OUR CODE OF BUSINESS
ETHICS AND CONDUCT

LIVING OUR VALUES



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This Code of Business Ethics and Conduct ("Code") is the property of Republic Services, Inc. and is to be used in connection with the conduct of business of Republic Services, Inc. and its subsidiaries and affiliated entities (collectively referred to as "Republic Services", "Republic" or the "Company") and is not intended to and does not constitute or create contractual terms of employment.

A Message From Our President & CEO

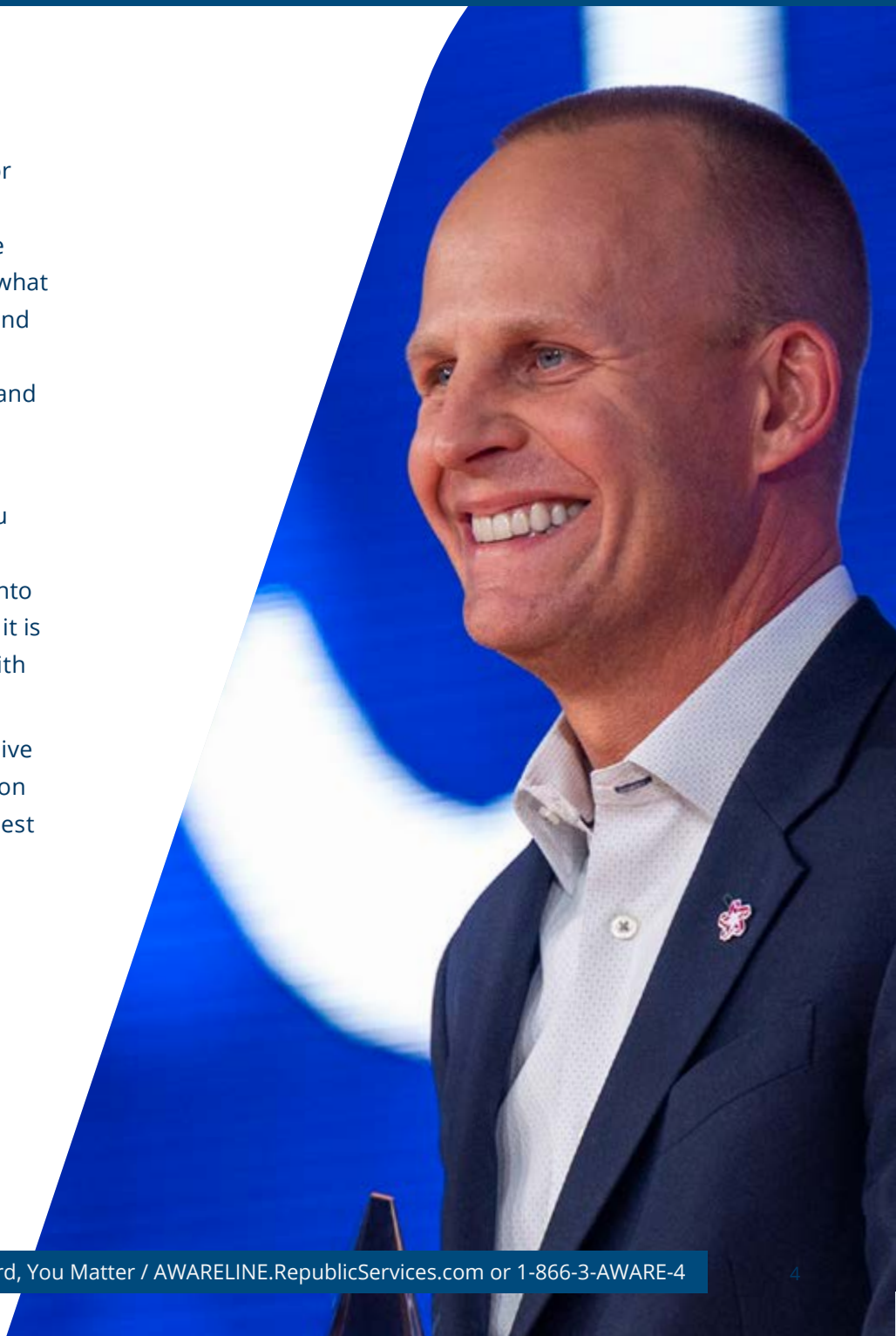
At Republic Services, we are driven to deliver results in the right way – for our customers, our communities, our environment and each other. We consistently deliver on our promises and prove ourselves to be a reliable business partner and steward of the environment. Just as important as what we do, is how we do it. We deliver these results by acting with integrity and making our values a part of everything we do. By living our values every day, we build trust with our people, shareholders, customers, suppliers and communities. Every Republic employee is responsible for protecting our reputation and the trust that we have built.

This Code of Business Ethics and Conduct ("Code") is here to support you with that responsibility. It will help you understand our expectations for employee conduct, how to act with integrity and how to put our values into action. While our Code cannot anticipate every situation you might face, it is a resource you can turn to when you have questions or you're dealing with a difficult situation.

Our values are not just words on a page – we expect every employee to live them daily. Thank you for your commitment to putting our values in action every day, and for doing your part to make Republic and its people the best that they can be for years to come.



Jon Vander Ark
President and Chief Executive Officer





Our Values in Action

At Republic, our values are the shared principles that guide our actions and decisions. Our values shape our culture and are the foundation of our commitment to the highest ethical conduct – a commitment we take very seriously.

OUR VALUES

Safe

We protect the livelihoods of our colleagues and communities.

Committed to Serve

We go above and beyond to exceed our customers' expectations.

Environmentally Responsible

We take action to improve our environment.

Driven

We deliver results in the right way.

Human-Centered

We respect the dignity and unique potential of every person.

How to Use Our Code

ETHICS & COMPLIANCE

Our Code is a public statement of who we are and the standards we expect in our daily work. The Code shows us how to put our values into action. Our Code can't cover every possible scenario you might encounter, but it is a good starting point if you have questions. If you need additional help, the Ethics & Compliance Office is here to assist.

