an employee's personal relationships. For example, an employee may have a potential conflict of interest whenever a close relative has a significant relationship with, or has a significant financial interest in, any supplier, contractor, vendor, commercial or industrial customer, or competitor doing business with the Company.

An employee should not make or influence any Company decision that could directly or indirectly benefit his/her close relative, friend, or associate. In order to protect the employee and the Company from the appearance of such a conflict of interest, appropriate disclosure of this relationship should be made to the employee's supervisor or one of the other Internal Resources. Directors and officers should have such discussions with the General Counsel before taking any action.

Remember, having a conflict of interest is not necessarily a Code violation, but failing to disclose it is.

Is it ok to give my brother who owns an asphalt company our subcontractor business?

No. It is the responsibility of all employees to prevent the appearance of personal interests interfering with their ability to exercise independent judgment in performance of job duties. Any close personal relationship, like this one, can be considered a conflict of interest.

Activities Outside of the Company

The Company does not intend to infringe on an employee's right to engage in secondary employment or other lawful outside activities that do not conflict or interfere with the employee's job duties for the Company. However, the following are examples of situations that would be in conflict with an employee's duties and contrary to Company policy:

- Serving as an officer, Director, employee, contractor, or agent of another company, that is a present or prospective Company competitor, commercial or industrial customer, supplier, contractor, or vendor without the prior written approval of the appropriate executive officer or General Counsel for non-officer employees, and the Chief Executive Officer for officers.
- Engaging in any business activity that interferes with attendance or overall job performance.
- Using confidential or proprietary business information for personal gain or that negatively affects the Company from a competitive standpoint or in its business relationships with a customer, supplier, contractor, or vendor.
- Borrowing, soliciting, or accepting loans or cash payments by an employee (or an employee's immediate family) from present or prospective Company competitors, commercial or industrial customers, suppliers, contractors, or vendors.
- Using Company assets or labor for personal use, except for minimal use as permitted under the Company's policies.

Community Activities

The Company encourages all employees to be actively involved in their communities through volunteer service to charitable, civic, and public service organizations, and through participation in the political process and trade associations. However, all employees must make sure their service does not interfere with attendance or overall job performance with the Company and does not pose any other conflict of interest, as defined above.

Is it acceptable to volunteer at the local food bank three days a week during my office's normal operating hours?

If your supervisor and you agree to a new working schedule and the volunteer time does not cause a business hardship, then you may be able to volunteer as scheduled. In light of possible volunteer activities, always work with your supervisor to ensure your opportunity does not pose a conflict of interest or hardship to the Company in terms of attendance and your job duties.

Personal Opportunities

Without appropriate approval, employees are prohibited from: (i) taking for themselves personal opportunities discovered through their job duties; (ii) using Company property, information, or position for improper financial personal gain; or (iii) competing with the Company directly or indirectly except as permitted by Company policies.

Use of Company Resources

All employees should protect the Company's assets and ensure their efficient use. Theft, damage, and unnecessary waste have a direct impact on the Company's profitability. All Company assets, including working time, business tools, and equipment, must be used for legitimate business purposes of the Company unless the employee has obtained the appropriate approval for non-business use or as otherwise provided in this Code. Such approval may be obtained from:

- Appropriate executive officer or General Counsel for non-officer employees
- Chief Executive Officer for officers
- Chairman of the Board for the Chief Executive Officer

Employees may make minimal personal use of Company assets and resources without the need for prior approval, as long as such use is done on non-working time, does not interfere with any employee's duties, is not for personal monetary gain, and does not violate any law, regulation, or Company policy.

Electronic Systems

The Company's electronic resources are important assets and are to be used primarily for Company business. All documents, data, electronic messages, and other information created using Company technology belong to the Company and are subject to its oversight and inspection for legitimate business reasons. Employees are responsible for using all Company electronic systems in accordance with the law and Company policies. Examples of these systems include:

- Company-issued computers or personal computers if used to conduct Company business or job duties
- Email (generated using Company devices or email addresses, in addition to personal email addresses if used to conduct Company business or job duties)
- Internet (accessed using Company devices or personal devices if used to conduct Company business or job duties)
- Company-issued phones and cellular phones or personal phones or cellular phones if used to conduct Company business or job duties
- Software applications installed on Company-issued computers and devices or developed using Company technology, in addition to those installed on personal devices and used to conduct Company business or job duties

Can I take pictures of customer projects and put them on a social media platform like Twitter or Facebook?

No. Confidential business information, as defined in this Code, cannot be shared without proper authorization.

