Standards of Business Conduct

Doing Business the Right Way
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A Message from Tim Cawley

Dear Colleagues,

While the energy industry continues to change as we transition to a clean energy future, our commitment to doing business the right way never wavers. By doing so, we realize our three priorities: focus on safety for our employees and the public we serve, operational excellence, and the customer experience.

Our Standards of Business Conduct is our guide for doing business in a way that demonstrates integrity and our corporate values. The future of our company depends on all of us committing to uphold our standards.

If you have questions, need advice, or wish to report an integrity-related concern, contact the Ethics Helpline at 1-855-FOR-ETHX (1-855-367-3849). You may choose to remain anonymous.

Familiarize yourself with these standards and incorporate them as you do your work. We owe it to ourselves, each other, and the communities we serve.

Tim Cawley
Chairman, President, and Chief Executive Officer, Consolidated Edison, Inc.
Our Mission

Our three principles of safety, operational excellence, and enhancing the customer experience drive everything we do. We set high expectations for our company and employees, and make it our mission to:

- Provide energy to our customers safely, reliably, and sustainably
- Cultivate a workplace that allows employees to realize their full potential
- Provide a fair return to our investors
- Improve the quality of life in the communities we serve
Our Corporate Values

Our corporate values are at the heart of our Standards of Business Conduct. Our individual commitment to support and uphold them in every aspect of our work is the foundation of our culture of integrity.

Service:
We will provide the best possible energy service. We will never forget that what we do, and the way we do it, vitally affects the millions of people who depend on our service.

Honesty:
We will conduct our business with honesty and integrity, and communicate openly.

Concern:
We will show concern for the welfare of our customers, our fellow employees, and the men and women who invest their savings in our company. We will protect the environment in which we live. We will make the safety of our employees and the public a top priority.

Courtesy:
We will be courteous to our customers, to each other, and to all those whose lives we touch.

Excellence:
We will strive for excellence in all that we do. We will never be satisfied with less than the highest standards of performance.

Teamwork:
We will work together in harmony as a team, combining our best thinking and efforts to make Con Edison the finest energy services company in the nation.
Doing Business the Right Way
About Our Standards of Business Conduct

Why We Have the Standards of Business Conduct

Doing business the right way means we demonstrate our shared commitment to our values, conduct business with the highest ethical standards, and comply with the laws, rules, and regulations that guide our business. How we do business and how we treat our customers, business partners, and each other contribute to our reputation in the marketplace and long-term success.

Our Standards of Business Conduct explains the behaviors expected of us while working for Con Edison and illustrates how to apply ethics and compliance with the law to the way we work each day. When we need guidance for seeking help and reporting concerns, the Standards of Business Conduct directs us to the appropriate resources.

REMEMBER: We are committed to compliance with the laws, rules, and regulations applicable to our business wherever we operate. When in doubt about what is required, or the right thing to do in a given situation, we seek help and guidance before taking action.

Throughout the Standards of Business Conduct, we reference “Con Edison,” defined as Consolidated Edison, Inc. and its subsidiaries.

Who is Responsible for Complying with Our Standards of Business Conduct

Each of us at Con Edison has the responsibility to follow our standards and apply them to our daily work; this includes:

- Employees and officers of Con Edison
- Members of the Con Edison Boards of Directors

We also expect our suppliers, vendors, contractors, and other business partners will adhere to similar values and principles when conducting business with us, or on our behalf.

Our Shared Responsibilities

Ethical behavior and compliance with the Standards of Business Conduct, policies, and the law are fundamental to how we do business at Con Edison. Each of us is responsible for doing the right thing, the right way, every day.

REMEMBER: We represent Con Edison both inside and outside of work, and any misconduct can have a negative impact on Con Edison’s reputation in the marketplace. Each of us has a responsibility to report all arrests, indictments, misdemeanor or felony convictions, or other official actions taken against us, whether work-related or not, as soon as possible and no longer than three calendar days after the event. The report can be made to our supervisor, manager, Corporate Security, or the Ethics Helpline.
We act in accordance with the applicable laws and regulations everywhere our company does business, and with stock exchange listing requirements. When working outside the United States, we are also expected to adhere to the laws of the country where we are operating, as well as comply with all company policies governing business activities abroad.

We Are Accountable for Our Actions

Con Edison takes violations of our Standards of Business Conduct, policies, applicable laws, or regulations seriously. If misconduct is identified, we take appropriate and timely corrective and disciplinary action up to and including termination of employment and may take other legal and civil action as appropriate. Con Edison may also report any violations of the law to appropriate law enforcement officials when warranted.

Our Standards of Business Conduct is not a contract or guarantee of employment, and it does not create new or additional employment rights.

Expectations of Our Managers and Leaders

Our culture of integrity starts at the top. Those who supervise, manage, or are in positions of leadership have an added responsibility to serve as role models and to promote our values and Standards of Business Conduct in everything they do. They are expected to:

• Lead by example
• Help others understand how to apply the Standards of Business Conduct in their daily work
• Create a culture where others feel safe raising concerns and questions without fear of retaliation
• Promptly respond to employee questions and concerns with care and respect
• Make it clear that it is never okay to compromise ethical standards to accomplish business goals
• Recognize and encourage the ethical conduct of team members
• Raise concerns of unethical, noncompliant, or illegal conduct to the Ethics Helpline
We Make Decisions the Right Way

Our Standards of Business Conduct serves as a guide for making good choices and ethical decisions in our daily work but cannot anticipate every situation or question that may arise.

In some cases, the right course of action may not always be clear. When faced with this situation, it is important to ask yourself the following:

- Is it legal?
- Is it the right thing to do, and does it align with our values?
- Is it permitted under the Standards of Business Conduct and our policies and procedures?
- Would my manager or teammates agree with the action or decision?
- Would I want to read about my actions in the news or on social media?