Understanding Our Code

- Take the time to read the Code, even though not all sections may apply to your job responsibilities.
- The Code is organized into sections based on our stakeholders.
- It is formatted as a checklist to help you act with integrity and use good judgment in your daily decision-making.

Our Code's Formatting

- Each section of the Code contains the following information to guide you to make the right choice:



Our Commitment: Our statement of what we believe as an organization so you can use good judgment and ensure your decisions align with our values.



Everyday Ethics: Common scenarios that you might encounter in your daily role and guidance on what to do.



Take Note: Important details to consider before making a decision.



What Does It Mean? Additional information to help you understand terms used in the Code.

How to Comply with Our Code

Our Code requires us to always act ethically and with integrity, and applies to all employees and our Board of Directors. In order to comply with our Code, you must know our expectations and your responsibilities.

Expectations For All Employees

- **Live Republic's Values**
  Make sure every action you take and decision you make is ethical and aligns with Republic's values.
- **Follow The Law And Our Policies**
  Have a general understanding of the laws, policies and procedures that relate to your job so that you can spot issues and seek help when you need it.
- **Speak Up**
  Report concerns of any known or suspected misconduct.

Additional Expectations For Leaders

- **Be a Role Model**
  Lead by example, demonstrating behaviors that are consistent with our values.
- **Talk the Talk and Set Expectations for Your Team**
  Frequently discuss our values and the Code with your team and tell them that you expect them to make ethical decisions.
- **Maintain Open Communication**
  Encourage employees to raise concerns and ask questions. Listen and offer guidance.
- **Be Responsive**
  Promptly resolve issues when they are raised. If you are unsure how to resolve an issue, reach out to your manager, HR partner, or the Ethics & Compliance Office.
- **Do Not Permit or Ignore Misconduct**
  Leaders who fail to report misconduct they know about or should have known about, may be subject to disciplinary action, up to and including the termination of employment.

What are “Ethics” at Republic?

Make the Right Choice, Every Time

Our Code is your go-to guide for doing your job ethically, and helps you understand how to put our values into action in all that we do. Our Code and our values require us to make the right choice in every situation.

Making the Right Choice

- Always use your best judgment.
- When the right choice is unclear, think through the issue before you act.
- Do not take chances that could lead to serious consequences for you and the Company.

When in Doubt, Ask for Help

Our Code does not address every situation you might face – remember there are resources available to help you, including the Company’s policies, procedures, and Employee Handbook. You also can contact any member of your management team, your HR partner, the Legal Department, or the Ethics & Compliance Office.

When we refer to ethics, we mean Republic’s values. Ethics are part of every job at every level. All of us have a personal responsibility to perform our jobs responsibly and ethically by putting our values into action.

As an employee, you have the right to your personal opinions, values and beliefs, but Republic’s business ethics must always guide the business decisions that you make.

EVERYDAY ETHICS:

Q.

How do I demonstrate putting our values in action?

A.

- Make the right choice, every time.
- Do your part to keep our workplace inclusive and respectful.
- Be accountable for your own conduct.
- Ask questions if you are unsure about what to do.
- Speak up if something does not feel right.
- Complete all required trainings on time.



Take Note:
Make the Right Choice

When faced with an ethics and compliance challenge, ask yourself some important questions before making a decision:

Does it reflect our values?

Is it consistent with our Code and policies?

Is it legal?

Would I feel comfortable if others knew about it?

Does it feel like the right thing to do?

If your answer to any of these questions is "no," then it's not the right choice to make. If you are unsure about the answers to these questions, ask for help.



IMPORTANT!

Consequences for Non-Compliance

You will be held accountable for your conduct. Even if you think you are acting in the Company's best interest, engaging in misconduct is never in the Company's best interest and hurts all of us.

Employees who engage in misconduct may lose their jobs and face potential civil or criminal liability from regulators or law enforcement officials.

Speak Up and Be Heard

We encourage open communication and want every employee's voice to be heard. Employees should feel comfortable reporting concerns.

Reporting Concerns

- Promptly raise ethics and compliance questions and immediately report suspected misconduct.
- Reports can be in person, by telephone, or in writing.
- If you are not comfortable talking to your immediate supervisor or another manager, you also can contact Human Resources, the Legal Department, the Ethics & Compliance Office, or the AWARE Line.

The AWARE Line

- To report a concern through the confidential AWARE Line, call 1-866-3-AWARE-4 or go online to AWARELINE.RepublicServices.com.
- The toll-free number and website are operated by an independent service, whose trained specialists are available to take your call 24 hours a day, 7 days a week.
- Calls are not recorded or traced.
- Although you do not have to give your name, it may be more difficult for the Company to investigate without your name.
- After completing your call, a report will be forwarded to the Company for follow-up.

EVERYDAY ETHICS:



Q. **I suspect that my supervisor is violating our Code – should I keep my concerns to myself?**

A. **No** – If you suspect a violation, say something to another member of management, your HR partner, the Legal Department, the Ethics & Compliance Office or the AWARE Line. It's better to raise a potential problem than to wait and risk harm to others or to the Company. Anyone who in good faith asks questions or raises a concern is doing the right thing. Reporting "in good faith" means you are coming forward honestly with information that you believe to be true, even if it turns out that you were mistaken.

Knowing When To Speak Up

Do You Have An Ethics or Compliance Concern?

Yes



I have a concern, but I do not have all the details and it doesn't really affect me personally.

You should speak up if you have a concern – you do not need to have all the facts and it doesn't have to affect you personally.



I see or suspect activity that may be a violation.

You should always speak up when you suspect a violation of this Code, our policies or applicable law.



I suspect a violation, but I think someone else will report it.

You should never assume that someone else will report it. Always report any suspected violation.

No



I don't have a concern.



Learn what to do in case you ever have a concern to report.

Taking Action

Everyone should feel comfortable seeking advice or raising a concern. Our leaders are expected to respond to questions and concerns quickly and in an appropriate manner.

Addressing Concerns

- We take all reports of possible misconduct seriously by investigating concerns quickly, discreetly and professionally.
- Employees should cooperate and speak honestly when participating in an audit or investigation.
- Discussions will be kept in confidence to the extent appropriate and permitted by law.
- Appropriate action will be taken when misconduct is found.



