

# New Mexico Gas Company Code of Conduct



New Mexico  
GAS COMPANY®



# New Mexico Gas Company Code of Conduct

Our Code of Conduct establishes a standard of ethical business conduct that is expected from all New Mexico Gas Company employees, officers, and board members. We are expected to understand it, know where to access it, and refer to it to help ensure we take appropriate actions and make ethical decisions.

This Code is effective August 12, 2026 and supersedes the Emera Code of Conduct dated January 1, 2026.

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# A Message from Ryan Shell



**Thank you for reviewing the  
Code of Conduct.**

I am proud to share with you our New Mexico Gas Company Code of Conduct – a clear reflection of our shared values and the principles that define who we are as a company.

For generations, our Company has been a trusted natural gas provider and a name known for resilience, reliability, and service. We've grown and evolved through decades of change, including periods of transition, expansion, and even changes in ownership. Through it all, one thing has remained constant: our unwavering commitment to the people we serve, the employees who power our success, and the standards that guide us forward.

As a company with a long and proud history, we recognize the critical role we play in shaping not only the future of energy, but also the well-being of the communities we serve and the environment we all depend on. This Code of Conduct is more than a set of policies – it's our promise to operate with integrity, accountability, and purpose.

Sustainability is central to our future. We believe that profitability and responsibility go hand in hand. By operating ethically and efficiently, we generate long-term value for everyone who relies on us. Each of us has a role to play in protecting the environment, conserving resources, and contributing to a cleaner tomorrow.

Safety will always be our foundation. The well-being of our employees, customers, and communities comes first – without exception. From our field operations to our offices, we are committed to maintaining the highest safety standards and ensuring that everyone returns home safely every day.

Our customers are at the center of everything we do. We are committed to listening, responding, and innovating in ways that provide reliable, accessible, and forward-thinking energy solutions. Service is not just a transaction – it's a relationship built on trust.

Just as importantly, we are part of the communities we serve. We live and work in the same neighborhoods as our customers, and we understand the importance of local partnerships, volunteerism, and economic support. We are not just in the community – we are part of it.

This Code also affirms our belief that integrity is non-negotiable. Every decision we make – big or small – should reflect our values and our commitment to doing the right thing. As you read through the Code, I encourage you to reflect on the role you play in upholding our principles. Each of us is a steward for our reputation, our responsibilities, and our impact.

Thank you for being part of this journey and for your continued dedication to excellence. Together, we are building a future we can all be proud of – honoring our past, strengthening our present, and preparing constantly for tomorrow.

Sincerely,

**Ryan Shell**

*President New Mexico Gas Company*



# About New Mexico Gas Company's Code of Conduct

The New Mexico Gas Company ("NMGC" or the "Company") Code of Conduct (the Code) sets out the standard of ethical business conduct that is expected from employees, officers, and board members.

The Code and the values on which it is based are an integral part of ensuring that we are always doing the right thing in our work. You are expected to understand it and apply it in your daily work - especially when you are not sure of the appropriate or required action to take.

We acknowledge that we understand and agree to abide by the Code when we join the Company and reaffirm that commitment every year by acknowledging we have reviewed the Code, understand it and remain in compliance.

Employees who breach the Code, violate a Company policy, or retaliate against an individual who reports a concern in good faith will be subject to the Company's disciplinary process. Violations of a serious nature may result in disciplinary action up to and including dismissal and could also result in civil or criminal prosecution.

## Employee Rights

Nothing in the Code is intended, nor will it be enforced, to limit or restrict employee rights or activities concerning wages, hours, working conditions or other protected conduct under any applicable federal, state, local, or tribal law.

## Have a Code of Conduct Question?

Your leader is always a great place to start if you have questions about the Code and how it applies to your role or if you are not sure of the appropriate or required action to take. If you require additional clarification, reach out to your Human Resources or Compliance and Legal teams.

When you have concerns about potential unethical behavior and speaking with your leader is not possible or appropriate, you can elevate your concern to any senior leader within the Company, or to Human Resources or Legal. You can also share concerns anonymously through the Ethics Hotline at [www.clearviewconnects.com](http://www.clearviewconnects.com) or by calling 1-866-344-8801.

It is important to note that the Ethics Hotline is not meant to be a substitute for direct and meaningful communication with your leader or Human Resources representative, when that is possible.

The Ethics Hotline is operated by an external reporting service to ensure anonymity. Refer to section Raising Concerns & Reporting Potential Violations for more information on submitting a confidential hotline report.

# NMGC's Purpose, Vision & Values

## Purpose

Our purpose is the reason we do what we do: deliver safe, reliable and affordable energy that people can count on.

## Our Vision

To be a natural choice in our communities for reliable and affordable energy solutions delivered with a passion for exceptional customer service, environmental responsibility, and world-class safety.

## Values

**Safety above all else.** We are committed to a strong “speak up” culture so no one gets hurt.

**Customers are our center and focus.** We listen to and work hard to meet and exceed expectations in our service.

**Candor, respect, and collaboration.** We strive for open dialogue and ensure different perspectives to best shape results in alignment with our values.

**Care for others, environment and our community.** We invest in our people, the environment and community for our future.

**Excellence.** We pursue excellence in all that we do with tenacity and integrity.

# Doing the Right Thing

**We set a high bar in our work, including going above and beyond to always do the right thing.**

Behaving ethically demands more than complying with laws, regulations, and policies; it also means pursuing business objectives with integrity and thinking through the potential impacts of decisions and actions.

There will be occasions when the Code does not explicitly address certain situations. In these circumstances, use appropriate judgment in determining the right thing to do. When faced with an ethical dilemma or an uncertain situation, it can be helpful to ask the following questions:

Would my action or decision comply with applicable local, municipal, tribal, state, and federal laws and regulations, and Company policies and procedures?

- Is it consistent with our values as well as the spirit of the NMGC Code of Conduct?
- Would I be proud to tell someone I respect (e.g., other employees, friends, or family) about my actions?
- Will I be guilt-free after I do this?
- Would I be comfortable seeing it posted on social media or on the news?
- Would I be okay with someone treating me the same way?

If the answer is no to any of these questions, it may not be the right thing to do, and a different direction should be considered. If the Code does not have the answer you need, consult with your leader who will either provide additional guidance or refer you to the relevant policy, procedure or Company resource.



# Leading Teams

**Caring for each other is part of our values – and that includes leaders supporting employees and helping them to do the right thing.**

While we are all expected to perform our jobs in accordance with the NMGC Code of Conduct and all relevant policies and procedures, leaders have additional responsibilities. These include:

- Providing employees with the necessary resources to understand and comply with the Code and applicable laws, regulations and policies.
- Ensuring that employees under their supervision complete all required training and annually acknowledge their understanding and agreement to comply with the Code.
- Supporting a speak-up culture where employees are comfortable and feel safe asking questions, sharing perspectives, raising concerns and reporting suspected misconduct.
- Protecting anonymity, where possible, and ensuring that employees are not retaliated against for reporting concerns in good faith.
- Directing employees to achieve results and perform work in compliance with the Code and all applicable laws, regulations and policies.
- Taking timely and appropriate action when directly experiencing, witnessing or being presented with any safety risk, discriminatory or disrespectful behavior or other activity that is contrary to the Code.
- Consulting with representatives from the Human Resources, Legal, or Compliance teams when it is unclear whether additional steps are needed to address potential concerns.