If the answer to any of these questions is “No” or “Not sure,” seek guidance from your supervisor, manager, or a Help and Answers Resource before taking action.
We Speak Up and Raise Concerns

We each have a responsibility to speak up. Seeking guidance when we are in doubt or when we need to raise a concern in good faith about conduct that may not be in compliance with our Standards of Business Conduct, policies, or the law is not always easy, but it is always the right thing to do. Speaking up reinforces our culture of integrity and helps to protect our reputation and the long-term success of our company.

Help and Answers Resources

When seeking help or reporting suspected violations of the Standards of Business Conduct, policies, or the law, we can always speak with our direct supervisor, manager, or any of these additional resources:

- A manager with whom we feel comfortable
- A member of Human Resources
- A Values in Action (VIA) Advisor
- A Business Ethics Council member
- Con Edison of New York Office of the Ombudsman at 212-206-0949
- A member of Business Ethics & Compliance or a local Ethics and Compliance office
- Ethics Helpline
  - 1-855-FOR-ETHX (1-855-367-3849)
  - FORETHX@conEd.com
  - Online Form

Whenever possible, we encourage employees to reach out to their supervisors or managers as a first line of support, because these individuals may be in the best position to quickly respond to questions and assist with any concerns.

If, for any reason, we are not comfortable reaching out to a manager or the other internal resources available to us, we always have an option to contact the Ethics Helpline for help and support.

- The Ethics Helpline is staffed by experienced professionals and is available 24 hours a day, seven days a week.
- When calling during business hours, we may choose to speak with a representative of a local Ethics and Compliance office to answer questions, get advice, discuss concerns, and report possible violations.
- No matter when we call, we are given an option to speak with an independent third-party resource outside of Con Edison, who will document our questions or concerns and share them with the appropriate Ethics and Compliance office for a response.
- When making a report through the Ethics Helpline, we have the option to report anonymously when we call or when we submit an online form.
- All contacts will be handled confidentially.
Choosing to report anonymously is always respected when we raise concerns to the Ethics Helpline. To support anonymous contacts, Con Edison provides an option for anonymous reporters to follow up and provide additional information.

How Reports Are Handled and Investigated

Con Edison takes all concerns and allegations of misconduct seriously, to include violations of the Standards of Business Conduct, company policies, procedures, or applicable laws or regulations. When concerns are raised, we take prompt action to carefully review and address them thoroughly, discreetly, and professionally.

All matters and reports are treated confidentially, consistent with the need to conduct full, fair, and timely investigations, and to comply with any applicable legal requirements.

We are each expected to cooperate fully in any investigation and to provide honest, accurate, and complete information. Our cooperation is essential to fostering the openness and transparency that helps to improve Con Edison’s processes and resolve concerns of suspected misconduct. Employees who fail to cooperate, or who obstruct investigations, will be subject to disciplinary action.

We Do Not Tolerate Retaliation

We are committed to fostering and maintaining a workplace where everyone feels safe seeking advice and reporting concerns. Con Edison strictly prohibits retaliation, threats, or harassment toward anyone for making a report in good faith or participating in an investigation. Anyone who engages in an act of retaliation will be subject to disciplinary action, up to and including termination.

Con Edison takes all reports of actual or perceived retaliation seriously. If retaliation is suspected or experienced in any form, we promptly contact the Ethics Helpline.

REMEMBER: If we are approached by a law enforcement officer or government official for information about Con Edison in a non-emergency situation, or if we receive a subpoena or other legal document relating to the company, we immediately refer the officer or official to the Office of the Secretary, Law department, or Corporate Security prior to responding or releasing information. We may also contact the Ethics Helpline for guidance and assistance.

Find additional information on the Help and Answers Resources.
Doing Business the Right Way

In the Workplace
We Strive for Excellence in Health and Safety

Protecting the health and safety of all employees and the public is an integral part of our work and a top priority for Con Edison. We identify and review the risks before every job, follow applicable laws, regulations, safety procedures, and instructions, wear and use the right protective equipment, and consider safety in everything we do.

Each of us is responsible for maintaining a safe environment for employees and the public in all aspects of our work. We must know and comply with all applicable health, environmental, and safety laws and regulations, and company policies, and incorporate them into all our decisions. Our vendors and other business partners are expected to demonstrate the same commitment.

DOING BUSINESS THE RIGHT WAY means we:

- Do not perform or engage in work that we believe is unsafe or harmful to the environment
- Complete required training and maintain qualifications and certifications needed to perform our jobs safely
- Encourage free and open communication about environmental, health, and safety concerns, and seek guidance when needed
- Do not harass, intimidate, or retaliate against anyone who reports an environmental, health, or safety concern
- Stop work immediately if it cannot be done safely
- Immediately report health and safety concerns to a supervisor, the Environment, Health and Safety (EH&S) manager, or a local EH&S representative

In any situation when public safety is at risk, immediate action, reporting, and escalation are essential and required. If hazardous substances or materials are released, spilled, or handled improperly, you must immediately take action to report the incident to the Con Edison of New York EH&S Control Desk at 212-580-8383 or Orange & Rockland EH&S Spill Reporting at 844-406-3471. Trained and qualified individuals will provide guidance and address the incident.

In these situations, we:

- Report honestly
- Disclose all relevant information
- Immediately make required notifications within Con Edison or to appropriate government agencies
- Do not intimidate, harass, or retaliate against those who report incidents

Find related policies and additional resources.
We Maintain a Safe and Secure Place to Work

Con Edison is committed to maintaining a safe and secure work environment free from violence and conduct dangerous or disruptive to anyone inside or outside the company. When performing our jobs we are not impaired by any substance, including alcohol or marijuana, and we do not use illegal or unauthorized drugs. We thrive in an environment where we are safe and fit for work.