Take Note:
Leaders Responding to Those Who Speak Up

Leaders have a special responsibility to listen and act when an employee reports a concern or needs guidance – ensure the following:

- **Listen actively and seek to understand.**
- **Tell them that we cannot grant confidentiality or anonymity.**
- **Escalate the concern – don't undertake an investigation.**
- **Human Resources, the Legal Department, and the Ethics & Compliance Office are here to help.**

Managers who fail to report misconduct they know about, or should have known about, may be subject to disciplinary action, up to and including termination of employment. Look to the **Ethical Leadership Guide** for more details.



Zero Tolerance for Retaliation

No matter the method of reporting, we have zero tolerance for retaliation.

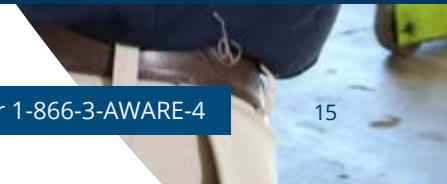
Retaliation is Strictly Prohibited

- Anyone who retaliates or attempts to retaliate will be subject to disciplinary action, up to and including the termination of employment.
- If you believe you have experienced retaliation, you should report it to your manager, your HR partner, the Legal Department, the Ethics & Compliance Office or the AWARE Line.



What is “Retaliation”?

Retaliation means that an employee is subjected to a negative consequence for reporting a concern under this Code or our policies. It can include any negative job-related action, such as demotion, discipline, discharge, salary reduction, exclusion from projects or meetings, or job or shift reassignment. It can also include other behaviors meant to punish someone for speaking up or cooperating with an investigation.





Living Our Values for Our People

Our Values in Action: We are human-centered and committed to powering the potential of every employee. We care for our employees' safety, health and well-being.

THIS SECTION COVERS:

Maintaining an Inclusive and Diverse Workplace

Preventing Discrimination and Harassment

Taking Accountability for our Safety Culture

Maintaining a Non-Violent Workplace

Safeguarding Employee Information



Valuing Inclusion and Diversity

Republic's culture of respect and inclusion promotes individual expression, creativity, innovation and achievement.

We Maintain an Inclusive and Diverse Workplace by:

- Treating all employees and applicants fairly and with dignity and respect.
- Ensuring that all employees and applicants are provided equal employment opportunities without regard to their physical appearance, personal beliefs, or any other protected class.
- Developing and retaining a diverse workforce by recruiting, hiring, developing and promoting based solely on qualifications, demonstrated skills and performance.
- Encouraging a work environment that supports open and honest communication.

Take Note:

Since many of our locations service federal contracts, the Company complies with all applicable Office of Federal Contract Compliance Programs' regulations and takes affirmative actions to employ and advance in employment qualified individuals without regard to any classification protected by law.

What is a "Protected Class"?

We treat all employees and applicants as individuals without regard to their race, color, religion, national or social origin, ethnicity, sex, sexual orientation, gender identity or expression, age, disability, veteran status, relationship or association with a protected veteran (spouses or other family members), genetic testing or any other classification protected by law.

Preventing Discrimination and Harassment

All employees are expected to promote a culture of respect that is free from inappropriate behavior.

Maintaining a Discrimination- and Harassment-Free Workplace

- Follow the Company's Non-Discrimination and Equal Employment Opportunity Policy and Anti-Harassment Policy by:
  - Treating co-workers, applicants and business partners with respect.
  - Reporting concerns and speaking up if you see or experience discrimination or harassment.
- Make sure that our business partners (including suppliers) follow our Supplier Code of Business Ethics and Conduct.

The Company does not tolerate conduct that violates our policies, including any offensive or disrespectful conduct onthe basis of a protected class, even when the conduct or comments may not be illegal harassment under the law.

What Does it Mean?

Discrimination means treating an individual or group differently or less favorably than others because of their protected class or characteristics.

Harassment refers to offensive, disrespectful, or unwelcome conduct directed at an individual or group because of their protected class or characteristics



Take Note:

Examples of Harassment

Harassment harms the employee targeted by it and our workplace. It will not be tolerated. Harassment can take different forms (verbal, physical or visual). Here are some examples:

- **Inappropriate touching**
- **Sexually explicit language/ jokes**
- **Obscene gestures**
- **Staring**
- **Displaying offensive objects or pictures**
- **Comments about a person's body, clothing or personal life**
- **Repeated requests for dates**

Employees should remain aware of their own behavior at all times and refrain from conduct or language that could be viewed as harassment.



EVERYDAY ETHICS:

Q. **How can I do my part to keep Republic a respectful, inclusive and diverse workplace?**

A. We're one team but we represent many ideas, experiences and backgrounds. We value each other's contributions and ensure that everyone has an equal chance to succeed. You can do your part to maintain a positive work environment by treating co-workers the way you'd like to be treated; listening and being receptive to different points of view; and speaking up if you see or suspect conduct that potentially violates the Company's policies.

Promoting a Safe Workplace

Keeping people safe is a core value and priority at Republic. We are committed to ensuring everyone goes home safely everyday.

Taking Accountability for Our Safety Culture

- Maintain a safe and secure work environment by taking steps to identify and prevent work-related injuries and illnesses.
- Perform your job responsibilities in accordance with our SAFE Handbook, policies and safety management programs, in addition to all applicable safety and health laws. Never bring illegal drugs or other controlled substances onto Company property or work while being under the influence of alcohol.
- Promptly report any safety concerns to your supervisor.

Maintaining a Non-Violent Workplace

- Help to encourage a safe workplace free of threats and physical intimidation.
- Understand that any acts or threats of violence will not be tolerated.
- Do not bring weapons into the workplace.
- Immediately report any threatening or violent behavior.

EVERYDAY ETHICS:

Q. **I overheard a co-worker threaten another co-worker who is afraid to report the incident – what should I do?**

A. Immediately report the incident. You are obligated to act if you witness or suspect a threat of violence in the workplace. Any acts or threats of violence will not be tolerated.