LEGAL AND REGULATORY COMPLIANCE

The Company serves utilities and others operating in a highly regulated environment, and our customers expect us to be mindful of – and to comply with – such regulatory rules as though they directly apply. Indeed, many customer contracts say as much.

Employees are thus expected to be knowledgeable about the applicable laws and other legal regulations governing their job duties, attend training to stay up-to-date on any changes, and request information to further their understanding.

Employees are also required to immediately report legal and/or regulatory violations, suspected legal and/or regulatory violations, and any potentially dangerous or physically harmful conditions to one of the Internal Resources listed at the end of this document.

Anti-Corruption – Working with the Government

Company policy prohibits corrupt payments or promises to pay (a bribe) anything of value in order to influence, induce, or secure an improper advantage in obtaining or retaining business. The use of Company funds, facilities, or property for any illegal purpose is strictly prohibited.

More specifically, the Company prohibits its employees or agents from bribing or attempting to bribe any local, state, federal, or foreign government official, as we seek to strictly adhere to the United States Foreign Corrupt Practices Act and Canada's Corruption of Foreign Officials Act.

Bribery involving commercial (non-governmental parties) is also prohibited. Accordingly, no Company employee or agent is permitted to offer, give, or cause others to give, any payments or anything of value in conducting their job duties or Company business for the purpose of influencing the recipient's decision or conduct. For additional information, please refer to the Anti-Corruption Policy on CORE.

"Anything of value" includes, but is not limited to:

- Cash or cash equivalents
- Drinks or meals
- Entertainment
- Gifts
- Lodging
- Promise of future employment
- Transportation
- Use of materials, facilities, or equipment

Fair Competition

Fair competition laws, including antitrust rules in the U.S. and Canada, limit what the Company can do with another company and what the Company can do on its own. Generally, the laws are designed to prevent agreements or actions that reduce competition and harm consumers. Employees may not enter into agreements or discussions with competitors that violate fair competition laws, such as having the effect of fixing or controlling prices, dividing and allocating markets or territories, or boycotting suppliers, contractors, vendors, or customers.

Government Investigations

Employees must promptly notify the General Counsel of any inquiries directed to the Company from government agencies that are not in the normal course of business.

Employees must not prevent the collection of information, data, or records for the Company to respond to government investigations. The Company may provide information to the government during an inspection, investigation, or request for information. Employees must not be untruthful with government investigators or make misleading statements as part of their job duties, or make knowingly fraudulent or illegally defamatory statements to the government, nor cause any other employee to make such statements in responding to government investigators.

Insider Trading

SEC regulations and federal, state, and other related laws make it illegal to buy or sell stock using “insider information.” Employees with access to the Company’s confidential information as part of their job duties may not use or share that information for stock trading purposes or any other similar purpose. Such “insider trading” is prohibited by law. It occurs when an individual with material, non-public information (the “Insider”) trades securities or communicates such information to others who trade.

Insider information is considered to be any material information about a publicly-traded company that is not publicly known. This includes information that may have a financial impact on any company, including mergers or acquisitions, changes in business products or contracts, or a new business risk. Insider information is not limited to information about Centuri. It also includes material, non-public information about others, including our customers, suppliers, contractors, vendors, and competitors. “Material” information is what a reasonable investor would consider in making an investment decision.

My “widget” supplier tells me they’ll soon be able to supply me “gadgets” as well, inasmuch as they are in talks to acquire a gadget manufacturer. I’d like to buy stock in the manufacturer (it’s publicly traded) and wish to do so before news of the acquisition is released. I’m not employed by the manufacturer, so what’s the problem?

Two problems are presented. Any securities transaction motivated by information not generally known to the public is problematic – such conduct can be criminally prosecuted (which does not reflect well on the Company as well as posing serious risk to the individual). And, *one need not be employed* by the corporation whose shares are traded *to be an “insider.”* Secondly, the gadget manufacturer, once acquired, may well become a vendor to the Company. This poses a conflict of interest, if the person buying the stock in this case has any say on whether and from whom we source “gadgets.”

Does this mean I can never own stock in a vendor that includes the likes of John Deere, Caterpillar, Ford or Vermeer?

Assuming neither “insider” information nor *any say whatsoever* on whether and with whom we source goods or services, we have no problem with you buying a non-controlling interest in an entity that happens to be a current or prospective supplier or vendor to the Company. Do remember, however, that no employee, officer or Director of the Company may be an employee, officer or director of a supplier or vendor to the Company without our written permission beforehand (coming from an appropriate executive level for non-officers, and from the CEO for officers).