DOING BUSINESS THE RIGHT WAY means we:

- Never engage in conduct that may threaten, harm, or intimidate others in the workplace
- Never bring weapons, explosive devices, or ammunition of any type to any Con Edison property or the workplace, unless this is authorized as a part of our job
- Promptly report known or suspected violence or threats to Corporate Security, and in emergency situations immediately contact 911
- Do not engage in the use or misuse of prescription drugs or over-the-counter medication that could impair our ability to do our work
- Do not work or report to work impaired by or under the influence of illegal drugs, marijuana, alcohol, or any other substance that could compromise safety or performance
- Immediately report suspected impairment to a supervisor or member of Human Resources

Con Edison does not tolerate any form of violence, including threats, acts of violence, or intimidation. Weapons of any kind are prohibited in the workplace unless authorized as part of our job. Call 911 if someone is in immediate danger, then contact Con Edison of New York Corporate Security at 212-460-2444 or Orange & Rockland Corporate Security at 845-577-3130.

Find related policies and additional resources.
We Embrace Diversity, Equity, and Inclusion

Each of us is responsible for fostering an environment that values our differences, demonstrates respect, and encourages teamwork. We promote a diverse, equitable, and inclusive environment that is free of harassment and discrimination.

We treat everyone with respect, dignity, and consideration. The power of our diversity is made stronger through inclusion. An inclusive workplace invites each of us to voice our ideas, share our perspectives, and listen to others, and empowers us all to reach our full potential.

DOING BUSINESS THE RIGHT WAY means we:

- Value diversity, foster equity, and advance an inclusive culture
- Do not engage in or tolerate harassing or discriminatory behaviors
- Treat each other with respect and consideration
- Maintain positive professional and personal relationships
- Never threaten, intimidate, or bully others

REMEMBER: If we observe or experience discriminatory or harassing behavior, we should promptly report the situation to the Office of Diversity & Inclusion at 212-460-1065 or a Help and Answers Resource. We do not tolerate retaliation against anyone who makes a report in good faith.

Each of us is responsible for making fair decisions based on the needs of the business and an individual’s qualifications, ability, contributions, and past performance. We do not discriminate based on legally protected characteristics, including:

- Race
- Color
- Religion
- Creed
- National origin
- Sex
- Age
- Marital status
- Sexual orientation
- Pregnancy
- Genetic information
- Gender identity
- Disability
- Citizenship
- Veteran status
- Political affiliation

Treating each other with respect and dignity means we do not engage in conduct that could make others feel uncomfortable. Harassment (sexual or otherwise) is an action that is intended to or that does create an intimidating, hostile, offensive, or demeaning environment for another person, and is prohibited at Con Edison.

Examples of harassment may include:

- Offensive jokes or insults
- Unwelcome sexual advances, requests for sexual favors, or repeated, unwelcome sexual suggestions
- Unwanted physical contact
- Inappropriate comments about another’s appearance

Harassment may also include distributing or displaying offensive or inappropriate material through email, social media, or other means.

Find related policies and additional resources.
We Protect Personal Information

Our fellow employees, as well as customers, business partners, vendors, retirees, shareholders, and other third parties trust us to protect their personal information and use it appropriately. In order to maintain their confidence, we are committed to safeguarding the privacy, confidentiality, and integrity of this information, and to limiting access to it and using it for legitimate business needs only.

When we collect, use, or store personal information, we take special care and follow policies and procedures to appropriately use and protect it from loss, theft, destruction, and unauthorized disclosure.

DOING BUSINESS THE RIGHT WAY means we:

- Identify and protect personal information
- Collect only the information we need for legitimate business purposes
- Only access information if we have authorization and a valid business need to do so
- Do not disclose personal information to individuals or organizations unless properly authorized by the owner of the information, a supervisor, or as required or permitted by law or legal process
- Secure personal information when transmitting it and use all reasonable measures to protect it from loss, theft, and unauthorized disclosure
- Properly store, secure, transmit, share, print, label, and discard all company data (paper, electronic, or other material) in accordance with our policies
- Immediately report any suspected unauthorized or inappropriate disclosure of personal information to the PII Incident Response Team

REMEMBER: The privacy and security of PII is a priority. Employees should use the utmost care in handling, maintaining, and storing PII and only give access to authorized individuals. For questions about PII or to report an actual or suspected disclosure, contact the PII Incident Response Team at 212-780-6999 or email dl - PII Incident Response Team.

Personally identifiable information (PII) is any information, either by itself or in combination with other information that could be used directly or indirectly to identify a person, such as:

- Name, date of birth, mother’s maiden name
- Any derivative of Social Security numbers
- Government-issued identification numbers
- Bank account information
- Personal health information (PHI), drug/alcohol testing
- Username or email address in combination with passwords
- Biometric and genetic information

Find related policies and additional resources.
We Conduct Business with Integrity

We are committed to providing quality service in all we do. We conduct all our dealings with or affecting customers, vendors, and other stakeholders in a fair, ethical, and lawful manner.

DOING BUSINESS THE RIGHT WAY means we:

- Comply with consumer and industry laws, regulations, and policies that guide our businesses
- Follow procedures and meet required specifications
- Never engage in unfair dealing or unethical business practices
- Avoid conduct that unfairly promotes our personal or Con Edison’s interests at the expense of our customers or other stakeholders
- Report suspected violations of our Standards of Business Conduct, policies, or the law by contacting the Ethics Helpline or a Help and Answers Resource

We Honor Supply Chain Obligations and Commitments

When we have a business partner or vendor contract in place associated with our work, we each have a responsibility to understand and comply fully with the requirements, terms, and conditions of the contract. We do not deviate from contract specifications without proper authorization.

Millions of people depend on our services. Carefully complying with our contractual obligations and specifications enables us to provide the highest-quality service in a safe, reliable, and efficient way.

DOING BUSINESS THE RIGHT WAY means we:

- Abide by all contract terms, conditions, and specifications
- Do not make substitutions in materials, suppliers, or other areas without proper approval
- Perform required tests and inspections
- Provide accurate, complete, and honest information
- Properly conduct cost-accounting measures when warranted
- Carefully review documentation for accuracy before submission
We Compete Fairly in the Marketplace

At Con Edison we support a thriving, competitive marketplace by complying with the laws designed to promote free and open competition wherever we do business. Where applicable, we compete solely on the basis of the quality, service, and value of our products and avoid even the appearance of potential wrongdoing.