# Staying Focused on Safety

**We put safety above all else and are committed to caring for each other, ensuring our workplaces remain safe and supportive. Each of us must speak up and take action when we see unsafe acts, behaviors or hazardous conditions.**

We are committed to a strong speak-up culture where no one gets hurt. This means:

- Raising questions about potential safety concerns when you are unsure.
- Appropriately correcting and warning others when you see unsafe acts, behaviors or hazardous conditions.
- Promptly reporting all health and safety incidents, including near-misses, to your leader or using established reporting channels.

All employees are expected to understand work-related hazards and risks. You are empowered to ask questions about safety concerns you may have and to refuse to complete any work you believe to be unsafe for yourself, your employees or others. In these situations, it is important to let your leader

know about your concerns and why you think it is unsafe to complete the work.

All employees are also required to comply with drug and alcohol policies, which includes being free from the influence of any substance that could prevent work from being conducted safely, accurately and effectively. It is prohibited to possess or be under the influence of alcohol, nonprescription drugs or prescription drugs that adversely impair your fitness for duty on Company premises, while engaged in Company business, or while operating Company vehicles or equipment.

If you are experiencing challenges with alcohol or drugs, you can seek assistance from your leader, Human Resources team, or the Company's Employee Assistance Program (EAP).

## Questions & Answers

**Q.** I know we are supposed to report injuries, job-related illnesses and safety incidents, but one of my team's goals is to improve our safety performance, which includes reducing the rate of safety incidents. What is the real priority?

**A.** We should always report job-related near-misses, injuries, illnesses and safety incidents. Company, team or personal goals should never be designed to compromise employee safety and must ensure we remain focused on our shared goal of achieving world class safety results. Reporting safety incidents helps determine the steps necessary to prevent future incidents from occurring and keeps employees safe.

**Q.** While responding to a service call, I have encountered unsafe working conditions in a customer's home. I do not feel comfortable working in these conditions without additional support. Should I proceed with the job without speaking to my leader?

**A.** No. If you believe that the work situation is unsafe, it is appropriate to stop working and speak with your leader for further guidance.

**Q.** While performing a site inspection, I noticed a work crew digging prior to having the underground utilities located. How should I address this unsafe situation

**A.** Assuming it is safe to do so, you should speak with the work crew to request that all work stop until a utility locate is completed or further instruction is given by your leader or Safety team. Report this to your leader or Safety team immediately.



# Maintaining Respectful Workplaces with Equal Opportunities

**We value candor, respect, and collaboration. We put issues on the table and share different perspectives in order to achieve better outcomes and foster an inclusive environment.**

We are dedicated to fostering a respectful and inclusive workplace where everyone is valued. Maintaining a welcoming and supportive work environment is a shared responsibility – we do this by treating others with dignity and respect. You should be familiar with the Company's Respectful Workplace Policy, as your behavior is expected to contribute to creating a respectful workplace. Discrimination, harassment, sexual harassment, and bullying is never okay and will not be tolerated. This means:

- We are all accountable to treat others with respect, promote awareness of inclusivity and provide prompt resolution to address disrespectful behavior.
- We are empowered to speak up if we experience or witness disrespectful behavior.

The Company is committed to providing equal employment opportunities without regard to race, ancestry, color, ethnicity, citizenship, religion, sex, national origin, age, disability, marital status, family status, veteran status, sexual orientation, gender identity and gender expression, or any other characteristic protected by applicable laws.

Activities such as recruiting, job placement and promotion, training, performance management, compensation and disciplinary action must be carried out in accordance with our commitment to providing equal employment opportunities.

Employees who retaliate against individuals who report concerns in good faith will be subject to discipline, up to, and including, termination.

## Questions & Answers

**Q.** My coworker repeatedly asks me to go out on a date, even though I'm not interested. What should I do?

**A.** If you are comfortable doing so, you should tell your coworker, in no uncertain terms, that "no means no," and that if you are asked out again, you will be forced to speak with your leader or someone from Human Resources. If the unwanted requests continue or you're not comfortable telling your coworker, speak with your leader or someone from Human Resources.

**Q.** One of my coworkers regularly tries to tell me race-related jokes. This is offensive to me and I want it to stop, but I don't want to get them in trouble. What should I do?

**A.** Telling any type of joke that can be offensive should not be tolerated. Finding a way to explain to your coworker why the joke is offensive and inappropriate can be an effective way to get them to stop. If the jokes persist, you should speak with your leader or someone from Human Resources.

**Q.** I recently filed a harassment complaint with Human Resources over how I was being treated by my leader. Since then, my leader has reassigned me to different duties and has made taking time off very difficult. What should I do?

**A.** Retaliation is not tolerated. If you believe you are being retaliated against for making a good faith complaint or for being involved in a workplace investigation, you should speak with someone from Human Resources or the Legal team. Alternatively, you may share your concern through the Ethics Hotline as referenced in Raising Code Concerns & Potential Violations.

**Q.** I'm a new employee and every day when I get to work, my coworkers have hidden my tools. When I go looking for them, no one helps me out. I've repeatedly asked them to stop, but they say that I should lighten up and that it's all in good fun. What should I do?

**A.** Harassment and bullying is never okay and is not tolerated. You should talk with your leader or someone from Human Resources about these unacceptable behaviors.

# Avoiding Conflicts of Interest

**Just as we share a common purpose and set of values, we also share the responsibility to make work decisions based on the best interests of NMGC versus for personal gain.**

A conflict of interest arises when personal, social, political, or outside business activities interfere with your objectivity or responsibilities as an employee, officer or board member. You must avoid conflicts of interest or even the perception of conflicts of interest in your work by:

- Maintaining awareness of situations that may create a conflict of interest.
- Avoiding conflicts or the appearance of a conflict.
- Disclosing conflicts of interest (both actual and perceived) to your leader to ensure the matter is appropriately managed.

If you are unsure if a particular situation is a conflict of interest, reach out to your leader, Human Resources, or Legal or Compliance teams for guidance and refer to Company policy and procedures for disclosure requirements.

## OUTSIDE EMPLOYMENT & OWNERSHIP

While at work, you are expected to devote full-time effort to your job and avoid any outside activities and/or employment that may interfere with performing your regular job or that is conducted during normal work times. Outside activities and employment should never involve the disclosure or use of proprietary, confidential or non-public Company information, nor should the outside employment discredit the Company. In addition, if a family member or member of your household works for a competitor or a business entity that does business with the Company, there could be a conflict of interest.

