

# **Building a Good Business**

*Summit Materials, Inc.*

## ***CODE OF BUSINESS CONDUCT AND ETHICS***

*Effective March 10, 2015, as revised on November 14, 2018*

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## Message from the CEO

Summit Materials is a leading heavy-side construction materials company operating in the aggregates, cement, ready-mixed concrete, asphalt and paving and related services sectors. We are committed to being an ethical and responsible member of the business communities in which we operate and continually strive to be above reproach in fulfilling our responsibilities to our communities, customers, business partners and to the environment.

Summit Materials will conduct its business in strict compliance with applicable laws, rules and regulations and with honesty, integrity and a strong commitment to the highest standards of ethics. We have zero-tolerance for noncompliance and expect management to lead by example.

The Code of Business Conduct and Ethics defines the principles, values, standards and rules of behavior that guide our decisions, procedures and systems. Given the variety and complexity of our activities, a wide range of situations may arise that require ethical decisions to be made. The Code is therefore intended as a guide, not an all inclusive listing.

When situations require interpretation of ethical principles, employees should remember our commitment to operate in the highest moral, ethical and legal manner and that help is always available. Employees should feel free to discuss any questions with their supervisors at the operating company level as well as with higher levels of management.

By living our core values, we will build a good business with a strong, respectable reputation in the markets we serve. Thank you for your personal commitment to our shared goal – Summit, at all times, acts with integrity.

**Tom Hill**  
**Founder and Chief Executive Officer**  
**Summit Materials, Inc.**

## INTRODUCTION

The Code of Business Conduct and Ethics (the “Code”) serves as a guideline for all directors, officers and employees (collectively, referred to as covered parties) of Summit Materials, Inc. and its subsidiaries (the “Company”). Covered parties should exercise care to comply with the Code and avoid any appearance of impropriety or violation in dealings with employees, agents, customers and suppliers of the Company. Additional policies and procedures that supplement those contained in the Code can be found on the Company’s SharePoint site. In the case of the Company’s non-employee directors, compliance with this Code is subject to the provisions of the Company’s certificate of incorporation, bylaws and any stockholders or other agreement to which the Company is a party.

Together, we are the face of the Company, and have a responsibility to each other, our customers, and the communities in which we work, to adhere to the strictest ethical standards and to encourage our fellow covered parties to do the same.

All covered parties shall:

- Comply with the Code
- Report any behavior that is inconsistent with our values, as described in the Code
- Discuss any questions on the Code with your manager in the case of employees, or with the Chief Legal Officer in the case of directors and officers
- After reading and gaining an understanding of the Code, sign the Statement of Compliance in Appendix I in the case of employees

In addition to the above, all members of management, including senior management, shall:

- Create and enable a work environment that supports complete compliance with the Code
- Encourage employees to report any violations of the Code
- Take appropriate corrective action against violations of the Code, up to and including employee termination
- Not retaliate, or allow others to retaliate, against whistleblowers who report concerns in good faith

No policy can provide rules to cover every situation. The Code serves as a guide to covered parties and leads us to appropriate ethical decisions that ultimately benefit the Company’s covered parties and stakeholders. When faced with a situation in which you are not sure how to act or respond, ask yourself if your actions will:

- Violate any laws?
- Reflect poorly on the image of the Company?
- Stand the test of public scrutiny?
- Compromise the safety or well-being of coworkers?
- Conflict with the best interests of the Company?

- Be interpreted as dishonest or unethical?
- Result in reporting inaccurate financial results?
- Result in the disclosure of Company information to unauthorized persons?
- Result in discriminatory action against another employee, person or entity with which the Company does business?
- Result in inappropriate financial benefit to yourself, family or friends?

Maintaining the highest ethical standards requires not just that each covered party abide by the Code but also that covered parties report any actions that violate the Code. Applicable laws and Company policy prohibit any covered party from retaliating or taking any adverse action against anyone for reporting or assisting in an investigation of a violation of the Code or for raising or helping to resolve any question regarding compliance with the Code. Any instances of retaliation should be reported.

### **Statement of Compliance**

All covered parties must sign a Statement of Compliance with the Code indicating that they understand and will abide by its requirements. This Statement can be found in Appendix I.

The Code is not an employment contract, and the Company may at any time revise, change and supplement or eliminate any portion or provisions set forth in the Code with or without notice as it deems appropriate.