Safeguarding Employee Information

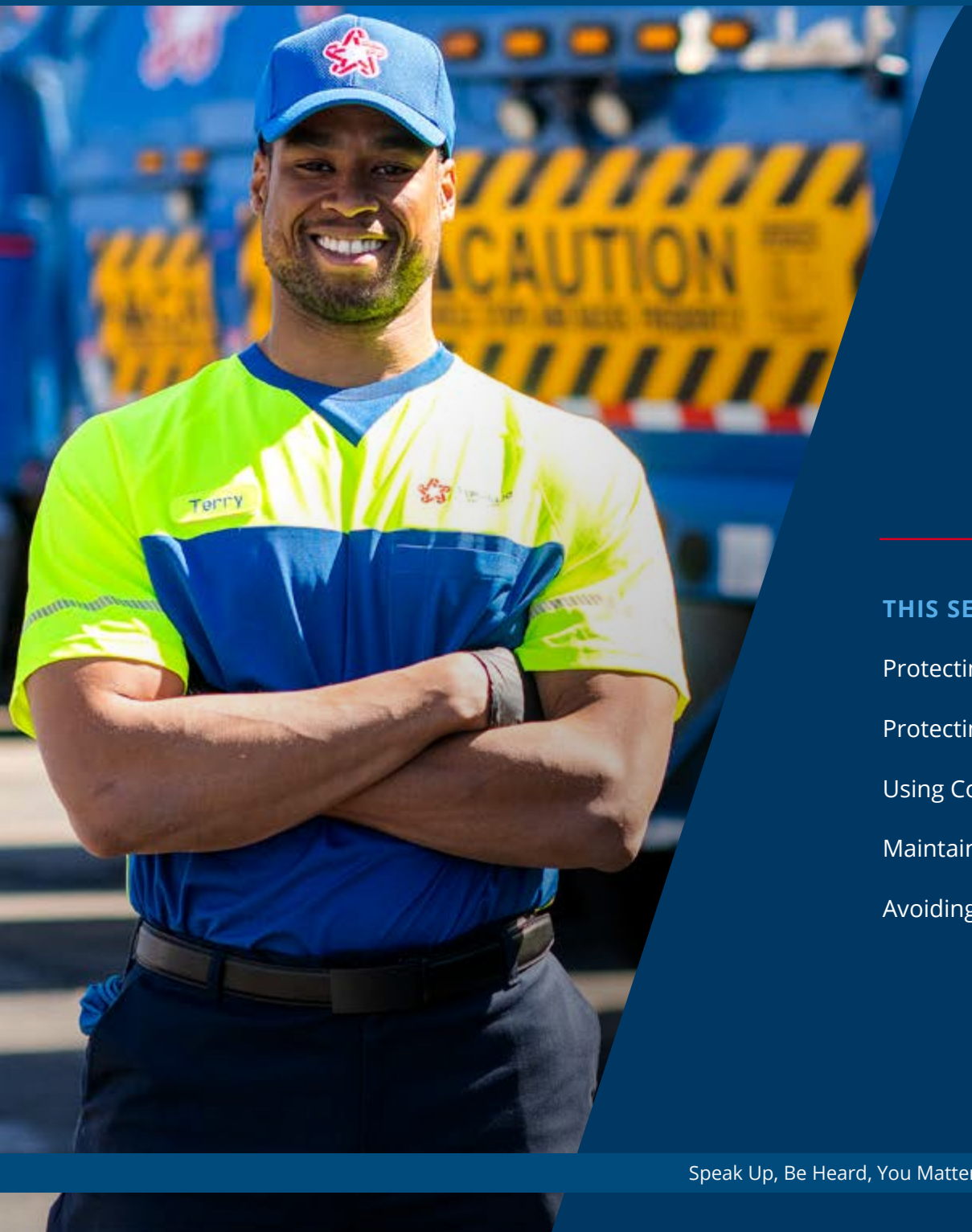
- Protect the confidentiality, integrity and security of employee personal information (for example, personnel files and employee medical and benefits information).
- Only collect and use employee information for business-related reasons and disclose only on a need-to-know basis (and in compliance with our policies and applicable laws).



EVERYDAY ETHICS:

Q. **I'm curious about the salaries of some employees at the Company. Since I have access to this information, is it ok for me to look it up?**

A. **No** – Acting ethically means that you should only access personnel information for job-related reasons. Looking up personnel information out of curiosity, or sharing it with others who do not have a need to know, may lead to discipline, up to and including the termination of employment.



Living Our Values for Our Shareholders

Our Values in Action: We are committed to delivering results in the right way. Our shareholders rely on us to handle our assets and information with integrity to maintain our credibility and safeguard their investment.

THIS SECTION COVERS:

Protecting Physical Property

Protecting Proprietary and Confidential Company Information

Using Computers and Network Systems

Maintaining the Accuracy of Business Records

Avoiding Conflicts of Interest

Safeguarding Our Information and Property

Republic's proprietary and confidential business information and property must be protected against unauthorized disclosure and misuse in order to preserve our reputation and value for our shareholders.

Protecting Physical Property

- Be careful when using Company property and protect it at all times from loss, damage, theft, misuse or waste.
- Follow all internal processes and controls and accurately track all property.
- Never use Company property for personal gain.
- Use Company property only for legitimate business purposes, unless limited personal use is permitted by our policies.
- Report any concerns about the use or abuse of Company property to our Corporate Security team.

Take Note:
Theft of Company Property

Theft of Company property can take two forms:

- Physical theft such as unauthorized removal of Company waste (scavenging), equipment or information; or
- Theft through fraud or intentional misrepresentation, such as misreporting time or expenses.

Theft will result in disciplinary action, up to and including the termination of employment and possibly criminal prosecution.

Protecting Proprietary and Confidential Company Information

- Protect proprietary and confidential Company information from unauthorized disclosure.
- Only share information with those employees who need to know the information to do their jobs.
- Understand that all information and data you generate or gather when doing your job or when using Company-owned property will be the exclusive property of the Company.
- Remember that your obligation to protect this information continues even after your employment ends.

What is "Unauthorized Disclosure"?

Unauthorized disclosure means that proprietary and confidential information has been shared with someone who is not allowed to access it.