You are prohibited from personally benefitting from business opportunities that are discovered through the use of, or in connection with, Company property, information or position.

If a company, partnership, or business in which you, or a member of your family, own more than a 10 percent interest, or if you act in the capacity of a director, officer, partner, consultant, employee or agent of a company, partnership, or organization that seeks to conduct business or competes with NMGC, you must comply with the Company conflict of interest disclosure policy and procedures and obtain written approval.

## GIFTS & ENTERTAINMENT

Do not accept, offer or authorize gifts, entertainment or other favors that are not a reasonable part of business relationships. While gifts of cash are never acceptable, the occasional exchange of modest gifts and business courtesies, such as entertainment, sporting event tickets, meals or promotional items can build goodwill in business relationships and may be permissible.

A gift or payment is improper if it is used to influence or could appear to influence a business decision. Exercise good judgment in each situation, taking into account the nature of the gift or entertainment, its purpose, appearance, positions of the persons providing and receiving it, the business context, and any applicable legal restrictions. Some exchanges may be seen as bribes and could harm the reputation of the Company and the individuals involved.

Giving or receiving gifts or benefits of \$500 or more must be pre-approved. If in doubt, consult your leader or Human Resources team for advice.

## COMMUNITY & POLITICAL ACTIVITIES

Use good judgment in selecting community activities, civic groups or charitable projects to ensure that participation does not conflict with your work responsibilities or the interests of the Company. Discuss community involvement with your leader to determine if a conflict exists.

You can seek or hold an elected or appointed public office position provided this role does not interfere with your work or create a conflict of interest. Working for a regulated utility and holding public office may present complications. If you are a prospective candidate for public office, discuss the opportunity in advance with your leader.

## FAMILY MEMBERS & PERSONAL RELATIONSHIPS

NMGC is committed to making employment and advancement decisions based on qualifications and merit and not in favor of or in opposition to the employment of family members and relatives. You should not participate in employment decisions or have leadership responsibilities related to your family members, relatives or anyone with whom you have or develop a personal or romantic relationship.

## Questions & Answers

**Q. My mother and I own a plumbing business. Can I leave our business cards in the breakroom and hand them out to customers?**

**A.** This would pose a conflict of interest since you may not personally benefit from business opportunities that are discovered during your work for the Company. By referring Company customers to your own business, you are potentially profiting off of company information. Additionally, this may be confusing to customers who may believe you are performing work on behalf of the Company. Further, you may not use work time or resources to promote or perform any work for your outside employment.

**Q. While I was attending a work-sponsored conference, my name was randomly drawn to win a \$5,000 cash prize. Can I keep the money?**

**A.** Maybe. Certain important questions need to be answered before accepting cash prizes associated with a work-related event, such as:

- What was the purpose of the raffle?
- Was the raffle conducted in a reasonable and controlled manner?
- Who was the raffle sponsor?
- Does the Company do business with that sponsor or entity associated with it?

To be sure, disclose and discuss the situation with your leader.

**Q. I'm an employee for the Company and am considering a second job working weekends with my friend who is a general contractor. Is this a violation of the Code?**

**A.** Maybe. For example, if your friend's company is a vendor (or a competitor) with whom the Company does business, it is considered a violation. Remember, your job at the Company is your first responsibility and you must be able to fulfill your duties without conflict or interference. Your second job should not be conducted during regular business hours and Company property and assets cannot be used. You should discuss the second job with your leader to determine whether there is a conflict of interest.

**Q. My brother owns a personal business and wants to bid on a project for NMGC. Is this allowed?**

**A.** Your brother may submit a bid as long as you have no responsibility for procuring the project vendor. You also should disclose the relationship to your leader. If your brother's company wins the contract, you cannot be involved in any aspect of the work, including supervising the job or processing payments for the work.

**Q. I'm remodeling my house and have been offered a reduced price for the work from a supplier to NMGC. Is it alright for me to take the offer?**

**A.** You may accept only if the reduced price offered is the supplier's regular reduction for services. You should not use your Company position to obtain offers or favors from people with whom NMGC does business unless offered to all NMGC employees.



# Protecting Company Assets

**We are responsible for protecting Company assets and information from theft, loss, damage, misuse, attack or exploitation.**

The Company has both digital assets, such as data and intellectual property, as well as physical assets including computers, tablets, phones, vehicles, supplies and equipment. We are all responsible for helping safeguard these assets.

Company information and property should only be used for legitimate business purposes. Occasional personal use of some devices (such as personal phone calls or email) may be permitted, if it does not interfere with job performance, impose any additional business costs or violate any other policy.

Information systems and associated technology assets are provided so we can perform our jobs. When accessing information systems on Company or external devices (such as a home computer, cellular phone or other personal communication system) whether through a public or private internet or wireless connection, you must:

Take responsibility for information security by familiarizing yourself and complying with information security processes and policies.

Take appropriate precautions against unauthorized access, such as using (and not reusing or sharing) strong passwords, encrypted thumb drives and secure wireless networks, consistent with Company information security guidelines.

Electronic communications such as email, voice mail, text, instant messages and blogs are a form of Company data that must be safeguarded. The Company may monitor or inspect these systems and tools for misuse at any time in accordance with applicable privacy regulations. You should not expect any personal privacy for communications sent, received or stored on a Company asset.

## CYBER SECURITY

To protect our data from getting into the wrong hands or bad actors obtaining access to our systems, it is important that you:

- Always verify before you click. If something seems unusual, slow down and confirm through trusted channels.
- Report suspicious emails immediately using the Phish Alert button in Outlook, lock your workstation when not in use, and use strong, unique passwords as per Company policy.
- Only use approved resources for data storage and sharing, limit access appropriately, and remove access when it is no longer needed.
- Keep your Company device free of personal data, be cautious with email links and attachments, using QR codes, and get approval before downloading or subscribing to any services to ensure it meets Company standards.
- Report any cyber security incidents and suspicious activity immediately.

## PHYSICAL SECURITY

To prevent unauthorized individuals from obtaining access to our facilities or assets, it is important that you:

- Wear your identification badge at all times and do not share badges or PIN codes or grant access to restricted areas without following physical access policies and procedures.
- Ensure mobile devices are secured (e.g., laptop computer, etc.) and do not plug in any unapproved devices, such as non-Company USBs, into Company assets.
- Keep secure and properly dispose of printed information, especially materials with sensitive organizational or personal information.
- Report any physical security incidents, suspicious activity, or missing Company-issued devices immediately.
- Ensure security of Company-issued keys, purchasing cards, fuel cards, and related PIN codes.

## Questions & Answers

**Q.** I operate a general contractor business from home to make a little extra money. Is it okay if I use a Company vehicle to transport my tools and material once in a while?