While most of Con Edison’s business takes place in the regulated utility market, some of our products and services are offered in the competitive marketplace. Our competitive strategies and activities are governed by federal and state laws, rules, and regulations.

DOING BUSINESS THE RIGHT WAY means we:

• Comply with regulatory rules and fair competition laws wherever we operate

• Never discuss or reach agreements with competitors on items such as prices, outside of the normal contracting process

• Do not temporarily lower prices below cost to eliminate competitors

• Never reduce competition or restrict trade, such as agreeing to fix prices or rigging bids

• Do not make inaccurate statements about our competitors, their products or services, or our own products and services

• Never cheat or attempt to acquire a competitor’s trade secrets or other proprietary information through unlawful means

• Promptly report potential or actual misconduct or violations of regulatory rules and applicable fair competition laws as soon as we become aware of them to the Ethics Helpline or a Help and Answers Resource

Competitive information can include prices, marketing and production plans, and other information that we or competitors use in the course of conducting business. This type of proprietary information deserves extra protection and cannot be discussed or shared with competitors. We must be careful to:

• Gather competitive information only in legal and ethical ways

• Never ask a new employee to share a previous employer’s nonpublic competitive information

We are all encouraged to participate in trade associations as they are valuable for networking and knowledge-sharing. If we are in a situation where a competitor raises a competitive topic, even casually, we avoid even the appearance of violating fair competition laws by:

• Ending the conversation immediately

• Telling members of the conversation that we will not discuss such matters

• Immediately reporting the incident to the Ethics Helpline or a Help and Answers Resource

Find related policies and additional resources.
We Are Careful When Working with Other Con Edison Companies

As employees of one of the companies affiliated with Con Edison, we follow the laws, regulations, and rules associated with our Affiliate Transactions Policy outlining how employees of the regulated and competitive businesses interact with each other.

When interacting with other Con Edison companies, we treat them as independent entities. We safeguard all information as if it were our own, and only share it when authorized, with authorized people, and for appropriate business reasons.

Sometimes employees from one Con Edison company perform work to support another Con Edison company. The support service work between Con Edison companies is called an “affiliate transaction” and the time we work must be allocated properly and recorded accurately.

DOING BUSINESS THE RIGHT WAY means we:

- Comply with affiliate transaction laws, regulations, and policies
- Prevent unfair competitive advantages by not giving preferential treatment to any Con Edison company
- Maintain Con Edison’s regulated companies’ independence from other Con Edison companies by not sharing nonpublic customer or company information with Con Edison’s competitive businesses without permission
- Avoid buying or selling above or below market prices in transactions with other Con Edison companies
- Properly allocate time we spend working on affiliate transactions

REMEMBER: Our affiliate transaction policies are governed by a complex set of laws and regulations, and it is important we follow them. For guidance or if you are unsure of your compliance responsibilities, please contact the Ethics Helpline or a Help and Answers Resource.

Find related policies and additional resources.
We Avoid Conflicts of Interest

Each of us acts in the best interest of Con Edison and avoids conflicts of interest, or even the appearance of conflicts. When we make business decisions, they are based on sound business reasoning and are not influenced by personal interest.

A conflict of interest occurs when our outside or personal interest conflicts, or appears to conflict, with our responsibilities to Con Edison. We avoid conflicts of interest to maintain our objectivity and show our commitment to protecting the reputation and integrity of Con Edison, and not to outside interests.

DOING BUSINESS THE RIGHT WAY means we:

• Use good judgment in our outside activities to avoid conflicts of interest
• Make fair decisions and prevent situations where our personal or outside interests or relationships could interfere with our ability to make decisions objectively
• Do not use company time, resources, or information for outside interests
• Promptly disclose actual or potential conflicts of interest by completing a Certificate of Disclosure and updating it whenever our circumstances change
• Seek guidance from the Ethics Helpline for questions about actual or potential conflicts of interest

Examples of potential conflicts of interest include:

• Supervising or participating in the hiring process of family or household members or anyone we cannot evaluate objectively, or may be perceived as not being able to evaluate objectively
• Involving ourselves in employment decisions (such as interviewing, screening, hiring, promoting, or disciplining) that include anyone with whom we cannot be objective or may be perceived as not being able to be objective
• Having a second job or engaging in an outside business activity that competes with or does business with Con Edison’s businesses
• Accepting a board position with another company or organization that competes with Con Edison’s businesses
• Conducting business on behalf of Con Edison with a business that employs someone with whom we have a personal relationship
• Having a material financial interest in a Con Edison competitor, supplier, contractor, or business partner

The examples of potential conflicts of interest provided here are not all-inclusive. A potential conflict can arise at any time and in any situation where our actions could appear to serve our own interests and not those of Con Edison.
Actual or potential conflicts of interest also apply to members of our families or households. These conflicts can arise when members of our families or households receive improper personal benefits or treatment as a result of our position with Con Edison.

A “family member” is someone related to us by blood, marriage, or adoption, and includes:

- Spouse or domestic partner
- Children, stepchildren, and grandchildren
- Grandparents, parents, and stepparents
- Siblings and stepsiblings
- Aunts, uncles, nieces, nephews, and first cousins
- In-laws (parents, brothers, sisters, sons, and daughters)

A “member of household” is anyone who lives with us.

Certain personal relationships within Con Edison may compromise, or appear to compromise, our ability to perform our job responsibilities objectively, may create uncomfortable situations, or may raise issues of fairness or favoritism. It is important to be mindful of how our relationships within Con Edison could impact or be perceived by others.

Romantic, physical, or financial relationships between employees are not permitted when one employee supervises the other directly or indirectly through the chain of authority.

REMEMBER: If we need guidance or are unsure whether to disclose a particular situation, we should contact the Ethics Helpline. Business Ethics & Compliance will review all disclosures submitted and assist in resolving potential conflicts.

Find related policies and additional resources.
We Follow Our Guidelines for Gifts, Hospitality, and Entertainment

We use good judgment and exercise the highest standards of integrity when handling situations that involve gifts, hospitality, and entertainment in relation to our work.