What is "Proprietary and Confidential Information"?

Proprietary and Confidential Information means any information related to Republic's business, services, or products, that is not publicly known. It includes intellectual property, trade secrets, and information received from third parties that we are obligated to keep confidential.

Examples of proprietary and confidential information include the following:

- Financial results
- Sales and business plans
- Marketing strategies and plans
- Pricing and cost information
- Bids and proposals
- Information concerning potential acquisitions, divestitures and investments
- Employee information
- Compensation information
- Customer data

Using Computers and Network Systems

- Use Company computers and network systems for Company purposes and limit use for outside or personal interests.
- Any use for personal purposes must be infrequent and do not expect that the information you send or receive to be private.

Maintaining the Accuracy of Business Records

- Understand that fair and accurate books and records are essential for managing our business.
- Ensure that all Company records are reliable, accurate, complete and stored in accordance with our internal controls and all applicable Company policies, laws and regulations.
- Never misrepresent facts or falsify or hide records.
- Never encourage or allow anyone else to compromise the accuracy and integrity of our records.

EVERYDAY ETHICS:

Q. **My supervisor asked me to review a report, and I noticed several mistakes, but she told me not to worry about it because everyone does it that way – what should I do?**

A. Never knowingly allow incorrect or inaccurate information to be included in a report. Immediately discuss your concerns with your supervisor, another member of management, your HR partner, the Legal Department, or the Ethics & Compliance Office. Be sure all information recorded is accurate.



Avoiding Conflicts of Interest

We are trusted to always act in the Company's best interest and avoid any actual or perceived conflict of interest – even if we believe we are acting properly.

Preventing Conflicts of Interest

- Understand that we respect your right to pursue outside activities and interests, so long as they don't interfere with your ability to do your job.
- Never let your personal interests or those of your family members interfere with your ability to make ethical, unbiased decisions on behalf of Republic.
- Any activity, situation, or relationship that conflicts or appears to conflict with the interests of the Company must be immediately and fully disclosed in accordance with our Conflicts of Interest Policy and procedures.



What Does it Mean?

Conflict of Interest:

Exists when a personal interest or activity interferes or appears to interfere with the Company's interest.

Family Member:

Includes any spouse, domestic partner, parents, siblings, children or any other relative who resides in the same household and any other familial relationship that could create the appearance of a conflict.

What Do Conflicts of Interest Look Like?

Here are some examples:



Personal Relationships:

Supervising or conducting business on behalf of Republic with someone that you have a close personal relationship with (like a family member or dating relationship). These kinds of personal relationships may cause you to make decisions that put your personal interests ahead of Republic's interests. This is a conflict of interest.



Compromised Judgment:

Accepting a gift from a customer in exchange for something, such as a discount on Republic's services. Anything that compromises (or appears to compromise) your independent professional judgment is a conflict of interest.



Corporate Opportunities:

Cashing in on a business opportunity that Republic might have pursued - this is an example of using a corporate opportunity that you discovered through your employment. You would personally benefit from this and interfere with Republic's interests. This is a conflict of interest.



Moonlighting:

Owning or doing work on the side for a company that competes with or does business with Republic. This may cause you to make decisions that put your personal interests ahead of Republic's. This is a conflict of interest.



IMPORTANT! A conflict of interest can arise when the Company enters into a transaction with an employee or an employee's family member – these transactions must be disclosed to the Ethics & Compliance Office for review and approval to ensure the transaction is fair to the Company and properly disclosed in our securities filings when required.

Take Note:
Determining Conflicts of Interest

To determine if you have a conflict of interest that should be disclosed to the Company, ask yourself:

- Do my outside interests influence, or appear to influence, my ability to make good business decisions?
- Will I personally benefit, to the detriment of Republic, from my involvement in this situation – does a family member benefit?
- Could my participation in this activity interfere with my ability to do my job?
- Is the situation causing me to put my own interests ahead of Republic's interests?
- If the situation became public knowledge, would I be embarrassed? Would Republic?

EVERYDAY ETHICS:

Q. **I've been asked to join the Board of an outside organization. Do I need to get approval from the Company prior to accepting this position?**

A. **Yes** – Company policy requires you to disclose the situation in writing to the Ethics & Compliance Office, which will review the type of business, services provided, and any impact it may have on your job responsibilities with Republic. The Ethics & Compliance Office will then notify you of whether you can accept the position. If you have been asked to join a public company board of directors, you must get pre-approval from Republic's Chief Legal Officer.

If you answer "Yes" to any of these questions, you may have a real or potential conflict, which must be disclosed to the Ethics & Compliance Office in accordance with our policy.

Having a conflict of interest is not necessarily a Code violation, but failing to disclose it is!





Living Our Values for Our Customers and Suppliers

Our Values in Action: We are committed to going above and beyond to exceed our customers' expectations, and we believe in dealing fairly and honestly with all customers and suppliers.

THIS SECTION COVERS:

Integrity and Trustworthiness in Customer and Supplier Relationships

Safeguarding Confidential Customer and Supplier Information

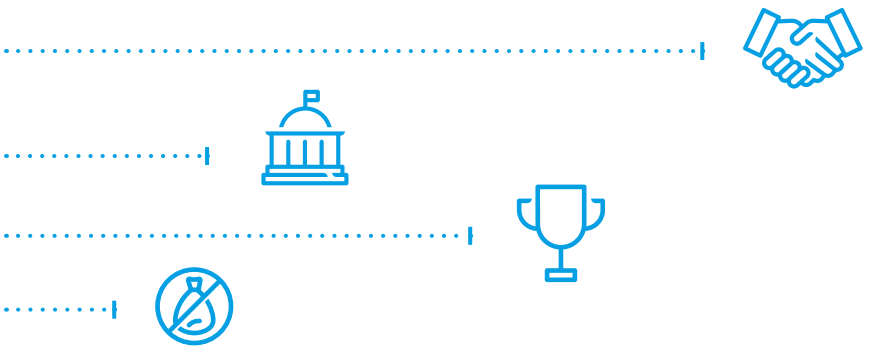
Gifts, Entertainment or Other Benefits

Integrity and Trustworthiness

Our integrity and trustworthiness build long-lasting relationships – our customers and suppliers rely on us to be fair and honest in all business practices. In addition, we take the necessary and legally required precautions to protect customer and supplier confidential information.