**A.** No. This is improper use of a Company asset for personal reasons, and it is not allowed.

**Q.** If I am out sick and a file on my local hard drive needs to be updated, is it okay to share my user ID and password with my leader so that they can work on the file during my absence?

**A.** No. Sharing passwords exposes the Company to potentially significant security risks; as a result, employees are strictly prohibited from sharing their passwords with anyone. You must at all times follow the Company's password protection policies, procedures, and use secure file transfers, including when you require assistance from IT personnel (e.g., desktop support, etc.).

**Q.** I received an email from a contractor we've worked with before. It includes an attachment labeled "Urgent Invoice" and a link to "view payment details." I wasn't expecting anything from them – should I open it?

**A.** No, do not open the attachment or click the link. Instead, you should immediately report it to Phishing. Even if the email appears to come from a known contractor, it could be a phishing attempt or part of a cyber scam. Cyber attackers often impersonate vendors or contractors to trick employees into clicking malicious links or initiating unauthorized payments.

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# Managing Records & Information

**Putting customers at the center of everything we do includes taking care to limit and to protect the information we collect about them.**

We must retain records that are complete and in compliance with applicable standards, laws and regulations. You should be familiar and comply with Company information management policies and procedures, including requirements for creating, keeping, and destroying records and how to handle records related to litigation, audits, and investigations.

## SENSITIVE OR CONFIDENTIAL INFORMATION

During the course of business, you may have access to confidential, proprietary or personally identifiable Company, employee, customer or third-party information. Sensitive information includes material that is usually not known by the general public, that could provide an organization with some kind of business advantage, or that may be harmful to the Company, employees, customers, or third parties if disclosed.

Examples of sensitive and confidential information include employee health and wellness information, wages and salary details, personal identifiable customer information, operational or cyber system information, financial data and other proprietary

business information. As a general rule, presume that any information about the Company, customers or employees is sensitive. Other steps you should take include:

- Do not disclose or share sensitive information with anyone, except what is required to perform your work duties and in line with the Company privacy policy and applicable laws.
- Be vigilant to protect sensitive personal and organizational information against loss, theft, unauthorized access, alterations, and misuse.
- Only store or transmit electronic communication of confidential or sensitive information in a manner consistent with Company policy and with information security guidelines.
- Follow Company information classification requirements.

## USE OF ARTIFICIAL INTELLIGENCE

Do not submit any non-public Company information, or information concerning customers or employees, into artificial intelligence tools such as ChatGPT, and only use such tools in compliance

with Company policies and guidelines. For non-public Company information, we must only use approved AI tools that have been reviewed and authorized by the Company. Use of unapproved AI technologies for non-public Company information is strictly prohibited.

While AI tools can support productivity and creativity, employees are responsible for verifying the accuracy and appropriateness of any AI-generated content before using it in business decisions, communications, or submissions.

## Questions & Answers

**Q. I have a presentation that I need to have ready for my vice president on Monday morning. Can I email this material to my personal email account or upload it to my Dropbox account so that I can work on it at home on my own computer?**

**A.** No. Emailing or storing confidential or sensitive information outside of the Company's internal network puts this information at increased risk and requires proper precautions. The Company has a legal and regulatory responsibility to protect certain types of sensitive information. Any such activity should be carried out consistent with Company information security policies and procedures. You should always check with your leader and consult with IT about the most appropriate and secure way to manage any transfer or storage of data outside the normal course of business.

**Q. I need to send a file containing customer information to one of our vendors. Can I email it?**

**A.** Maybe. First, be sure that sharing customer information, especially sensitive information, with a third party is permitted under Company privacy policies and procedures. Data privacy laws and regulatory restrictions vary and may require customer permission or notification. Second, any business communications that contain sensitive information should be carried out in line with Company information security and privacy policies and procedures. Check with your leader if you have any questions about the sensitivity of the data you plan on sharing.

**Q. I want to leverage AI to assist with my work. Can I use any widely available tool if I don't input Company data?**

**A.** Yes. Generally, it's okay to use publicly available AI tools for information and research to help you with your work, but only pre-authorized AI tools like CoPilot 365 may be used when using non-public Company data or information. Regardless of which AI tool you use, it's always important to fact-check AI-generated information before using it in your work product.



# Managing Business Expenses, Travel & Entertainment Responsibly

**Employees are responsible for exercising good judgment in their business expenditures.**

We must manage Company resources, especially those related to business expenses, travel, and entertainment with integrity, accountability, and transparency. We are expected to exercise discretion, good judgment, and fiscal responsibility in all Company expense-related decisions, which means we must:

- Understand and comply with all Company travel and expense policies and seek pre-approval where required.
- Ensure business expenses, entertainment activities, and travel arrangements are directly related to official Company business and support business goals or operational needs.
- Retain all receipts and required documentation, and submit accurate, complete and timely expense reports.
- Avoid expensing personal items or items that should be requested through IT or procurement.
- Not use personal credit or bank cards for business expenses and then request reimbursement for a personal benefit, such as for the employee to get “points,” etc.

The Company reserves the right to audit expense reports at any time and to investigate any suspected misuse of funds. Submitting falsified, inflated or duplicate expense claims, or using Company funds for personal travel, entertainment or leisure activities, or any other misuse of Company funds, is strictly prohibited. Violations may result in a demand for repayment of unauthorized expenses, disciplinary action up to and including termination of employment, legal action, and where appropriate, referral to law enforcement. If you are uncertain whether a travel plan or expense is appropriate, you should consult with your performance coach before incurring the cost.