What about a current or prospective competitor?

Absolutely not – you may not purchase stock in a current or prospective competitor – the conflict of interest is clear.

Trading or helping others trade while aware of insider information has serious legal consequences, even if the Insider does not receive any personal financial benefit. Insiders may also have an obligation to take appropriate steps to prevent insider trading by others. For additional information, please refer to the Insider Trading Policy on CORE.

Political Contributions and Lobbying

No employee may make a political contribution on behalf of the Company or its subsidiaries, or appear to be making a contribution on behalf of the Company or its subsidiaries, unless expressly authorized by the General Counsel. A “political contribution” is any direct or indirect payment, or anything of value in connection with an election or to an organization or group formed to support or defend a referendum vote or ballot issue. For additional information, please refer to the Charge Card and Travel Policy on CORE.

Nothing in this Code is intended to discourage employees from making contributions of their own time or funds to political parties or candidates of their choice. However, the Company will not reimburse employees for any personal contributions. Political activities should not interfere with job responsibilities except as provided by state voting laws or any other applicable law.

The Company must authorize any lobbying activities conducted on its behalf. Employees must obtain prior approval from an executive officer or General Counsel to hire outside counsel or a public affairs firm to contact government officials regarding legislation, regulatory policy, or rule making on the Company’s behalf, including grassroots lobbying contacts.

BUSINESS COURTESIES AND OTHER GRATUITIES

Other than when dealing with the government (see above section on “Anti-Corruption”), the exchange of business courtesies is a common, acceptable practice and an important tool in fostering goodwill and developing and maintaining positive working relationships *so long as* nothing of the sort is used to influence, or appear to influence, business decisions of the Company.

Gifts, Meals, Entertainment, and Travel

To steer clear of any improper appearance of influencing, or attempting to influence, Company decisions, employees should be careful in the exchange of any gifts, meals, entertainment, or travel to avoid creating a sense of obligation or potential compromise of a business judgment or decision of the Company. There should always be a business benefit or purpose for accepting any gift from a supplier, contractor, or vendor, or for participating in a supplier, contractor, or

vendor-sponsored activity. Each employee should exercise care to ensure that such activities have a legitimate business purpose and that their value and frequency are not excessive.

For your reference, when provided as a normal part of business and of reasonable value, the following are examples of gifts or activities that may be acceptable, depending on the specific circumstances:

- Charity events
- Concerts
- Entertainment
- Holiday gatherings
- Lodging
- Meals
- Sporting events
- Travel
- Cash or cash equivalent gifts (such as gift cards, prepaid debit cards, gift certificates, or checks) not exceeding \$25 and that comply with other Company policies. **Construction inspectors are prohibited from accepting cash or cash equivalent gifts of any amount.**
- Unsolicited advertising, promotional items, or gifts (excluding cash or cash equivalent gifts) that do not exceed two hundred dollars (\$200). **Construction inspectors are prohibited from accepting such items regardless of value.**

Is it ok to promise my Customer tickets to the ballgame?

Yes, so long as there's absolutely no implication of "strings attached" and the Customer has no rules against accepting such a gift. It's also best to accompany the Customer to the ballgame, as the tickets and their use need to be linked to the legitimate business purpose of fostering our relationship with the Customer.

There should always be a business benefit or purpose for accepting any gift from a supplier, contractor, or vendor, or for participating in any supplier, contractor, or vendor-sponsored activity.

If you have any questions as to whether or not a gift or other activity related to a supplier, contractor, or vendor is acceptable, or if you would like to accept a gift or participate in an activity that is in excess of the guidelines set forth above, please contact Corporate Compliance for guidance.

Loans

Employees may not accept loans from any person or entity having or seeking business with the Company. Executive officers may not receive loans from the Company nor may the Company arrange for any loan. (Note: A loan from a financial institution or other business in ordinary course, at normal interest rates prevailing at the time of borrowing, is permissible.)