### **Reporting Violations**

In the event that you become aware of an issue that violates the Code of Business Conduct and Ethics there are 3 ways you may report an allegation:

1. Contact your local supervisor and/or HR department  
Or
2. Call the toll free ethics reporting hotline at 855-688-1942. This hotline is administered by a neutral third party, which allows you to remain anonymous if you choose. Representatives are available to speak to you in English or Spanish.  
Or
3. Visit the ethics reporting website at [www.summit-materials.ethicspoint.com](http://www.summit-materials.ethicspoint.com). This website is administered by a neutral third party, which allows you to remain anonymous if you choose. The website may be viewed in English or Spanish.

## Treating Each Other with Honesty and Respect

*“Our greatest asset is our people”*

At the Company, we emphasize the importance of engaged employees in achieving excellent performance through a mutually beneficial relationship. Engaged employees drive customer loyalty and are at the heart of the relationship model. We measure our success by the extent to which we engage every person such that every role is performed with excellence. We believe that we must have the right people (those with the right talents, skills and knowledge) in the right roles (those required to meet our customers’ needs) with the right leaders (those who model leadership behaviors and who recognize, support and challenge their people) to be successful.

A mutually beneficial relationship requires a business partnership between covered parties and the Company. It requires engaging covered parties, broadly and openly, sharing information and expectations and a relentless commitment to our values. It requires uniting covered parties within our company and driving it to succeed while simultaneously taking responsibility for identifying and fulfilling their career needs. The Code is the foundation from which a mutually beneficial relationship can grow.

Our covered parties must feel safe to perform their job functions. As a preliminary matter, responsibility for enforcing the law rests with authorized law enforcement personnel. Therefore, you should call “911” or otherwise summon the police any time you suspect an incident that may involve a violation of the law. In addition:

- Firearms and other weapons on Company premises or on Company assignments are prohibited<sup>1</sup>
- Fighting or other acts of physical aggression on Company property or at Company projects before, during or after work is prohibited

Together, we are responsible for creating an environment that brings out the best in each other; an environment in which covered parties:

- Treat customers, suppliers and Company employees with professionalism, dignity and respect
- Observe rules for working hours and attendance policies
- Respect the tobacco and smoking rules instituted at each facility
- Respect Company, customer and employee property
  - Stealing, misappropriation, removing or willfully damaging or destroying other’s property is prohibited
- Comply with all federal, state, and local laws, including antitrust laws
- Comply with Company policies, including the Code

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<sup>1</sup> This policy applies except to the extent prohibited by law. As of September 2014, in a number of states, employees have a right to bring firearms to work. These laws generally require the firearm to remain secured in the employee’s car during the work day. You are responsible for complying with any and all applicable firearm registration, permit, and safety laws. If you have any questions, please contact your local human resources office. It is incumbent on each employee to comply with applicable laws.

## **Drug and Alcohol Abuse**

Safety is critical to Summit Material's success. Maintaining a workplace free from the influence of drugs and alcohol is fundamental to ensuring a safe work environment. Summit Materials considers a drug free workplace to be one that is free from the use, manufacture, possession, sale, or distribution of alcohol or controlled substances. To that end, Summit Materials expects its employees to conduct business for the company free from the influence of any substance that could impair job performance. This includes alcohol, illegal drugs, controlled substances, and in certain instances, prescription medication. Additionally, Summit Materials prohibits the use of drugs made illegal as a matter of federal, state, or local law, including marijuana.

Each of the operating companies may enforce drug-testing procedures for job applicants and employees in accordance with each operating company's policy and applicable state law.

## **Harassment**

Harassment includes verbal or physical conduct that denigrates or shows hostility toward an individual because of his/her race, color, religion, sex, national origin, citizenship, age, disability, sexual orientation, gender identity or other status protected by federal, state or local laws, and that creates an intimidating, hostile or offensive working environment. Harassment may include, but it is not necessarily limited to, epithets, slurs, jokes or other verbal or physical conduct. Sexual harassment consists of unwelcome sexual advances and other verbal or physical conduct of a sexual nature that creates an offensive or hostile work atmosphere. Behavior of this nature is unprofessional and can distract employees from performing their job functions.

The Company is committed to providing a workplace free of harassment and will not tolerate harassment of employees by managers, supervisors or co-workers. Similarly, the Company will not tolerate harassment of employees by non-employees with whom the Company has a professional relationship.