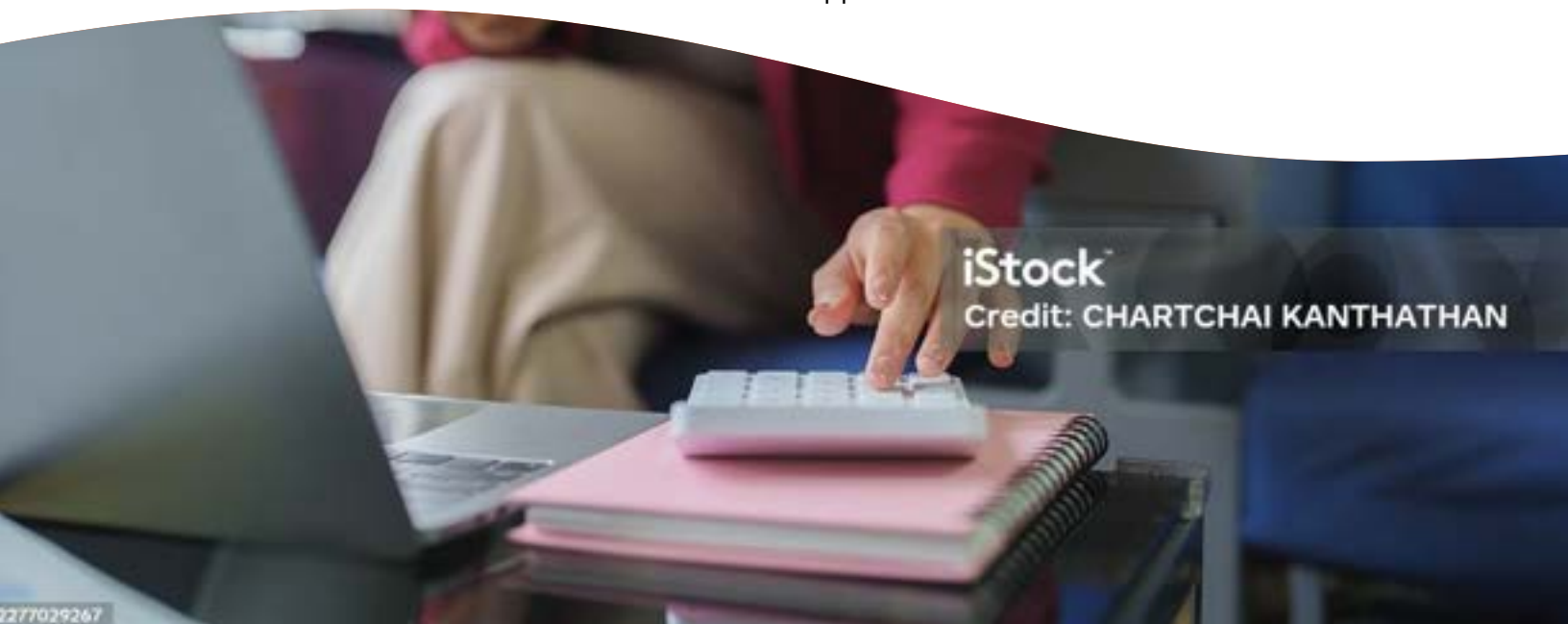
## **BUSINESS TRAVEL & ENTERTAINMENT**

Use good judgment and secure competitive pricing when booking travel for Company business.

Occasional business entertainment is permitted when it is directly related to business discussions or relationship building and is conducted in a transparent and professional manner. This includes meals with external stakeholders, attendance at industry events, conferences or community engagements.

Entertainment should not be excessive or inappropriate, and to promote transparency and accountability, the most senior employee present at a business event should cover group expenses and submit them for reimbursement.

Additionally, entertainment should not occur during vendor bidding or procurement processes to avoid the appearance of undue influence or conflict of interest.



iStock

Credit: CHARTCHAI KANTHATHAN

## Questions & Answers

**Q. I went on a two-day trip for a field inspection. I have my receipts for my hotel and gas, but I lost one of the meal receipts. Can I still submit my expense report for full reimbursement?**

**A.** Yes, you can still submit your expense report, but you must follow proper procedures for any missing receipts. Refer to the Company's travel and expense policy to confirm the process and reimbursement limits for meals submitted without receipts.

**Q. I am at a conference and attending a dinner with industry peers. A prospective contractor who is a bidder in a pending request for new software offers to pay for my meal. Should I accept?**

**A.** Since the contractor is in an active RFP to work with the company, this could be seen as improper influence and therefore a conflict of interest, the offer to pay should be respectfully declined.

**Q. I'm going on a business trip to another city and planning to do some sightseeing while I'm there. May I expense rides for my sightseeing excursion since I planned it in between my meetings?**

**A.** No. Generally, this is not allowed, even if the trip included work-related activities. While it may be okay to take in the sights during tour personal time, you must keep those expenses separate from your official Company business expenses.

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# Caring for the Environment & Building a Sustainable Future

**We care for the environment and are driven by our purpose to deliver a cleaner energy future for all.**

Our focus on sustainability is foundational to our strategy and values.

The Company conducts business in a manner which is respectful and protective of the environment and in full compliance with legal requirements and Company policy and procedures. While at work, you are expected to make environmental considerations an integral part of decision making by:

- Using natural resources efficiently and acting as responsible stewards of land, wildlife, and cultural resources.
- Controlling emissions and wastewater in accordance with environmental requirements.
- Preventing oil, chemical and natural gas releases from occurring and giving careful attention to the proper handling and disposal of waste and considering pollution prevention as the first option in preference to control or clean up.
- Reporting actual or potential environmental emergencies or incidents quickly and appropriately to designated personnel.

- Preparing for and responding to environmental incidents and emergency situations and taking corrective action to prevent reoccurrence.

Check with your leader if you have any questions about how to report an environmental emergency or incident.



## Questions & Answers

**Q.** I observed an oil release from Company equipment, and I am not sure how much got out. Do I need to report this?

**A.** Yes. It is important to immediately notify your leader or environmental team about any spill or release, regardless of the magnitude, to ensure compliance with regulatory requirements, to protect the environment and ensure the health and safety of others.

**Q.** I work in an office location. How can I contribute to efficiently using natural resources?

**A.** Every team member has an opportunity to contribute by doing simple things as part of our everyday job activities such as conserving energy by turning off lights and equipment when not in use, reducing waste by limiting our use of one-time disposable use products, and following waste management practices for recycling and sorting.

**Q.** While conducting maintenance at the work site of an industrial customer, I noticed a strong smell and numerous dead plants and wilting vegetation. Do I need to report this even though it is not on Company property?

**A.** Yes, report your concern to your leader or Environmental team. While the concern may not be on Company property, it is still important that the environmental team knows about any unusual conditions, including spills and releases, that may negatively affect the environment or the health and safety of others.

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# Representing NMGC in the Community

**We care for our communities and believe in giving back to the places where we live and work.**

We are encouraged to be active, responsible citizens in the places where we live and work, supporting initiatives and organizations that foster community safety, strength, innovation and inclusivity.

When volunteering, donating to or otherwise supporting community initiatives, remember to:

- Use good judgment to ensure that participation does not conflict with your work responsibilities or the interests of the Company.
- Demonstrate our shared values in action, which could include being a champion for safety and respectful collaboration.

## EXTERNAL COMMUNICATIONS

The Company uses a variety of channels to communicate information to the public, including financial reports, news releases, social media and regulatory filings. Because the unauthorized or inappropriate release of information to the public

may violate securities laws, cause confusion or lead to competitive or reputational damage, our Company has designated individuals who are trained, qualified and authorized to release information to the public. Unless you are an authorized spokesperson, you should not speak on behalf of the Company or respond to news broadcasts, media inquiries, articles or public comments, including those made by regulators and other elected or appointed officials or government employees.

On social media, whether using either a Company-owned or personal communications device, we are all viewed as representatives of the Company during work and non-work hours. Use good judgment while on social media sites, follow the Code of Conduct and all applicable social media policies, and remember you cannot speak on behalf of the Company unless authorized. You are encouraged to support social media activity from official Company accounts by liking and sharing posts.