Integrity and Trustworthiness Build Long-Lasting Relationships

- Treat our customers and suppliers ethically, fairly and in compliance with all applicable Company policies and laws.
- Do business only with business partners who obey the law and operate fairly and ethically at all times.
- Conduct all business dealings in a factual and honest way.
- Never offer or accept any form of payment or incentive intended to improperly influence a business decision.



Safeguarding Confidential Customer and Supplier Information

- Ensure the proper use, protection, retention and destruction of confidential customer information in accordance with Company policies and contractual obligations.
- Respect the privacy of customer records, and only share customer information with others on a need-to-know basis.
- Never disclose non-public pricing or other confidential information of our suppliers.
- Understand that the information that you access and gather in your role is intended for use by the Company, which means you should never personally benefit from this information.

Take Note:

Supplier Code of Business Ethics and Conduct

We have a separate Supplier Code of Business Ethics and Conduct that applies to all third parties who do business with the Company (including independent contractors, consultants and suppliers) – a copy is posted on Republic's public website.

EVERYDAY ETHICS

Q. **I'd like to contact one of our customers about a personal matter. I noticed our customer relationship management system contains his email address – can I use the email address in our system to contact him about my personal matter?**

A. **No** – Our customers provide us with their information to enable us to perform services for them. Any use of customer data beyond the business purpose for which it was provided is prohibited.



Gifts, Entertainment or Other Benefits

The practice of giving and receiving business gifts from customers and suppliers, for purposes of building and strengthening relationships, requires careful consideration by you and your supervisor – always protect the integrity of our business decisions and relationships.

Responsible Business Practices

- Understand that our relationships with our customers, suppliers and any other third party should never be influenced (or perceived to be influenced) by offers of inappropriate gifts.
- Never give or receive any gifts or other items if you might compromise, or appear to compromise, your ability to make objective business decisions in the Company's best interest or if it would embarrass you or the Company if publicly disclosed.
- Never ask for any gifts from customers or suppliers.

KNOW THE LIMIT:

- Gifts that are infrequent and of nominal value ($100 or less per person) may be given or received – such as a promotional item, meal, ticket to event, golf, etc.
- Gifts in excess of $100 per person require prior written approval from your immediate supervisor and second level manager.
- Refer to the **Living Our Values for Our Government** section regarding gifts and any payments to Public Officials.

EVERYDAY ETHICS:

Q. **What should I do if a customer sends me a gift that I know I can't accept?**

A. Return the gift to the customer, and politely explain our policy. If the gift is something perishable where returning is not an option – such as food – place it in the break room where it can be shared with your co-workers.



Take Note:
When Can I Accept a Gift from a Third Party?

Is it for the sole purpose of building and strengthening the business relationship? If yes, then:

Only **Accept** If:

It is of nominal value ($100 or less per person)

Example: Meal, Ticket to Event, Golf

or

It is a promotional item (logo branded)

or

It is approved for a large group of employees

Do Not Accept If:

It is in excess of $100 per person (*)

or

It is given in exchange for some action

or

It is given in the form of services, employment or promise of employment

or

It is cash or a gift card (regardless of amount)

(*) Offers by third parties to pay travel-related expenses for an employee when the primary purpose of the travel is business related may be appropriate in rare situations. Prior to acceptance, the employee's immediate supervisor and second level reporting manager must review the travel request. As part of that process, the reviewers must determine that:

- The class of travel is appropriate in the business context;
- The itinerary minimizes side trips and avoids tourist or vacation destinations; and
- The offer does not appear to be provided in exchange for business or an improper advantage.

Refer to Company policy for further details.



Living Our Values for Our Marketplace

Our Values in Action: As part of our commitment to delivering results in the right way, we must protect confidential information and ensure the accuracy of information that is properly disclosed to the public. Our marketplace relies on us to act with integrity and promote fair and open securities markets.

THIS SECTION COVERS:

Protecting Nonpublic Information

Avoiding Insider Trading

Communicating Responsibly

Responding to Inquiries from Investors and Analysts

Ensuring Fair Disclosure

Responsibly Using Social Media

Protecting the Integrity of Our Marketplace

Employees may be entrusted with material non-public information and this trust must never be violated by using the information for financial or personal gain.

Protecting Nonpublic Information

- Ensure that material nonpublic information is protected and accurately and timely disclosed to the public only in accordance with our policies and applicable laws and regulations.
- Material nonpublic information must never be used for any personal gain.
- Never allow a third party to improperly use or access material nonpublic information.
- Never share material nonpublic information with a co-worker unless they have a business need-to-know.

What is "Material Nonpublic" Information?

Material nonpublic or inside information is information about a company that has not been made publicly available and that a reasonable investor would consider important when deciding to trade in the securities of that company.

Some examples include:

- Company financial results and dividends
- Significant management changes
- New business relationships
- Important development in litigation
- Anticipated mergers, acquisitions or divestitures
- Changes in management structure or changes at the executive level

"Securities" include stocks, stock units and options, bonds, notes, debentures, and put or call options.

"Trading" includes any decision to buy or sell a security.