Employee Spouse/Companion Travel

Company policy is that, in certain circumstances, the Company will pay, or will reimburse for travel, meals and expenses of the spouse or companion of an employee. Any spouse/companion travel other than by a Company officer must be approved, in advance, by the Company officer charged with supervisory or oversight responsibility for the employee's function and Company President, or by the Centuri Chief Financial Officer or Centuri President & CEO (two authorizations required, and authorization cannot be made by someone who is related to the employee). Any personal/vacation travel may be combined with business travel provided there is no additional cost to the Company. IRS regulations state that any reimbursement for companion travel is considered taxable income to the employee unless the companion travel is:

- For a bona fide business purpose
- Of benefit to the Company
- Documented

No one may approve the expenditure of Company funds or resources by any relative or member of the family or household of an employee, and no one may approve an expenditure for themselves (or instruct anyone at the same or a lower level within the organization to approve an expense on their behalf). All commitments and expenditures for yourself, family members, and/or relatives must be approved by the responsible supervisor and Company President, or by the Centuri Chief Financial Officer or Centuri President & CEO (two authorizations required, and authorization cannot be made by someone who is related to you). This includes expense reports. For additional information, please refer to the Charge Card and Travel Policy on CORE.

TECHNOLOGY USE

The Company provides various technology resources including computers, telephones, software, copying machines, fax machines, internet access, email, mobile devices, and voicemail to authorized employees to assist them in performing their job duties. Each employee has the responsibility to use this technology in a manner that complies with applicable laws and Company policies, and increases productivity in the performance of job duties.

Authorization

Access to the Company's technology is at the sole discretion of the Company and subject to its policies. Generally, employees are given access to the technologies needed for their job functions. The Company reserves the right to limit such access by any means available to it, including revoking access altogether, for legitimate business purposes including violations of the law or Company policy.

Copyright Laws

Original works that are copyrighted by its author are protected from unapproved duplication. Copying such original works without the permission of the author may constitute copyright infringement. Such violation may apply regardless of whether the copying is done for sale, for free distribution, or for personal use. Employees may not use the Company's technology to copy, retrieve, forward, or send copyrighted materials unless it complies with the law (i.e., unless the author's permission has been obtained or a single copy is being accessed for the employee's reference).

Violation of copyright laws is a potential financial and legal liability for both the Company and the offending employee. Employees are responsible for copyright infringement whether or not they knew the federal copyright law was being violated.

Company Technology

Employees should always use Company technology in a manner that does not violate the law or Company policy. It is important to keep in mind who will be receiving electronic messages and to remember that electronic communications

are permanent and can be forwarded or changed without Company knowledge or permission. It is also important to note that all Company electronic communications are the property of the Company and may be monitored for legitimate business reasons. Employees may not use any of the Company's technology for any illegal purpose or in violation of any Company policy. Confidential or trademarked information of the Company or third parties, as defined above, may only be distributed on an authorized basis.

WORK ENVIRONMENT

The diversity of the Company's employees is a tremendous asset. The Company is committed to providing equal opportunity in all aspects of employment and will not tolerate any unlawful discrimination or unlawful harassment of any kind. In addition, the Company is dedicated to maintaining a safe working environment. The following paragraphs highlight some of the Company's policies created to foster and maintain a safe and successful working environment reflective of the highest standards of behavior.

Diversity, Equity, and Inclusion

The Company is committed to fostering a culture where diversity, equity, and inclusion are fundamental values in the everyday business practices throughout the workplace environment. This extends beyond our internal practices – hiring, listening sessions, employee conduct training, cultural competency of management – to our suppliers and the communities where we live and work. Diverse teams bring different perspectives which lead to better solutions. Creating an environment where everyone, from any background, can do their best work is the right thing to do.

Human Rights

The Company recognizes the responsibility to respect human rights is a continuing effort, and we must regularly assess our practices and approaches in light of changing global policies and business practices. We oppose human trafficking, child labor and forced labor practices anywhere in the world, and we are committed to the protection of men, women, children and all vulnerable populations within our operating territories. We are committed to and encourage others in the fair treatment of workers and to strictly observe standard labor practices in accordance with applicable laws. The Company strives to engage with business partners whose values and business principles reflect their respect for human rights of the people with whom, and the communities in which, they do business. The Company is committed to continuing to provide resources to support economic development and improve quality of life in the communities we serve. For additional information, please refer to the Human and Labor Rights Policy on CORE.

Discrimination and Harassment

Employees need to be sensitive to and respectful of the protected classifications of all individuals with whom they come in contact. Employees should also recognize that others may perceive their actions differently from what was intended.

The Company prohibits workplace discrimination and harassment based on any protected classification. We do so not only to abide by law (federal, state, and local) but it makes good business sense as well; we seek qualified talent without regard to such legally-protected characteristics as race, color, religion, national origin, sex, pregnancy, age, disability, or status as an active duty service member or veteran, and without regard to gender identity, sexual orientation, or marital status. The Company will not tolerate words or actions that signify any kind of unlawful discrimination or unlawful harassment, and is firmly committed to taking all reasonable steps to prevent its occurrence.