Employees who believe they have experienced or observed harassment must immediately report the conduct to their highest level manager at their work site, local Human Resources, or the ethics reporting hotline or website.

## **Employee Benefits**

**Employee benefits are benefits accruing to employees and their beneficiaries based on eligibility in accordance with Company policies or by federal, state or local laws. Benefits include, but are not limited to, health insurance, retirement benefits and paid time off.**

**Eligible covered parties shall enjoy these benefits responsibly. It is unlawful and against Company policy to:**

- **Use the assets of the Company's employee benefit plans, other than plan benefits and reasonable plan expenses, for the benefit of oneself or of any other party connected to the plans**
- **Falsify information to obtain benefits from the Company's employee benefit plans**
- **Offer, request or accept a bribe or kickback or other gift from a director, officer, employee or agent of the Company or from any other party connected with the plans, such as one providing services to the plans**
- **Fail to file or falsify, misrepresent or knowingly conceal information or submit inaccurate information required to be reported to government agencies or to participants and beneficiaries about the Company's employee benefit plans, including but not limited to tobacco-free status**
- **Discriminate against any participant or beneficiary for exercising a right under a plan or to prevent the attainment of any right under a plan**



## Conducting our Business in a Responsible Way

***“We conduct our business in strict compliance with applicable laws with honesty, integrity and a strong commitment to the highest standards of ethics”***

### **Conflicts of Interest**

The Company expects covered parties to avoid situations that may create conflicts of interest or the appearance of conflicts with the interests of the Company. A “conflict of interest” exists when a person’s own interests (including the interests of a family member or an organization with which the person has a significant relationship) interfere or appear to interfere with the interests of the Company. Conflicts of interest may also arise when a covered party or member of his or her family receives improper personal benefits as a result of his or her position with the Company. Many conflicts of interest or potential conflicts of interest may be resolved or avoided if they are appropriately disclosed and approved. In some instances, disclosure may not be sufficient and the Company may require that the conduct in question be stopped or that actions taken be reversed where possible.

In order to avoid conflicts of interest, covered parties shall not:

- Take for themselves any opportunity that is discovered through the use of the Company's property, information or position
- Act as a consultant to a Company customer or supplier
- Use the Company's property, information or position (including their Company title or Company stationery) for personal gain
- Be involved in the decision of the Company to do business with a company in which that covered party or a member of the covered party's family has an interest
- Resell Company products purchased from the Company at a special price made available to employees by the Company
- Directly or indirectly acquire an interest in real property, leaseholds or other rights in which the Company or a customer or supplier has an interest (or in which a covered party knows or has reason to believe at the time of acquisition that the Company or a customer or supplier is likely to have an interest)
- Compete with the Company either directly or indirectly

The Company has determined that ownership of an equity interest in a competitor shall not in and of itself be considered to be competing with the Company. A financial interest in a competitor, customer or supplier which consists merely of the ownership of securities meeting all of the following conditions is not likely to involve a conflict and need not be reported:

- Covered party (including immediate family) owns less than 1% of the outstanding equity interests in the competitor and provided further that the employee, officer or director is not a partner or officer of the competitor
- The securities are listed on a recognized stock exchange or traded on a regular over-the-counter basis
- The combined holdings of the security by the covered party and his immediate family have a market value of less than the covered party's gross annual earnings from the Company

Covered parties must avoid outside business activities which could create possible conflicts of interest, the appearance of conflicts of interest, or which interfere with the covered party's performance on the job. Outside business activities of a managerial or directorial nature must not be undertaken without approval of the employee's immediate supervisor and the next higher supervisory level.

In addition, certain relationships may disqualify covered parties from making decisions regarding the Company's business or potential business. Such relationships may exist because of family, personal activities or affiliations, personal investments, business or comparable contacts. No employee or a member of their immediate family should have an interest (financial or otherwise) in or a position with, a competitor, supplier, vendor or customer that could create a divided loyalty or the appearance of one, or which could cause speculation or misunderstanding, unless the matter has been fully disclosed in writing to, and approved by, Summit Material's Chief Human Resources Officer or Chief Legal Officer or their designee. Covered parties owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises.

The Company will not make loans to, or guarantee the obligations of any covered parties, including directors or executive officers.

Covered party must also comply with the Company's Related Person Transaction Policy.