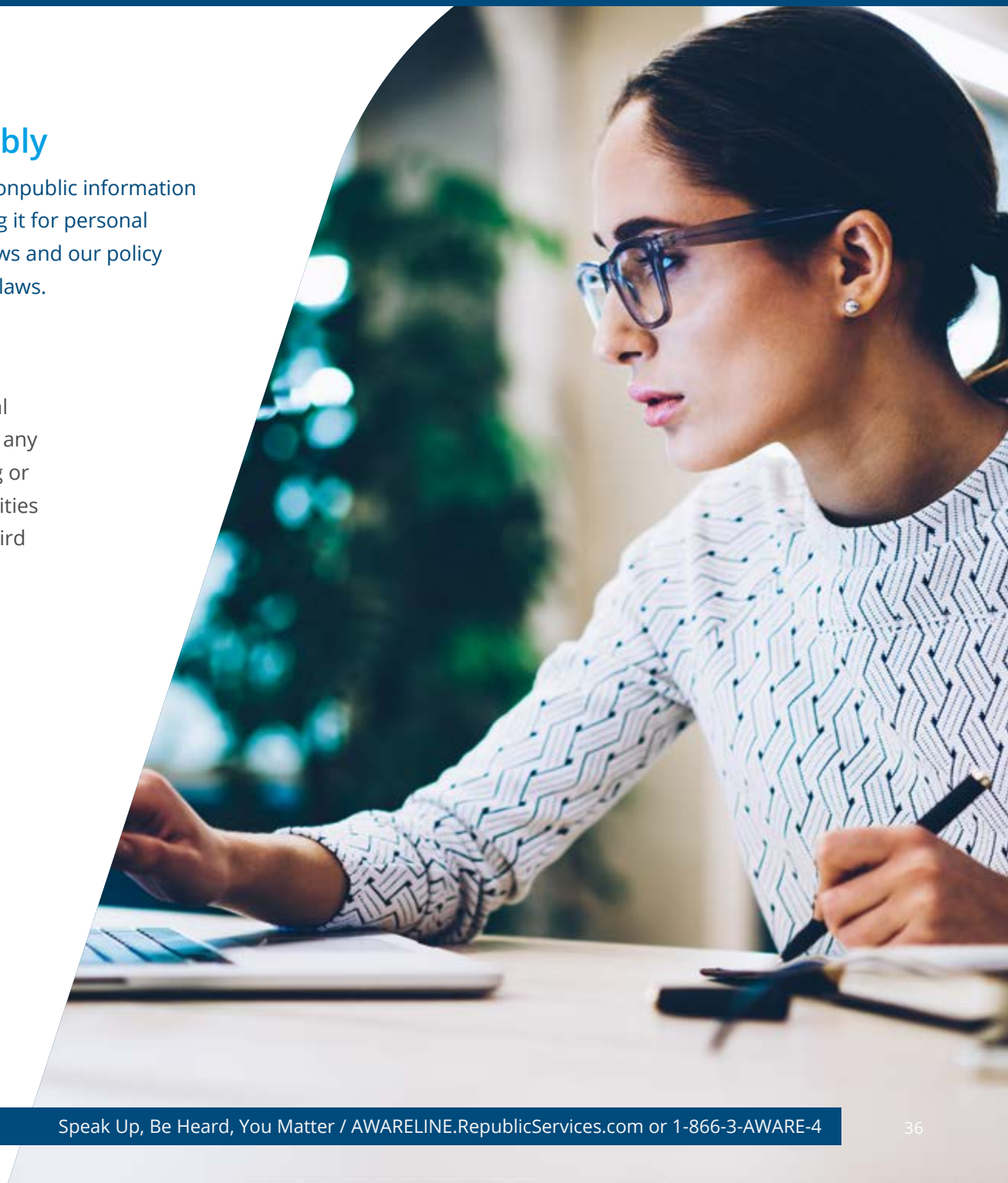
Refer to Company policy or contact the Legal Department for guidance.

Trading Securities Responsibly

We are responsible for protecting material nonpublic information about Republic and are prohibited from using it for personal gain. We must comply with insider trading laws and our policy to ensure compliance with federal securities laws.

Avoiding Insider Trading

- Never use or improperly disclose material nonpublic information about Republic or any other company for the purpose of buying or selling securities – this includes the securities of our customers, suppliers, and other third parties we do business with if you have learned material nonpublic information about them.
- Never advise, encourage, "tip-off" or cause others to trade in Republic's securities or another company's securities when in possession of material nonpublic information.
- Only share inside information with other employees on a need-to-know basis.
- Know that violations of Company policy and insider trading laws have serious consequences.



EVERYDAY ETHICS:

Q. **Does insider trading apply to me if I don't work with securities in my job?**

A. **Yes** – Anyone with knowledge of material nonpublic information can violate insider trading laws if:

- They buy or sell securities based on that information; or
- They disclose material nonpublic information to a third party (includes casual conversations with friends, relatives or business acquaintances) and that third party then buys or sells securities based on that information.

Never seek or help others to obtain a financial advantage by using material nonpublic information gained through your employment with the Company.



Communicating Honestly and Responsibly

As a publicly traded company, Republic is subject to regulations that govern the disclosure of information to the public. To protect our reputation and maintain integrity with our messaging, only certain authorized representatives may speak on behalf of the Company.

What is "Selective Disclosure"?

Selective disclosure occurs when a publicly traded company releases material nonpublic information about itself to securities market professionals (such as securities analysts or institutional investors) before disclosing the information to the general public. It is prohibited and must be reported, even if unintentional.

Responding to Inquiries from Investors and Analysts

- Know that only selected members of Republic's senior management are authorized to communicate to securities market professionals in accordance with the Company's Regulation FD Policy.
- Understand that no Company representative, including authorized spokespersons, is permitted to respond to inquiries regarding any market rumor involving material nonpublic information other than by stating: "Our Company policy is not to comment on rumors or speculation."

Ensuring Fair Disclosure

- Comply with the requirements of our policy and the law to make sure you do not selectively or improperly disclose material nonpublic information.
- Understand that if a selective disclosure occurs intentionally or unintentionally, the Company must make a public disclosure of that information.
- If you are aware of an intentional or unintentional selective disclosure, report it to the Legal Department or the Ethics & Compliance Office.
- Never comment on market rumors or speculation involving the Company.



Communicating Responsibly

- Remember that only certain designated authorized spokespersons may speak on behalf of the Company and must do so in accordance with Company policy.
- If you are authorized to speak on behalf of the Company, ensure that all messaging is accurate, complete, consistent, and timely – this includes all communications to the public, the media, our shareholders, regulatory agencies and any other third parties.
- Understand that only designated individuals as appointed by the Company may respond to media inquiries – contact the Communications Department for a list of authorized persons.
- Contact the Communications Department for approval of other spokespeople – the team can provide messaging assistance and media training.