## Questions & Answers

**Q.** I am raising money for my favorite charity. Is it ok to ask my team members to contribute?

**A.** It may be. Giving to a charity is a personal choice and should not be seen as a condition of employment or a distraction in the workplace. Use good judgment and discuss with your leader if you intend to ask co-workers for donations.

**Q.** What is the difference between being a Company spokesperson versus a champion?

**A.** A spokesperson is authorized to speak on behalf of the Company. Usually, the spokesperson is a leader or communications team member. While there are generally only a few spokespeople of the Company, we all should be champions for our business and the things NMGC believes. This can include liking and sharing official Company social media posts and demonstrating our shared values in dealings with people outside work. When questioned by the media about information pertaining to the Company, you should refer the media to the applicable NMGC spokesperson.

**Q.** If I take pictures at a Company event, can I post them to my personal social media? What if the Company logo is showing?

**A.** It is generally okay to post photos taken at public events and with the Company logo showing. Posting photos of any Company facility not readily available to the public is not permitted. For example, photos of the interiors of our buildings or other Company facilities cannot be posted, as this can lead to security issues. Other photos showing the Company logo or otherwise representing the Company must not jeopardize the Company reputation or values. If you are unsure, check with your leader, Human Resources representative, or member of the Legal team before posting.

# Engaging In Political Activity

**Our commitment to acting with integrity means we must avoid all instances and appearances of political bribery or other attempts to improperly influence government officials.**

You are encouraged to be well informed about politics and to exercise your privilege to vote for and support candidates of your choice. You may volunteer your personal time and contribute personal money to a political party, campaign or to an organization that raises money to privately support candidates and/or legislation (these groups are often referred to as political action committees, or PACs).

Contributions to, or support of, any political party, candidate or social issue will never be considered a condition of employment or necessary for advancement. Company funds or assets shall not be provided to any political party or organization, or any candidate for public office, except where such contribution is permitted by all applicable laws and authorized by a Company officer or Company Board of Directors.

## Lobbying & Registration

If your work role requires interactions with government officials, you must also be aware of and comply with all applicable federal, state, tribal, and local laws and regulations relating to lobbying and registration. This may include registration as a lobbyist, reporting lobbying activities, and following restrictions relating to gifts, political contributions and entertainment expenditures.

## Anti-Corruption

You are required to conduct business ethically and in compliance with applicable anti-corruption and anti-bribery laws. These laws generally prohibit companies and individuals from offering, promising, authorizing or giving bribes, kickbacks, or anything of value, directly or through a third party, to anyone acting in an official capacity on behalf of a government entity, to obtain or retain business, or to secure a business advantage. You are expected to:

- Be aware and take steps to prevent and avoid the appearance of bribery when engaging with government agencies and officials.
- Never offer contributions to candidates on behalf of the Company without explicit approval from a Company officer.
- Never offer anything of value to a government official and watch out for corruption and bribery red flags.
- Immediately report any corruption or bribery instance, red flags or irregularities to the Legal team.

Violations of applicable anti-corruption and anti-bribery laws can result in job termination, severe Company criminal penalties, fines and reputational harm as well as criminal fines and penalties, including imprisonment for individuals.

## WHO IS A GOVERNMENT OFFICIAL?

A government official is:

- Any employee, officer, director, agent or representative (including anyone elected, nominated, or appointed to any of these positions) of any government entity, or anyone otherwise acting in an official capacity on behalf of a government entity.
- Any political party official or political party employee.
- Any candidate for public or political office.
- Any agent or representative of any of those persons listed above.

## WHAT IS A GOVERNMENT ENTITY?

A government entity is:

- Any national, state, regional, municipal, tribal or local government (including, in each case, any agency, department or subdivision of such government), and any government agency or department. This includes:
  - o Any political party.
  - o Any entity or business that is owned or controlled by a government entity.
  - o Any international organization, such as the United Nations or the World Bank.

## CORRUPTION & BRIBERY RED FLAGS

It is important to be aware of "red flags," scenarios and situations that may indicate an employee, contractor/vendor, or intermediary may have made an illegal offer or payment, or intends to pay a bribe, in connection with business activities.

Examples include:

- Working with public officials who have a history or reputation for corruption, bribery or other legal violations.
- Offering (or accepting) excessive gifts or hospitalities to government officials, other public officials or any person.
- Requesting payments without any written invoice, in cash, to be made to another party, or to be directed to offshore bank accounts.

When something does not feel right or sound right,

it might not be. In these situations, it is important to reach out to your leader, or your Legal or Compliance teams for advice.

The Company may participate in political activities in the United States, provided that the Company

abides by all federal, state, and local requirements for such political activity, and that no foreign national participates in any way in the decision-making process regarding the contributions.

## Questions & Answers

**Q.** Some of my team and I want to volunteer on a local election campaign for a former employee. This volunteer work will include the collection of campaign contributions and public appearances with the candidate. Is that okay?

**A.** Participation in political activities is encouraged, but it must not take place during work time or use Company resources. This also means that soliciting political donations for candidates during working hours or at the workplace or a work-sponsored event is not permitted.

**Q.** My department plans to purchase a table at a charity fundraiser banquet and wants to invite some elected officials to sit with us. Is that okay?

**A.** You should not invite these individuals unless they have been approved by the Company's Government Affairs team. Any item of value - in this case, the meal - must comply with all laws and regulations that limit or prohibit such expenditures or require them to be reported.

**Q.** I work on a permitting team that uses a third-party agent to help submit and secure land use and environmental permits from governmental agencies. The agent often gets approval after the fees are negotiated and then paid in cash and I'm concerned that certain portions of these cash payments may be going from the agent directly to government officials. Is this a concern that should be reported?

**A.** Yes. You should immediately report the matter to your leader or Legal team. The Company does not approve of and can be liable for bribery of government officials, even if bribery is conducted by an agent or subcontractor. The Company can be held liable by turning a blind-eye when circumstances point to a potential violation of anti-corruption and anti-bribery laws.

**Q.** If I take pictures at a Company event, can I post them to my personal social media? What if the Company logo is showing?

**A.** It is generally okay to post photos taken at public events and with the Company logo showing. Posting photos of any Company facility not readily available to the public is not permitted. For example, photos of the interiors of our buildings or other Company facilities cannot be posted, as this can lead to security issues. Other photos showing the Company logo or otherwise representing the Company must not jeopardize the Company reputation or values. If you are unsure, check with your leader, Human Resources representative, or member of the Legal team before posting.



# Complying with Legal & Regulatory Rules

We are responsible for conducting business in a manner that is compliant with all laws, rules and regulations.

The Company is subject to various federal, state, tribal, and local laws, rules and regulations, and we must comply with all applicable laws, rules, and regulations in carrying out our responsibilities. This means you must:

- Be aware of laws, rules, and regulations that are relevant to your area of work.
- Report any violation or suspected violation of laws or regulations to your leader. Certain violations may warrant disclosure to government authorities.
- Seek guidance from Company subject matter experts if you have questions about the application or interpretation of any law, rule or regulation.