We do not offer or accept gratuities or gifts, other than nominal promotional items. When deciding whether to offer or accept hospitality or entertainment from an existing or potential customer, vendor, or other business partner, we follow the guidance below.

**DOING BUSINESS THE RIGHT WAY** means we:

- Never accept cash, tips, or cash equivalents, including gift cards
- Never solicit gifts, hospitality, or entertainment
- Return gifts other than promotional items to the giver with an explanation of our “no gift” standard, and notify the Ethics Helpline
- Understand these guidelines also apply to members of our families or households

We do not offer or accept gifts other than items of nominal value, such as a promotional pen or keychain with a logo. A gift is any item of value and can include:

- Cash or cash equivalents, including gift cards
- Tips for services rendered
- Goods
- Services

Awards may also be considered gifts under our Standards of Business Conduct. In general, employees or members of our families or households may not accept awards from existing or potential customers, vendors, or other business partners given on the basis of a current or potential business relationship.

With approval of our respective officers and Business Ethics & Compliance, we may accept:

- Merit-based awards for technical and professional achievement
- Citations recognizing community and charitable service
- Reasonable speaking-engagement honoraria

We are not required to get approval for nonmonetary awards of nominal value.
Sometimes we entertain or socialize with customers, vendors, or other business partners to advance Con Edison’s legitimate business interests. When deciding whether to offer or accept hospitality or entertainment, we must always put Con Edison’s interests first, and not participate in an activity that could appear to influence our decisions.

Acceptable hospitality and entertainment must meet the following criteria:

- Has a legitimate business purpose
- Is not lavish, excessive, or frequent
- Aligns with normal industry practices
- Does not put the employee or the company in a position to be compromised
- Does not conflict with our Standards of Business Conduct or the other party’s standards
- Has been approved under applicable policies
- Was not extended to obtain special consideration or concessions

Before accepting an invitation to a business entertainment event, convention, or conference where any portion of the expense is paid for by potential or existing customers, vendors, business partners, or the event sponsor, we must get approval from our respective officers and Business Ethics & Compliance. Approval is not required for routine business meetings that meet the above criteria.

For guidance on gifts, meals, or hospitality, contact the Ethics Helpline.

REMEMBER: When working with government officials, who follow even stricter guidelines, we take extra precautions. A government official can be a federal, state, or local government official or employee, political candidate, or employees of government-owned or -controlled entities. The rules they must follow when exchanging gifts, hospitality, and entertainment are complex and usually do not permit accepting these courtesies. New York State Public Service Law 15 states that we cannot offer employees of the Department of Public Service and the New York State Public Service Commission items of any value, and they cannot accept them. If it is unclear if an individual is a government official or not, contact the Ethics Helpline or a Help and Answers Resource.
We Conduct Our Business Free from Corruption

We conduct business the right way and comply with anti-corruption and bribery laws wherever we operate. Our business relationships are built on trust and respect. We earn and maintain this trust by conducting business legally and with integrity. We never engage in corrupt or unethical conduct such as bribery or fraud to accomplish our business objectives.

DOING BUSINESS THE RIGHT WAY means we:

• Comply with anti-corruption and bribery laws
• Never offer or accept bribes or kickbacks in any form, or engage third parties to do so on our behalf
• Never accept, offer, promise, or authorize anything of value to improperly secure or influence a business decision
• Do not pay facilitation or “grease” payments to government officials to expedite otherwise routine services such as issuing a permit
• Keep accurate and complete books and records of transactions and third-party relationships
• Monitor third parties working on our behalf to prevent corruption and fraud
• Watch for suspicious activities or irregularities in third-party relationships such as cash payments or unusual transactions
• Avoid arrangements involving the transfer of funds to or from countries or entities not related to the transaction
• Immediately report suspected corruption or fraud, including the offer or solicitation of a bribe, to the Ethics Helpline

REMEMBER: We do not solicit or accept a bribe or kickback to do — or not do — something that is required, or for any other reason. Bribery, corruption, and fraud in any form are strictly prohibited at Con Edison and any violation can result in severe penalties for the parties involved to include both civil and criminal liability. We can be held accountable for the actions of third parties working for us or on our behalf, and we have an ongoing responsibility to monitor and manage these relationships.

Find related policies and additional resources.

A bribe is an offer or gift of anything of value to gain an improper advantage or that is intended to improperly influence the actions of the recipient. Some examples of bribes include:

• Money
• Gifts
• Travel or other expenses
• Hospitality
• Below-market loans
• Discounts (other than approved Con Edison corporate discounts)
• Favors
• Business or employment opportunities
• Political or charitable contributions
• A benefit or consideration, direct or indirect
• Facilitation payments

We must never pay, or agree to pay, facilitation payments, even if they are legal, such as under the U.S. Foreign Corrupt Practices Act (FCPA), or commonplace in the location in question. A facilitation or “grease” payment is typically made in cash to a government official to arrange for, or expedite, government services. These payments are prohibited at Con Edison. If you have questions regarding your responsibilities or compliance with facilitation payments, contact the Ethics Helpline for guidance.
We Comply with Trade Laws and Regulations

Con Edison is committed to compliance with applicable trade laws and requirements wherever we operate. When our business activities cross borders, we use caution, ask questions, and comply with trade laws and regulations, including those mentioned below.

DOING BUSINESS THE RIGHT WAY means we:

- Comply with applicable international trade laws and regulations, including:
  - **Anti-Boycott Laws**: Laws prohibiting U.S. companies from supporting or participating in boycotts not supported by the U.S. government. These laws impose restrictions on boycott-related actions and agreements, such as refusals to do business and furnishing of boycott-related information.
  - **Restricted Countries and Economic Sanctions**: The U.S. and many other countries maintain economic sanctions and embargoes prohibiting or restricting transactions with certain countries, individuals, and entities, as well as for certain end uses.
  - **Exports**: An export occurs when a product, service, technology, or piece of information is shipped to a person in another country or provided in any way (including verbally or electronically) to a non-U.S. citizen, regardless of where that person is located.
  - **Imports**: Import activity includes bringing goods we purchase from a foreign or external source into the U.S. or another country.
- Contact the Ethics Helpline or a Help and Answers Resource for guidance on complying with trade laws.