## **Computer and Internet Activity**

*You must use company email, internet accounts, and assets responsibly in order to protect the integrity of the Company's infrastructure and reputation.*

As our employees are representatives of Summit Materials, they are personally responsible for any content that they post online and such communications are subject to this Code. This includes, but is not limited to, LinkedIn, Facebook, Twitter, Pinterest, blogs, comments sections on websites, and other user generated content websites. Email use and use of other Summit provided accounts, systems, or assets must comply with Summit's Acceptable Use Policy and must not:

- Interfere with your work or the work of others
- Involve gambling, pornography, discriminatory language, or any other illegal or unethical activity
- Expose Summit's infrastructure to outside threats (such as leaving a laptop unattended, not using a password on a cell phone, or downloading unapproved software)
- Violate this Code or any company policy

Email communications present a particular challenge as they can be widely disseminated within and without the company. Email is a permanent record with the Summit Materials name and reputation attached and once you hit 'send', the email's content and meaning is no longer under your control. Thus, take care when reading and sending emails as they can be misunderstood and even with the best of intentions an email can imply a negative (though incorrect) message.

## **Fraud**

Fraud is the deliberate falsification, omission, addition or removal of information or assets by one or more covered parties or third parties in order to unlawfully abstract value from or unlawfully cause value to accrue to a company. Fraud may involve, but is not limited to, the following:

- Manipulation, falsification or alteration of records or documents, including expense reports
- Misappropriation of assets or resources
- Suppression or omission of the effects of transactions from records or documents
- Recording of transactions without substance
- Intentional misrepresentation of results in order to manipulate share prices, individual bonus or target amounts, or to influence decisions of the users of financial reporting

Given the decentralized structure of the Company, a practical responsibility rests with management of the operating companies through the implementation and continued operation of adequate accounting and internal controls in a sustained effort to prevent and detect fraud.

In case of suspicion or detection of fraud, notify Summit Material's Chief Human Resources Officer, Chief Legal Officer or their designee. The suspicion may also be reported to the ethics reporting hotline or website.

### **Company and Customer Resources**

Company and customer resources include equipment and other property, personnel and funds entrusted to the Company or directly to an employee to aid them in performing their duties or fulfilling customer requirements.

Covered parties must not make improper use of Company or customer resources nor permit others to do so. Theft, carelessness and waste have a direct impact on the Company's profitability. All Company assets should be used for legitimate business purposes. Examples of improper use include unauthorized appropriation, possession or personal use of Company or customer assets, personnel, technology, software, computers, communication equipment or office supplies. As an employee you are personally responsible and accountable for the proper use of property in your custody.

Company personnel shall not be used for personal benefit or required to perform other duties outside of the course and scope of employment. In addition, Company property should not be used for personal benefit, sold, loaned, given away or otherwise disposed of, regardless of condition or value, without proper authorization.

### **Cash and Bank Accounts**

All cash and bank account transactions must be conducted in accordance with applicable federal, state and local laws and Company policies. All accounts should be established and maintained in the name of the appropriate corporation or operating company and with appropriate Company written authorization. All transactions and accounts involving Company funds should be clearly and accurately identified in the corporate accounting records. All cash received should be promptly recorded and deposited in a corporate bank account. No funds should be maintained in cash, except to the limited extent reasonably necessary for normal business operations in accordance with Company policy.

Personal use of Company bank accounts is expressly prohibited.

### **Accounting Records and Internal Controls**

The Company prepares financial statements in accordance with accounting principles generally accepted in the United States. The Company is required to comply with the Securities and Exchange Commission ("SEC") and New York Stock Exchange ("NYSE") reporting requirements as well as applicable provisions of the Sarbanes Oxley Act. The Company must see that all accounting functions operate to the highest standard and that the accounting records maintained are in accordance with those standards as well as

local laws and regulations. In addition, the Company is committed to providing full, fair, accurate, timely and understandable disclosures in periodic reports and other documents the Company files with, or submits to, the SEC, NYSE and in other public communications.

All financial statements, books, records and accounts of the Company must accurately reflect transactions and events and conform to legal requirements, standard accounting practices and the Company's system of internal accounting.

Covered parties are required to adhere to the Company's internal control and financial reporting procedures when generating, recording and reporting the Company's transactions. Internal controls are a system of checks and balances put in place by the Company to promote accuracy of financial results and reports. Covered parties shall not override any internal controls, and shall immediately report instances of overrides and internal control failures as they become aware of them. While the officers of the Company have overall responsibility for the Company's financial statements, accounts and system of internal controls, this responsibility is delegated to all levels of management of business functions throughout the Company.