Violations of a law, rules, or regulations may lead to reputational or business harm and can result in personal and Company liability.

## INQUIRIES & INVESTIGATIONS

We are committed to always being truthful with, and responsive to, both internal and external inquiries and investigations, by various sources such as regulators, auditors and elected or appointed officials.

When you receive a request for non-routine information from an external auditor or government authority, report the request to your leader or Legal team and seek guidance before responding.

If you are asked to provide information in connection with an audit, inquiry or investigation, you must cooperate, be honest, and ensure that all information you provide is truthful.

Consistent with the Company's document retention policies and procedures, you should never destroy, falsify or alter documents or records relating to any potential or pending audit, inquiry or investigation.

## Questions & Answers

**Q.** I am new to my role. How am I supposed to know what laws and regulations are applicable to my position responsibilities?

**A.** Your leader is always a good place to start to understand the laws and regulations applicable to your position as well as all relevant training materials for your role. You may also reach out to the Compliance team for additional guidance and direction.

### Questions & Answers (continued)

**Q.** My team is responding to a regulatory inquiry. Our leader has encouraged us to be very non-specific and almost evasive with our responses. Should I be concerned?

**A.** Yes. You must always be honest and factual with responses to regulatory inquiries, which means that you should never willfully withhold or manipulate information relating to an inquiry. Not every situation is clear cut, so if you are unsure, you should raise the concern as appropriate to your leader, or the Legal or Compliance teams.

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# Conducting Business Fairly and Accurately

**We act with integrity by disclosing accurate, complete and timely information and by conducting business fairly.**

Fair business practices and accurate financial reporting are fundamental to maintaining trust with our stakeholders and regulators. By committing to fair business practices, the Company ensures that our operations are transparent, ethical and compliant with regulations.

## FAIR BUSINESS PRACTICES

The Company is subject to laws and regulations designed to ensure a level playing field for all energy market participants. As such, you are expected to avoid conduct that would take unfair advantage through manipulation, concealment, abuse of privileged information, misrepresentation of facts, or any other form of unfair dealing. Further, you must not take part in illegal, anticompetitive acts, such as fixing prices, manipulating markets, limiting production, unfairly restricting competition, deceiving or misrepresenting. Check with your leader if you have any questions about fair business practices.

## FINANCIAL REPORTING

All assets, liabilities and transactions must be complete and accurately recorded in the applicable Company's financial records.

Any Company information you create or enter into financial or operational records must be complete, accurate and supported with the appropriate documentation. All records, accounts and financial reports made available to stakeholders, regulators and the public must accurately reflect transactions and events and conform to generally accepted accounting principles, applicable laws and regulations, and to the Company's systems of internal controls. If you are being asked to record a transaction or activity in a dishonest or inaccurate manner or feel uncomfortable with how others are recording information, you must immediately report it to your leader.

### Questions & Answers

**Q.** I'm concerned about reporting a suspected fraud. What if I am wrong and it gets me in trouble or I hurt someone's reputation?

**A.** You are required and responsible to report any suspected fraud. You will not be penalized or retaliated against for reports made in good faith, even if determined unfounded. The Company investigates claims of fraud objectively, fairly and in a confidential manner. Failure to report actual or suspected fraud

allows the activity to continue and puts the Company and others at risk.

**Q.** I manage a small department with several employees and recently noticed a difference between the numbers in a certain report and the back-up documentation. I spoke with my group about it and let my leader know, but things are still not adding up. What should I do?

**A.** Consult the Legal team for advice on next steps as soon as possible.

# Managing Supply Chain & Contract Risks

**Contractual agreements are essential for governing our business relationships and safeguarding the Company from external risks.**

Third parties (vendors, suppliers, and service providers) are essential to our operations. However, it is important to remember that working with third parties can introduce risk to our business.

You should be aware of and comply with Company third party risk management (TPRM) policies and programs to manage risks when working with third parties. This includes before entering into contracts with prospective third parties, when negotiating contract terms, and once third parties have been engaged to provide materials or services.

Procedures are in place to ensure that any contract entered into on behalf of the Company has the appropriate level of review and approval. The Company includes team members trained to ensure that contractual arrangements adequately protect our interests and minimize risks.

When engaging third parties, you must:

- Comply with relevant policies and procedures for requesting third party services and entering into or renewing contracts.
- Know what types of contracts, if any, you are authorized to enter into on behalf of the Company.
- Ensure there is proper authorization, including legal review where required, prior to the execution and renewal of any contract.
- Monitor third party performance and compliance with executed contracts throughout the contract term.
- Check with your leader if you have any questions about your authority to enter into contracts.

## Questions & Answers

**Q.** What types of risks do third parties, including consultants, contractors, vendors and suppliers, pose?

**A.** Third parties may have access to Company systems and data, perform hazardous work, provide equipment and materials, and act on behalf of the Company. These activities expose the Company to safety, environmental, cybersecurity, operational, legal, regulatory, reputational and financial risks.

**Q.** What if I need to get a contract signed urgently, but my leader is out of the office for the next week? Should I seek approval from another manager, or is there an alternative process I should follow?

**A.** In this situation, it's still important to ensure that the contract undergoes the appropriate level of review and approval. If your leader is unavailable, consult with the Legal team to determine whether another manager can approve the contract or if there are alternative processes to follow in your leader's absence.



# Protecting Intellectual Property

**We all have a role to play in safeguarding Company intellectual property and ensuring external endorsements are in the best interests of the Company.**

To maintain our reputation for excellence, it is important to safeguard intellectual property including company logos, company names and trademarks.

NMGC owns all rights to any product that you create or develop in your work, including any technology, patents and copyrights. Also, your work must not infringe on patents, trademarks or any other intellectual property rights of other companies, business entities or individuals. You are required to:

- Report any unauthorized use of intellectual property including copyrights, patents, service marks and trademarks to your leader.
- Respect all intellectual property received from third parties under confidentiality or license agreements and obtain appropriate permission for use.

Violations of intellectual property rights can lead to substantial liability.

## THIRD PARTY REQUESTS FOR USE OF THE COMPANY NAME OR LOGO

You may be asked by a contractor, supplier or vendor to endorse, promote or give testimony for products, services or equipment used by the Company.

All third-party requests to use the name of the Company or logo in any media or publication must be forwarded to your Communications and Marketing team for approval.

Additionally, you must not allow the use of the Company name or logo in a way that implies or suggests endorsement by the Company. Likewise, you should not criticize a product or service in a way that suggests that the Company is making the criticism.