Money Laundering and Terrorist Financing:
Con Edison complies with all applicable anti-money laundering laws, and does not condone, facilitate, or support money laundering or terrorist financing in any form. Money laundering is the process by which the funds or proceeds of criminal activity, such as drug trafficking, are moved through legitimate businesses to hide all traces of their criminal origin. Terrorist financing refers to funding for terrorist activities and may come from legitimate or criminal sources. Immediately report any suspected financial crimes to the Ethics Helpline.
Doing Business the Right Way

In Our Company
We Protect Company Assets

Each of us is responsible for using company assets and resources carefully and responsibly. We protect physical and financial assets from loss, theft, damage, waste, or misuse.

Proper use and safeguarding of our company assets are essential to achieving our mission and bringing value to our shareholders, and we must each do our part to protect the Con Edison assets we have access to and use in our daily work. This includes tangible assets such as equipment, tools, vehicles, computers, and office supplies, as well as intangible assets such as confidential information and intellectual property.

DOING BUSINESS THE RIGHT WAY means we:

• Use Con Edison assets and resources to support business goals and not for personal gain
• Always act in the best interest of Con Edison when entrusted with company funds
• Safeguard and prevent the misuse of company financial assets and resources
• Always report time worked accurately and honestly
• Protect our facilities from unauthorized access
• Keep laptops, mobile devices, information, and all other company property secure and protected at all times
• Report the loss or misuse of company assets to Corporate Security or a Help and Answers Resource

Con Edison assets may be tangible or intangible, and examples include:

• Facilities
• Identification cards and keys
• Vehicles and vehicle keys
• Equipment, tools, and office supplies
• Computers and computer systems
• Electronic devices
• Company funds
• Work time
• Maps, prints, plates, and layouts
• Confidential and proprietary information
• Intellectual property
• Electronic communications and media

Limited personal use of general office equipment and systems such as phones, electronic devices, and printers is permitted as long as use is incidental, infrequent, does not violate our Standards of Business Conduct, policies, or the law, and does not interfere with our work in any way.
We Protect Our Computer Networks and Systems

Our Con Edison networks and systems are critical company assets, and any breach or improper use of these resources can damage Con Edison’s reputation in the marketplace and negatively impact the company’s ability to serve customers. We are each responsible for maintaining the security of these assets and protecting our businesses.

DOING BUSINESS THE RIGHT WAY means we:

- Abide by computer security processes put in place to protect Con Edison’s networks
- Lock our computers or devices when we step away from them
- Safeguard passwords and passphrases, and practice good password management
- Pay attention to “external sender” notifications and are wary of unsolicited external emails
- Never click links or attachments in emails or text messages when we do not know the sender
- Promptly report any suspected information security concerns or cyberattacks to the Cyber Security Operations Center at 212-780-6999. Employees of the Con Edison Clean Energy Businesses can call 914-286-7007.

REMEMBER: Always use good judgment and comply with information security policies and the law when accessing and using Con Edison computers, networks, computer systems, devices, email, texts, voicemail, and other electronic assets and communication resources. All email, texts, voicemail, and electronic communications made using Con Edison assets are company property and subject to monitoring at all times.

Find related policies and additional resources.
We Safeguard Confidential Information and Intellectual Property

We safeguard all confidential and proprietary information at Con Edison to include protecting our intellectual property.

We routinely deal with confidential information about our company, vendors, and other business partners. We keep confidential and proprietary information secure, use it only as authorized and appropriate, and ensure our intellectual property is protected and properly used.

**DOING BUSINESS THE RIGHT WAY** means we:

- Do not discuss confidential information in public settings
- Do not make personal use of confidential information
- Disclose and use confidential information only as our jobs, laws, or regulations require or permit
- Only provide access to confidential information to those with a business need to know
- Properly mark, store, and maintain confidential information
- Safeguard Con Edison’s intellectual property and that of third parties
- Understand any intellectual property we create or develop in the workplace or as part of our jobs is the property of Con Edison
- Contact the Ethics Helpline to report unauthorized use of intellectual property and for guidance on safeguarding confidential information and intellectual property

Confidential information is company or third-party information not available to the public. It includes the kind of information that, if disclosed, could be of value to competitors or harmful to the company, our customers, vendors, business partners, employees, or shareholders. Examples of confidential company information include:

- Planned mergers and acquisitions
- Security information
- System layout and integrity
- Financial and operational data
- Customer and employee records
- Research and development projects
- Business and marketing plans
- Employee health information
- All nonpublic financial information

Intellectual property is a valuable Con Edison asset, and includes our original ideas, innovations, inventions, designs, systems, or processes that we create and develop as a part of our work. We must safeguard our company’s intellectual property, including works covered by, or eligible for, patents, copyrights, and trademarks, or that are considered trade secrets (such as strategic plans and strategies).

Find related policies and additional resources.
We Engage in Trading Activities Ethically and Legally

We do not share inside information nor trade on it. When we trade on any market, we do so legally and with honesty and integrity.

Through the course of our daily work, we may have access to inside information about Con Edison or its securities. We may also have access to inside information about a business partner, supplier, another company, or the securities issued by them. This inside information could be material to an investor's decision to trade (buy or sell) securities of Con Edison or the other issuers. Securities are financial instruments, such as stocks, bonds, and options. We do not trade on or share inside information with anyone until after the information has become publicly available.

Doing Business the Right Way means we:

• Comply with laws, regulations, and company policies regarding the trading of securities
• Do not trade in Con Edison's or another company's securities when in possession of inside information
• Never engage in “tipping” or the sharing of inside information with anyone outside of Con Edison
• Do not give inside information to someone who requests it if they do not have a legitimate business reason for it, and promptly report the request to Con Edison's General Counsel or the Ethics Helpline

Remember: Violations of securities laws and regulations, including insider trading violations, can result in severe penalties for the parties involved, such as civil and criminal liabilities, jail time, and disciplinary actions by Con Edison and state licensing boards. If you have any questions regarding your responsibilities, seek guidance from the Con Edison General Counsel or contact the Ethics Helpline before taking action or trading securities.