Our policy applies to all persons involved in the operations of the Company and prohibits such unlawful discrimination and unlawful harassment by any employee or agent of the Company. The policy also prohibits unlawful harassment of or unlawful discrimination against visitors, clients, vendors, and other service providers at our facilities.

Prohibited unlawful discrimination or unlawful harassment is not necessarily limited to the loss of a job or other economic benefit. Prohibited discrimination or harassment based on a protected characteristic that impairs your working ability or

emotional well-being at work violates this policy and will not be tolerated. For additional information, please refer to the Discrimination and Harassment Policy on CORE.

Examples of unlawful discrimination or harassment based on a protected characteristic include, but are not limited to:

- Sexually or racially derogatory or lewd comments, verbal or written
- Degrading jokes or statements, verbal or written
- Negative stereotyping
- Offensive posters, photography, cartoons, drawings, and gestures
- Unwanted sexual advances, invitations, and comments, verbal or written
- Unwanted touching or blocking of normal movement
- Interference with work directed at you because of your sex or any other protected basis
- Threats and demands to submit to sexual requests in order to keep your job or avoid some other loss
- Offers of job benefits in return for sexual favors
- Retaliation for opposing, reporting, or threatening to report unlawful harassment
- Retaliation for participating in an investigation, proceeding, or hearing regarding prohibited discrimination or unlawful harassment, either as a witness or a participant

Equal Employment Opportunity/Non-Discrimination

The Company's Equal Employment Opportunity policy and Affirmative Action program emphasize the importance of recruiting, hiring, training, and promoting persons without regard to race, color, religion, national origin, sex (including pregnancy), sexual orientation, marital status, age, genetic information, disability, status as an active duty service member or veteran, or any other non-job-related characteristic protected by local, state, or federal law. For additional information, please refer to the Equal Employment Opportunity Policy on CORE.

Alcohol and Drugs

Employees are required to perform their job duties free from the influence of alcohol, intoxicants, narcotics, unsafe, controlled, or illegal substances that could impair job performance. This includes marijuana (cannabis), even if used for medical purposes or recreationally where allowed by state or provincial laws. The U.S. Department of Transportation prohibits the use of marijuana by anyone working in a DOT-covered position. Employees who use marijuana for medical purposes in accordance with state or provincial laws may request for a reasonable accommodation. Violation of Company policy and/or DOT regulations could result in disciplinary action up to and including termination. For additional information, please refer to the Drug and Alcohol Policy and plans on CORE.

Environmental Safety

The Company is committed to protecting and conserving the environment. Employees are required to fully comply with all state and federal laws relating to the environment in the conduct of its business. All hazardous materials must be used, stored, and disposed of properly and in accordance with applicable regulations. Employees must report, in accordance with Company policies, all circumstances under which hazardous materials or wastes come in contact with the environment, are improperly handled or disposed of, or when a potential violation of law may exist.

Safe Workplace Environment

The Company is committed to providing a workplace that is safe, secure, and free of threats for all employees. The Company does not tolerate acts or threats of violence, intimidation, or hostility in our workplace, no matter to whom it's directed – at another employee or the Company's customers, suppliers, contractors, vendors, or other visitors to Company

facilities or worksites. Any employee who exhibits violent behavior may be subject to criminal prosecution and such behavior will result in disciplinary action, up to and including termination. For additional information, please refer to the Employee Handbook on CORE.

The Company strives to provide a healthy and safe work environment, where our goal is to operate incident-free. No work is important enough to compromise the safety of our employees, the public, or the communities where we work. We commit to safety not just because it is a key component for sustaining our business into the future, but because it is the right thing to do. Each employee has a responsibility to follow health and safety rules and practices and to report incidents, injuries, and unsafe equipment, practices, or conditions. Employees are to refrain from working in an unsafe manner either intentionally or in an effort to complete a work assignment.

Incident prevention is dependent on compliance with all safety rules and policies communicated by the Company and with all aspects of training or other instructions. Employees are expected to adhere to the safety procedures outlined in the Environmental Health and Safety Manual and to behave in a manner that can be reasonably expected to prevent or minimize on-the-job incidents. Employees are also expected to recognize conditions that may lead to an incident or result in an injury and take appropriate measures to prevent such occurrences.

The Company also strives to provide a safe environment to its employees, such as during pandemic events. All employees are expected to comply with any necessary emergency changes in safety procedures and any absence, illness, or other reporting mechanisms that may be put in place in such situations.