As an employee, you are required to notify Summit Material's Chief Financial Officer and/or Chief Legal Officer if you become aware that the Company's financial statements, books, records, or accounts may not meet the standard above or that any employee has violated any of the Company's internal control and reporting procedures. You may also report any awareness to the ethics reporting hotline or website.

### **Insider Trading**

U.S. Securities laws prohibit trading on the basis of material, non-public information (i.e., insider trading). Covered parties who have access to material non-public information about a company, including the Company, regardless of its source, are not permitted to use or share that information for their personal benefit for securities trading purposes. All non-public information about the Company, its customers, suppliers, or joint venture parties should be considered confidential information. Trading in securities of the Company or other public companies while in possession of material, non-public information may constitute illegal insider trading, and it is also may be illegal to communicate or "tip" such information to others who do not have a legitimate business need for acquiring the information. Additional information regarding avoiding insider trading is available in our Securities Trading Policy.

### **Compliance with Antitrust Laws**

The antitrust laws of the United States were created to promote a free and open marketplace, and prohibit anti-competitive behavior and unfair business practices.

In order to promote competition, antitrust laws prohibit a wide range of transactions or practices. No written, electronic or verbal agreement or understanding may be made with competitors to:

- Fix, stabilize or control prices, credit terms, discounts or rebates
- Allocate contracts, markets, customers or territories
- Boycott certain customers or suppliers
- Refrain from, or limit the manufacture or sale of any product or service
- Participate with any other entity or individual(s) to rig bids or to collude on bids or quotations for any products or services being purchased or sold by the Company
- Collaborate with other buyers of the same goods or services in any collective purchasing program, without written approval of Summit Material's Chief Human Resources Officer
- Enter into any agreement on the condition of receiving or providing a benefit from or to a third party

The provisions of the antitrust laws apply to both formal and informal communications, and public and private business. Covered parties involved in trade association activities or in other situations allowing for less formal communication among competitors, customers or suppliers must be especially alert to the requirements of the law. It is important to both fully comply with applicable antitrust laws and to avoid conduct and business practices, including written language contained in agreements, that could be misinterpreted to suggest an attempt to dominate a market or foreclose competition, or that suggest that we have agreements or understandings with competitors that restrict competition.

Antitrust laws are complex, and you should therefore contact Summit Material's Chief Human Resources Officer, Chief Legal Officer or their designee if you have any questions or observe conduct that might raise antitrust issues. Violation of antitrust laws is a felony and can result in the criminal prosecution as well as significant personal monetary fines against the Company and you individually.

## Interactions within our Communities - Customers, Suppliers and Compliance with Laws, Rules and Regulations

***“Summit Materials will conduct its business in strict compliance with applicable laws, rules and regulations with honesty, integrity and a strong commitment to the highest standards of ethics.”***

### **Standards of Business Conduct**

The standards of business conduct are the Company policy requirements, business practices, behaviors and responsibilities expected of all covered parties as they carry out Company business. Each covered party shall act to see that:

- Dealings with covered party, customers, suppliers, competitors and government personnel are consistent with all applicable federal, state and local laws, and conform to Company policies and the highest ethical standards
- No covered party takes unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice
- All contracts and agreements to which the Company is a party are negotiated and performed in accordance with the spirit and letter of all applicable federal, state and local laws, and conform to Company policies and the highest ethical standards
- All facts and circumstances included in the submission of claims, bids, proposals or other documents are accurate. It is expressly prohibited for covered parties to engage in or concur with the submission of false, fictitious or fraudulent information
- All services rendered and products delivered are provided as agreed in the agreements, are within applicable federal, state and local laws, conform to Company policies and the highest ethical standards, and all deficiencies or omissions, if applicable, are corrected promptly to the parties' mutual satisfaction

Each covered party must be familiar with the laws affecting his/her responsibilities and have a working knowledge of permissible activities involved in his/her work.

### **Suppliers and Consultants**

Whenever possible, materials, supplies, equipment, consulting and other services should be procured from approved, qualified suppliers at the lowest cost, keeping in mind the requirements for quality, performance and the vendor's ability to meet delivery schedules.