Inside information is material information not available or known to the general public. Examples of inside information include information about:

• Earnings, including forecasts and assumptions, that have not been publicly disclosed
• Potential mergers, acquisitions, joint ventures, tender offers, or changes in assets
• New products, discoveries, or developments regarding customers or suppliers such as the acquisition or loss of a material contract
• Changes in control or in senior management
• Changes in independent auditors or auditor notification that an auditor’s report may no longer be relied upon
• Events relating to company securities, such as defaults on senior securities, calls of securities for redemption, repurchase plans, stock splits or changes in dividends, changes to the rights of security holders, public or private sales of additional securities, and bankruptcies or receiverships
We Maintain Integrity in Records and Information Management

Our company records provide information about our business requirements, decisions, and activities. We create complete and accurate records, know what records to retain, and when and how to dispose of records when required and appropriate.

DOING BUSINESS THE RIGHT WAY means we:

• Comply with company policies and procedures for records and information management
• Create and maintain company records in an accurate and complete manner that appropriately reflects transactions and events
• Follow our records retention policies and schedule to know which records to retain, and when and how to dispose of company records we are no longer required to keep
• Preserve records subject to legal holds
• Contact our Departmental Records Coordinator if we have questions regarding our responsibilities

Company records include all written, recorded, graphic, or other materials created, received, or maintained by Con Edison in the course of doing business. They can be electronic, hard copy, or any other form. We are responsible for creating and maintaining company records with the highest levels of integrity.

Examples of company records include:

• Financial statements
• Timesheets
• Invoices
• Expense reports
• Logs
• Medical records

A legal hold overrides routine records retention requirements. Even if the Records Retention Schedule indicates the retention period for a particular category of records has expired, as long as a legal hold is in place the company must continue to preserve those records. The Law department implements legal holds and will send notifications to those affected by them.

REMEMBER: We do not alter, destroy, conceal, or falsify records, documents (in hard copy, electronic, or any other form), or other tangible objects with the intent to impede, obstruct, or influence a government investigation or proceeding, or the work of a government agency.

Find related policies and additional resources.
We Maintain Integrity in Financial Information and Reporting

We maintain our stakeholders’ trust and uphold Con Edison’s financial and reputational integrity by properly and accurately documenting, recording, and disclosing our financial records and information.

DOING BUSINESS THE RIGHT WAY means we:

• Comply with laws, regulations, internal controls, policies, and procedures regarding financial accounting and reporting
• Create and maintain complete, accurate, and timely books and records
• Follow generally accepted accounting principles when preparing financial statements
• File reports and documents for regulators and other public filings in a timely way
• Disclose and report financial information to the public in a full, complete, accurate, timely, and understandable manner
• Cooperate fully with both internal and external auditors
• Promptly report any financial irregularities, errors, suspected fraud, or violation of our internal controls, policies, and procedures to the General Auditor at 212-460-3296 or the Ethics Helpline

We each have a responsibility to protect and preserve Con Edison’s financial integrity and to maintain accurate and complete books and records of our activities. Acting with integrity means we:

• Never submit fraudulent, deceptive, or inaccurate expense reports
• Closely review expense reports and question unusual transactions or exceptions
• Accurately and properly record payments and transactions
• Do not establish unauthorized or unrecorded funds or accounts
• Do not conceal illicit funds or otherwise enter into transactions to make funds appear legitimate
• Watch for irregularities in payments and promptly report suspicious activity

REMEMBER: Financial fraud can deplete our assets and cause substantial harm to our business by damaging our reputation, employee morale, and productivity. We each have a responsibility to watch for and promptly report signs of fraud, including situations that could allow fraud to develop, by contacting the Ethics Helpline.

Those of us in senior positions of financial responsibility have a special duty with regard to material information addressing Con Edison’s financial condition. Senior leaders have a heightened responsibility to:

• Carefully read, review, and revise any financial statements and disclosures before filing with regulators or releasing to the public to ensure they are complete and accurate
• Establish procedures to allow sufficient time for officers or employees with relevant knowledge to complete an adequate review of reporting to be filed by Con Edison
• Implement internal controls, policies, and procedures for maintaining accurate and complete books and records
• Establish reporting channels and processes for responding to questions, concerns, inaccuracies, errors, or other matters regarding our financial reporting, and books and records
• Periodically review and assess financial and accounting internal controls, policies, and procedures for effectiveness
We Protect Our Reputation in Our Communications

Our communications and interactions with the public have an impact on Con Edison’s reputation. Our customers, colleagues, vendors, elected officials, regulators, and other stakeholders depend on us to be honest, accurate, and consistent in our communications.

To keep our communications accurate and consistent, Con Edison has designated certain people to communicate with the public on the company’s behalf.

**DOING BUSINESS THE RIGHT WAY means we:**

- Communicate with the media and others outside the company on behalf of Con Edison only if we are authorized to do so
- Forward questions from the media, investors, market analysts, government officials, or other public figures to Corporate Affairs at Con Edison of New York at 212-460-4111 or Orange & Rockland at 845-577-2430
- Refer any questions from attorneys to the Law department

Our use of social media, both for business and personal purposes, can have a significant impact on Con Edison's reputation and brand in the marketplace.

When posting, sharing, or reacting to content on internal or external social media, we:

- Demonstrate respect and courtesy
- Use good judgment and know that posts are public and permanent
- Protect personal and confidential information about company employees, customers, and partners by not sharing such information online
- Avoid posts that can be viewed as threatening or demeaning
- Do not represent or speak on behalf of Con Edison unless it is part of our job and we are authorized to do so

Find related policies and additional resources.
Doing Business the Right Way

In Our Communities
We Care About Our Planet

We embrace the company’s sustainability goals and objectives, creating lasting value for our communities and the customers we serve. We work hard to foster an environment focused on sustainability efforts that benefit our customers and stakeholders and allow us to conduct business effectively.