My Foreman routinely acts unsafely. Do I have an obligation to do something about it?

Every crewmember has a responsibility for his/her own safety and the safety of others. No one should do anything that is unsafe. If you are aware of someone doing something unsafe, you must take action to make them stop, including reporting the behavior to members of management, HR, Safety, or the Helpline. If your leader is unwilling to listen, you can speak with his/her leader.

Maintaining Cybersecurity and Workplace Security

The Company's well-being relies upon secure and resilient information systems. Employees are expected to keep access codes (e.g., passwords and personal identification numbers) in a secure place and not share them with others. Anyone with a system identity and access code is responsible for any activities performed under that identity. Unauthorized use of access codes, computer systems, or programs may be grounds for disciplinary action, up to and including termination.

Additionally, employees are required to do their part to maintain the security of our workplaces. All employees are expected to:

- Follow all required security procedures and access controls in Company facilities and worksites
- Wear identification badges when and where required
- Report anything that seems suspicious or threatening
- Participate in safety-related drills and preparations

CODE COMPLIANCE REPORTING PROCEDURES

Reporting Procedures

Questions regarding the policies in this Code may be directed to the General Counsel, Corporate Compliance, or another Internal Resource. Contact information is set forth below. Managers and supervisors shall provide timely advice and

guidance to employees on ethics and compliance concerns and are expected to take a leadership role in promoting ethical business conduct.

Any employee having knowledge of, or questions or concerns about, an actual or possible violation of the provisions of this Code is obligated to promptly report the matter to one of the below-listed Internal Resources.

All conversations, calls, and reports made in good faith will be taken seriously. Reporting in “good faith” means accurately and completely reporting all the information you believe to be true. When reporting a violation, employees will be asked to provide the time, location, names of the people involved, and other details so that the Company can perform a prompt and thorough investigation.

The Company will make all reasonable efforts to determine the relevant facts behind any reported allegation and bring the investigation to a timely conclusion. Employees are obligated to cooperate with the Company’s investigation into such reports. Failing to cooperate with an investigation may result in disciplinary action, up to and including termination.

Examples of failure to cooperate include:

- Knowingly providing false or misleading information
- Refusing to be available for a meeting or discussion during an investigation
- Knowingly withholding, destroying, or deleting pertinent information

Non-Retaliation/Non-Retribution

The Company believes employees should be able to express their problems, concerns, opinions, and their points of view. The purpose is to foster an atmosphere in which employees feel comfortable knowing they can communicate problems, concerns, and opinions without fear of retaliation or retribution.

An employee who in good faith seeks advice, raises a concern, or reports a violation is meeting the Company’s expectation – we support such action and will not discharge, demote, suspend, threaten, harass, or in any manner discriminate or retaliate against any employee with respect to good faith reporting. If you feel you may be the victim of retaliation, please contact an Internal Resource as you may be entitled to protection under law. However, anyone who uses this Code or any compliance activity to knowingly spread false accusations, unlawfully threaten others, or fraudulently damage another person’s reputation may be subject to disciplinary action, up to and including termination.

QUESTIONS OR CONCERNS?

If you have any questions or concerns about the Code or any potential violations, you have a responsibility to report your concern. All reports made in good faith are protected.

INTERNAL RESOURCES

The following resources are available to you:

Your Supervisor or Manager

Employees are encouraged to speak with their supervisor or manager regarding any concerns. The Company values open and honest communication and is interested in discussing any issue that is important to our employees.

Human Resources (“HR”)

Please feel free to contact HR to discuss any concerns or questions you may have. HR has detailed knowledge of the Code, policies, and procedures.

EthicsPoint™ (the “Helpline”)

The Company provides the Helpline for employees to securely and confidentially report unethical behavior and noncompliance with laws, regulations, and Company policies and procedures. The Helpline also provides employees with an option to report anonymously so they may disclose genuine concerns in a comfortable manner without feeling threatened. The Helpline may be accessed by:

- Phone: 855.722.2816
- Online: www.Centuri.EthicsPoint.com

Compliance Officer

Please feel free to contact the Compliance Officer with any questions regarding the Code, your own compliance with the Code, or any potential violations of the Code, at:

- Phone: 623.582.1235
- Email: ComplianceOfficer@Centuri.com

Chief Legal & Administrative Officer

Please feel free to contact the Chief Legal & Administrative Officer with any questions regarding the Code, your own compliance with the Code, or any potential violations of the Code, at:

- Phone: 623.879.3913
- Email: DHunter@Centuri.com