As a company and as individual employees, we will always employ the highest ethical business practices in source selection, negotiation, determination of awards and the administration of all purchasing

activities. We encourage, establish and maintain competition and will at all times comply with applicable federal, state and local laws, regulations and contractual requirements as well as Company policies and procedures.

### **Entertainment, Gratuities and Gifts**

The Company recognizes that it is sometimes necessary, proper and desirable to entertain customers, business associates and others where there is a legitimate business purpose. Similarly a covered party may be offered a benefit when dealing with a current or prospective competitor, supplier, vendor or other interested party.

Covered parties may not accept gifts where acceptance of the gifts could influence or appear to influence your actions on behalf of the Company, such as gifts in the form of cash or its equivalents or gifts that would be offensive or would embarrass the recipient or the Company if publicly disclosed, among others. While it is not possible to set specific rules covering every situation, generally gifts, services, favors, privileges and entertainment may be provided or enjoyed if they are:

- Common courtesies usually associated with accepted business practices such as a meal during which business is discussed
- Consistent with customary business practices, such as ordinary advertising items or other routine promotional items such as pens, hats, mementos or other items that are merely tokens of respect or association
- Not excessive in value and cannot be construed as a bribe or pay-off. The Company's policy is not to accept gifts that would embarrass the Company or the covered party if publicly disclosed
- Not in contravention of applicable law or ethical standards including the Code
- Not in violation of the other party's rules pertaining to such matters

Covered parties shall not seek or accept:

- Gifts, payments, fees, services, valuable privileges, pleasure trips without a business purpose, loans (other than conventional loans from lending institutions at normal rates) or other favors or benefits from any person or organization doing business with the Company
- Referral fees, commissions or anything of value from a customer, supplier or competitor in exchange for referral of third parties to the customer, supplier or competitor
- Gifts in cash or cash equivalents (e.g., stocks or other forms of marketable securities) of any amount

If an employee is at any time uncertain about the appropriateness of any entertainment expense or activity they should seek out a supervisor for guidance and approval. Any exceptions to this policy must be fully disclosed in writing and approved by Summit Material's Chief Financial Officer and/or the Chief Legal Officer or their designee.



## **Interaction and Communication with Public Officials**

The Company insists that all of its relationships with government entities and public officials be conducted in the highest ethical manner and conform to federal, state and local laws. The Company constantly strives to comply with all applicable laws and published policies of government entities with respect to business practices and procedures. To that end, it is against Company policy to:

- Give or attempt to give a bribe, benefit or unlawful gratuity to a public official
- Accept a bribe, benefit or unlawful gratuity from a public official
- Intentionally submit incorrect, misleading or fraudulent information, in any format, to a public official or the government entity
- Receive information from a public official that is intended to impact unlawfully the awarding of a public contract
- Engage in activities on behalf of the Company designed to influence the legislative process or to influence official action of public officials or government employees or representatives, unless done in accordance with applicable laws

## **Anti-Corruption Laws**

In addition to the other requirements under the Code, the Company prohibits improper international business practices and complies with all applicable anti-bribery and anti-corruption laws, such as the U.S. Foreign Corrupt Practices Act (“FCPA”), similar laws of host nations, and related anti-bribery conventions. It is the policy of the Company that all employees, directors, third-parties, representatives, and agents of the Company are prohibited from offering, promising, making, authorizing or providing (directly, or indirectly through third parties) any payments, gifts, or the transfer of anything of value to any government official (including family members of the official) in any jurisdiction to influence or reward any official action or decision by such person for the Company’s benefit. Neither funds of the Company nor funds from any other source, including personal funds, may be used to make any such payment or gift on behalf of or for the benefit of the Company in order to secure a business advantage.

All employees, directors, third parties, representatives, or agents of the Company should conduct business on its behalf at all times honestly and without the use of bribery, inducement or corrupt practices in order to gain an unfair advantage. Bribery is the offer, promise, giving, demanding or acceptance of an advantage as an inducement for an action which is illegal, unethical, a breach of trust or the improper performance of a function or activity.

Each employee or director has a direct, personal responsibility for complying with anti-corruption laws and a violation of these laws will result in appropriate disciplinary action and could include termination. Any time that you are faced with a decision that involves providing something of value to a foreign official, or any payment to any party not in express compliance with the Code, you should consult Summit Material’s Chief Financial Officer and/or Chief Legal Officer (or their designees) and should not

decide on your own whether any particular course of action is permitted or prohibited by applicable anti-corruption laws.