Con Edison is committed to long-term value for our stakeholders, while at the same time optimizing our environmental and social impact. This includes taking important steps to lead and deliver the transition to a clean energy future our customers deserve and expect.

We continue to look for innovative ways to expand our clean energy future, reduce our carbon footprint, become more energy efficient, and enhance our customers’ energy choices. Each of us must do our part in our daily work to support our sustainability efforts and serve as good stewards of the environment.

DOING BUSINESS THE RIGHT WAY means we:

- Abide by the Standards of Business Conduct, corporate policies, and procedures related to sustainability
- Comply with environmental protection laws and regulations
- Expect our business partners and third parties to operate under similar values and principles
- Source products, materials, and services responsibly with environmental compliance and sustainability in mind
- Prevent, quickly resolve, and immediately report accidents or incidents affecting the environment
- Continually assess and improve our processes and the safety of our operations
- Take steps to reduce energy and water consumption, reuse or recycle packaging and materials, and minimize the creation of waste
- Report any questions, concerns, or violations of our sustainability and environmental policies to a supervisor, the Environment, Health and Safety (EH&S) manager, or a local EH&S representative

Find related policies and additional resources.

We Support Human Rights

Con Edison is committed to protecting and advancing the human rights of all people. We conduct our business in a manner that is ethical, respectful, and in compliance with all applicable laws. We expect our employees, stakeholders, suppliers, and partners to demonstrate adherence to these principles.

DOING BUSINESS THE RIGHT WAY means we:

- Comply with all labor, wage and hour, and all other applicable employment laws
- Prohibit the use of child labor, forced labor, and any form of human trafficking
- Provide fair, safe, and healthy working conditions where everyone can thrive
- Respect workers’ rights to freedom of association and collective bargaining
- Immediately report any suspected violations of human and workplace rights to the Ethics Helpline
We Give Back to Our Communities

All of us are encouraged to be active in our communities by engaging in volunteer, charitable, and political activities. When we participate in these activities, we conduct ourselves with the highest level of integrity.

Con Edison gives back to our communities in many ways, to include providing financial support, in-kind contributions, and service on boards of nonprofit organizations dedicated to the arts, environmental stewardship, civics, and education. As individuals we are encouraged to support our communities in similar ways. We are always free to make personal choices in our volunteer activities and charitable or political contributions; however, these activities must be done on our own time using our own resources.

DOING BUSINESS THE RIGHT WAY means we:

• Make sure our involvement is lawful and without real or perceived conflicts of interest
• Engage with the community on our own time without the use of Con Edison resources, unless it is within our job description or authorized by Corporate Affairs
• Make donations on behalf of Con Edison only when authorized by Corporate Affairs
• Submit a Conflicts of Interest Certificate of Disclosure for nonprofit board positions we hold and for paid community or civic activities we perform

Occasionally, we show support for our communities by fundraising with our Con Edison colleagues. While these activities may be valuable morale and team-building efforts, we need to be mindful that asking our colleagues to contribute may make them uncomfortable.

• Before beginning a fundraising activity, consider how the donations could be collected anonymously and whether the request puts real or perceived pressure on others to donate. Donations from your group fundraising activity will be given on your group’s behalf and not on behalf of Con Edison.
• Strategic Partnerships can help facilitate group fundraising activities. Contact powerofgiving@coned.com for guidance on how donors may give anonymously and on using the Matching Gifts Program.

REMEMBER: There are times when it is appropriate for the company to participate in government relations or advocate for certain political positions. When Con Edison engages in such activities, it complies with applicable laws, rules, and regulations.

• Make clear that the political work, views, and campaign contributions represent us as individuals and not as employees of, or spokespeople for, Con Edison
• Consult with our respective officers and the Ethics Helpline when seeking public office
• Comply with federal, state, and local laws regulating participation in the political activity
• Conduct our activities on our own time and use our own resources
• Follow disclosure laws, rules, and regulations, and consult our respective officers and Corporate Affairs if we are authorized to lobby on behalf of Con Edison

Find related policies and additional resources.
Standards of Business Conduct

Governance and Administration
Governance and Administration

• Management of Our Standards of Business Conduct: Our Standards of Business Conduct has been adopted by the Con Edison Board of Directors. Business Ethics & Compliance is responsible for day-to-day management, interpretation, and monitoring of our Ethics and Compliance Program. Any questions regarding interpretation of our Standards of Business Conduct should be directed to Business Ethics & Compliance.

• Changes: On occasion, we may need to update the Standards of Business Conduct to reflect changes in the laws and regulations, as well as our internal policies and procedures. The most recent version of our Standards of Business Conduct can be found at conEdison.com, and our corporate policy statements and instructions can be found on our respective company intranet sites.

• Waiver Requests: In certain limited situations, waivers of our standards may be needed. Employees seeking a waiver need to contact the Ethics Helpline for approval by Business Ethics & Compliance. A waiver for executives, officers, directors, or members of the Board of Directors may be made only by the board or a committee of the board and will be disclosed in accordance with applicable law.

Contacts and Additional Resources

• A manager with whom we feel comfortable
• A member of Human Resources
• A Values in Action (VIA) Advisor
• A Business Ethics Council member
• Office of Diversity & Inclusion at 212-460-1065
• Con Edison of New York Office of the Ombudsman at 212-206-0949
• Con Edison of New York Corporate Security at 212-460-2444
• Orange & Rockland Corporate Security at 845-577-3130
• A member of Business Ethics & Compliance or a local Ethics and Compliance office
• Ethics Helpline
  - 1-855-FOR-ETHX (1-855-367-3849)
  - FORETHX@conEd.com
  - Online Form
Our standards are supported by corporate policy statements and instructions that can be found on the Con Edison companies’ intranet sites. In addition, certain department sites and conEdison.com provide further resources.

To access corporate policy statements and instructions, click the appropriate link below.

Con Edison of New York  Orange & Rockland  Con Edison Transmission

To access related policies and additional resources, click the appropriate icon below.

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