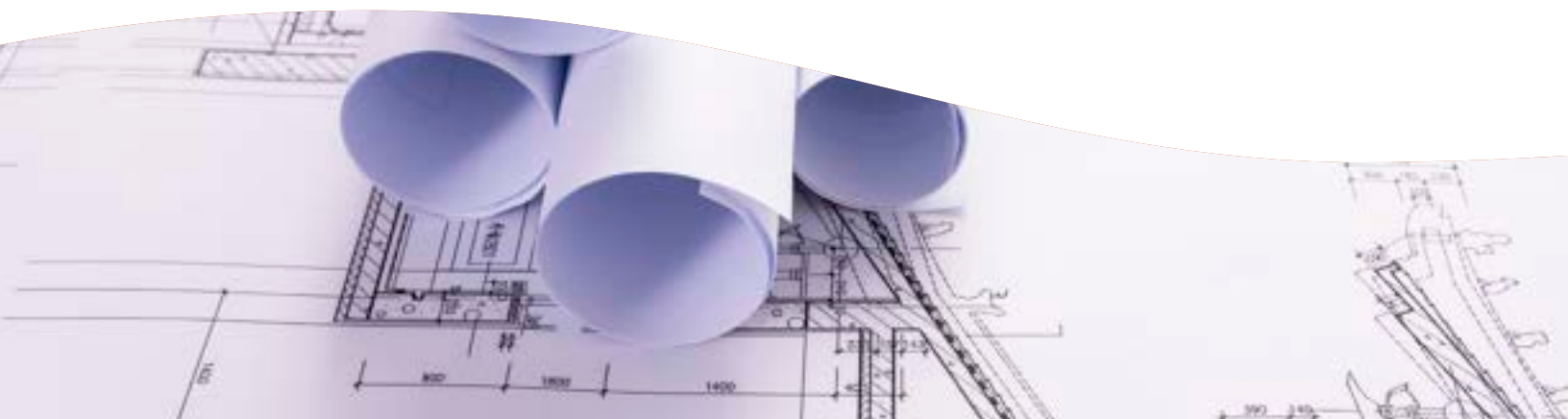
## Questions & Answers

**Q.** I am working on a new marketing campaign for customers. While browsing the internet for inspiration, I came across some eye-catching graphics on a popular design website. Is it okay for me to use these?

**A.** Under most circumstances, no. Many graphics, templates, and related content on the internet are protected by copyright laws. By using this content, the Company could face legal issues and financial consequences. Reach out to your Communications and Marketing team who is equipped with approved resources that may aid in the development of your work product.

**Q.** A trusted contractor asked me to say a few words in an advertising campaign on social media. Is it okay for me to tell a positive story about the contractor since we are very satisfied with their work?

**A.** Under most circumstances, no, because a comment about performance could be seen as a guarantee. The Company cannot ensure or guarantee the performance and reliability of a contractor's services. Forward all external requests to the Communications and Marketing team for approval.



# Raising Concerns & Reporting Potential Violations

**As part of our speak-up culture, we have a duty to report concerns and potential violations of the NMGC Code of Conduct or other Company policies, laws and regulations.**

There are several ways to report concerns or potential violations in the workplace.

In most instances, the first person to speak with is your leader. Leaders have the responsibility to escalate reported concerns appropriately for resolution. If speaking with your leader is not possible or appropriate, you can elevate your concern to any senior leader within the Company or to Human Resources. In circumstances where such reporting does not provide the necessary level of confidentiality or is not appropriate given the serious nature of the violation, you can access the confidential and anonymous Ethics Hotline at [www.clearviewconnects.com](http://www.clearviewconnects.com) or by calling the numbers highlighted in the Reporting Concerns or Potential Violations section below. This Ethics Hotline is accessible 24/7 and is operated an independent, external reporting service.

The Ethics Hotline provides employees, contractors, customers and third parties with a way to report serious concerns of potential ethical misconduct (e.g., accounting and auditing concerns, fraudulent activities, bribery, manipulation/falsification of records, health, safety & environmental violations, discrimination, harassment, sexual harassment, bullying, etc.) in a confidential and anonymous manner. While anyone may submit an Ethics Hotline report in an anonymous manner, reporters are encouraged to identify themselves to facilitate ongoing communication. All submissions (anonymous or not) regarding unethical behavior or violations will be treated on a confidential basis to the extent possible, unless specifically permitted to be disclosed by the reporter or required by law.

It is important to note that the Ethics Hotline is not meant to be a substitute for direct and meaningful communication with your leader or Human Resources representative, when that is possible.

A designated Ethics lead is responsible for administering the Ethics Hotline process with oversight from the Company's General Counsel and Vice President-Compliance. Reports received through the Ethics Hotline will only be disclosed to those people with a legitimate business interest, such as those who need the information to properly

investigate the concern and take appropriate action. Investigations may be conducted internally or by an external agency, depending on the nature of the matter. Once a report is submitted through the Ethics Hotline, it can be accessed to view its status or provide additional information by using a pre-assigned reference number automatically generated by the Ethics Hotline system.

## REPORTING CODE CONCERNS

Generally, the first place to report concerns or suspected violations is with your leader.

However, an anonymous Ethics Hotline is available 24 hours a day, seven days a week to report concerns if normal channels are not feasible or appropriate. You can easily access the confidential and anonymous Ethics Hotline at:

**[www.clearviewconnects.com](http://www.clearviewconnects.com)**

**1-866-344-8801**

## REPORTING SECURITY CONCERNS

Contact the Corporate Security team immediately for matters that require direct intervention such as workplace violence, intoxicated persons, or vandalism. Always call 911 if there is an immediate danger.

## REPORTING SECURITIES FRAUD

Any employee suspecting securities fraud (e.g., insider trading, tipping, stock manipulation, etc.) must submit a report through the Ethics Hotline or notify the Vice President Legal and General Counsel or member of the Legal Team either directly or in writing as quickly as possible after becoming aware of the potential violation.

***Employees must cooperate, be open and honest, and ensure that all information provided about potential violations is truthful and made in good faith. The Company will protect all employees who raise a concern in good faith. Reporting in good faith does not mean that you have to be right that there was a violation; you just have to reasonably believe that the information you provided was accurate. It is a serious violation of the Code to knowingly make a false accusation, lie, not be fully open and honest with investigators, or interfere or refuse to cooperate with an investigation.***

# Retaliation Will Not Be Tolerated

**Any employee who in good faith seeks advice, raises a concern, or reports suspected misconduct related to our business is following the NMGC Code of Conduct and doing the right thing.**

Retaliation, threats of retaliation, termination from the Company, or other mistreatment directly or indirectly related to the good faith disclosure of suspected unethical activities or violations of laws, regulations or policies will not be tolerated.

Employees, officers, or board members who retaliate against individuals who report concerns in good faith will be subject to a disciplinary process, up to, and including, termination.

If you believe you are being retaliated against for seeking advice, reporting suspected misconduct or for being involved in an investigation, speak to your leader (if appropriate) or contact someone from Human Resources, Legal, or Compliance teams. In addition, you may use the Ethics Hotline to report your concern.