### **Political Activities**

Please review in advance any political contributions or activities on behalf of the Company, or use of Company property for political purposes, with the Chief Legal Officer or his or her designee.

### **Data Protection**

The Company collects proprietary data on individuals and organizations in the ordinary course of business. It is imperative that, as an employee, you take proper precaution in the handling, usage, storage, sharing and transmission of this information.

No Company records, files or Company-related information may be removed from Company premises or disclosed to any outside party without express permission from the Company.

All Company records and information about the Company, its employees, customers, suppliers and vendors are to be kept confidential and divulged only to individuals within the Company with both a need to receive and authorization to receive the information.

Notwithstanding the foregoing, and notwithstanding any other confidentiality or non-disclosure agreement (whether in writing or otherwise, including without limitation as part of an employment agreement, separation agreement or similar employment or compensation arrangement) applicable to current or former employees, the Company does not restrict any current or former employee from communicating, cooperating or filing a complaint with any U.S. federal, state or local governmental or law enforcement branch, agency or entity (collectively, a "Governmental Entity") with respect to possible violations of any U.S. federal, state or local law or regulation, or otherwise making disclosures to any Governmental Entity, in each case, that are protected under the whistleblower provisions of any such law or regulation, provided that (i) in each case such communications and disclosures are consistent with applicable law and (ii) the information subject to such disclosure was not obtained by the current or former employee through a communication that was subject to the attorney-client privilege, unless such disclosure of that information would otherwise be permitted by an attorney pursuant to 17 CFR 205.3(d)(2), applicable state attorney conduct rules, or otherwise. Any agreement in conflict with the foregoing is hereby deemed amended by the Company to be consistent with the foregoing.

Where local laws require, the operating companies must register with the appropriate data protection agencies, and must maintain records for legally specified period of time.

# Violations of the Code of Business Conduct and Ethics

## Questions

The responsibility for compliance with the Code, including the responsibility to raise questions when in doubt about the best course of conduct in a particular situation, rests with each covered party. Unless a particular provision of the Code directs otherwise, to raise questions, covered parties should contact their supervisor at the operating company level or higher levels of management. Directors and officers may also contact Summit Material's Chief Human Resources Officer and/or Chief Legal Officer.

## Violations

Violations of the Code will result in appropriate disciplinary action, which may include immediate termination of employment.

Disciplinary action will be taken against:

- Employees who authorize or participate directly in actions that are a violation of the Code,
- Any employee who may have deliberately failed to report a violation or deliberately withheld relevant and material information concerning a violation of the Code
- The violator's managerial superiors, to the extent that the circumstances of the violation reflect inadequate supervision or a lack of diligence
- Any supervisor who retaliates, directly or indirectly, or encourages others to do so, against an employee who reports a violation of the Code in good faith

## Protection of Reporting Employees

It is the Company's policy to protect the anonymity of employees who report violations of the Code. No employee will be discharged, demoted or discriminated against because the employee reported a possible violation of the Code in good faith. While employees cannot insulate themselves from disciplinary action by reporting their own violations, self-reporting may, in appropriate circumstances, be considered as a mitigating factor in any disciplinary action.

## Waivers

Any amendments to or waiver of the Code for executive officers or directors may be made only by the Board of Directors or the Audit Committee of the Company and if required by law or applicable stock exchange regulation, will be promptly disclosed to the public.

**This Code does and the policies described in it are not an employment contract. The Company does not create any contractual rights by issuing this Code or related Company policies. In addition, this**

**Code is not intended to and does not create any obligations to or rights in any employee, customer, supplier, competitor, stockholder or any other person or entity.**

**APPENDIX I**  
**Statement of Compliance with**  
**Summit Materials**  
**Code of Business Conduct and Ethics**

I acknowledge that I received a copy of the Code of Business Conduct and Ethics (“the Code”); that I have read the Code; and that I understand it.

I have/will comply with the Code as condition of my employment.

I have/understand I am responsible for reporting any suspected or actual violations of the Code as outlined within.

I acknowledge that the Code is not a contract, and that nothing in the Code is intended to change the traditional relationship of employment-at-will.

Dated: \_\_\_\_\_

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Employee’s Name (Please Print)

*Summit Materials, Inc.*

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