EVERYDAY ETHICS:

Q. **What should I do if I receive an inquiry from outside the Company and I'm not authorized to respond?**

A. Be polite, but do not share information about the Company. Instead, if you receive a media inquiry, refer the contact information to External Communications through the media hotline at Media@RepublicServices.com or at (480) 757-9770. If investor related, contact Investor Relations at Investor@RepublicServices.com.

Engaging in Social Media

Responsible use of social media is essential to safeguarding our Company's confidential information and reputation. We are all responsible for exercising care on social media sites.

Responsibly Using Social Media

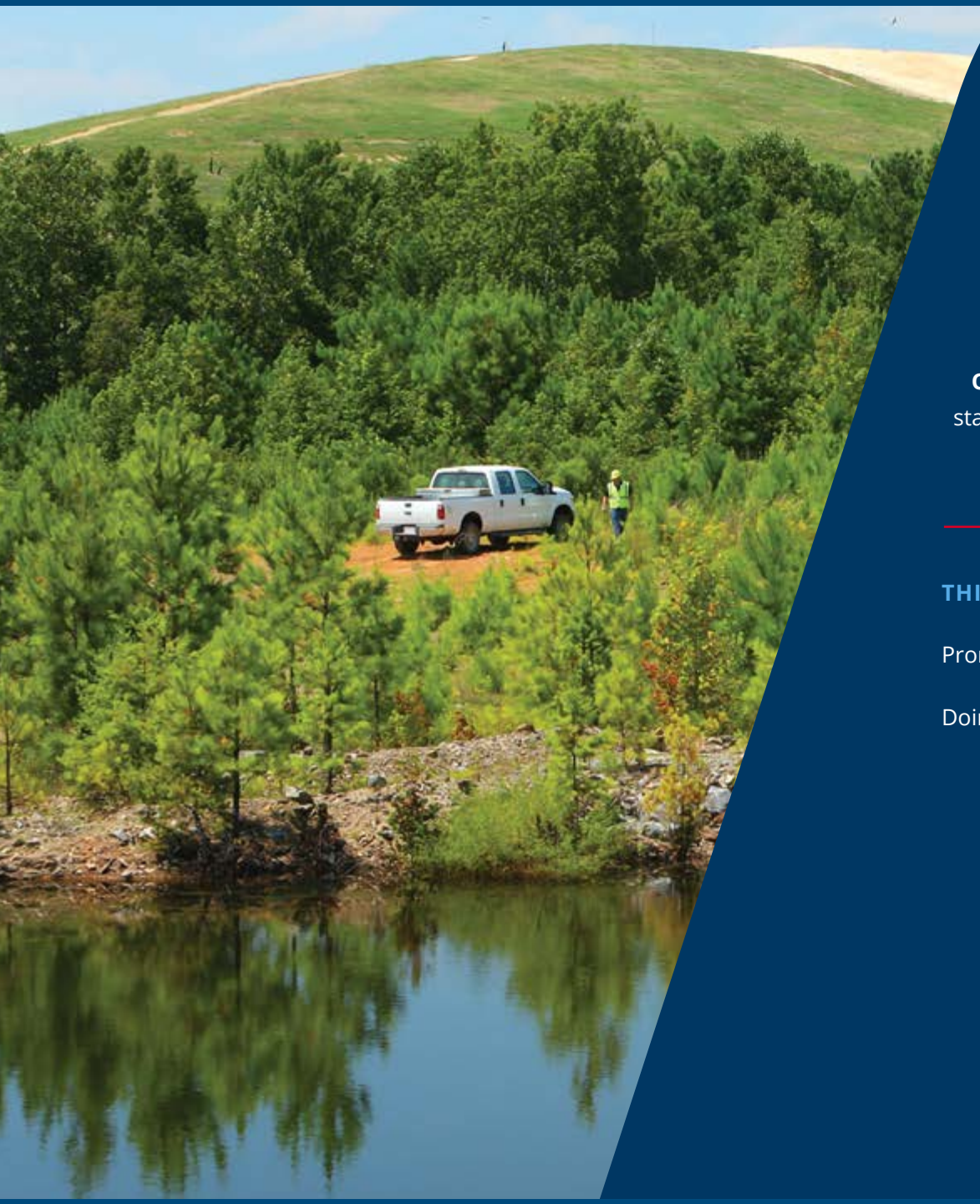
- Understand that social media activity must comply with this Code and all applicable policies.
- Be respectful and responsible and think before you post – your connections on social media may see you as the public face of the Company. What you publish reflects on our reputation and brand.
- Never post material that is not aligned with our values; for example, do not post content that is obscene, threatening or discriminatory.
- Comply with our policies when using social media and make clear that you do not speak on behalf of the Company, unless authorized to do so.
- Never disclose any confidential information about the Company.
- Do not use any Republic logos or trademarks without permission from the Communications Department.

EVERYDAY ETHICS:

Q. While online, I came across a post from a customer upset over her service – is it okay if I reply?

A. Unless you are authorized to speak on the Company's behalf, don't reply. Never post anything on social media that appears to be on Republic's behalf without authorization. Refer to the Company's Social Media and Web Activity Policy for details.





Living Our Values for Our Competitors

Our Values in Action: We compete vigorously with the highest standards of ethical conduct and in compliance with competition laws wherever we do business.

THIS SECTION COVERS:

Promoting Fair Competition

Doing Business Internationally with Integrity

Promoting Fair Competition

We are committed to fair competition that is conducted ethically and legally. We compete for business aggressively but always honestly.

Antitrust Compliance

- Work to compete vigorously but always comply with all applicable Company policies and federal and state antitrust and pricing laws.
- Do not discuss or enter into any agreement or understanding (verbally or in writing) with any competitor that relates to a competitive matter such as pricing, customers, markets, terms of sale, boycotting a third party, unannounced products and services, or any confidential Company information.
- Be very careful when attending trade association functions and talking to competitors.
- Do not make false or disparaging statements about competitors.
- Understand that violations of antitrust laws may result in severe legal penalties for our Company and criminal charges for individuals.

EVERYDAY ETHICS:

Q. **We just hired an employee who previously worked for a competitor. Can we ask the employee for information about our competitor?**

A. **No** – Never interview or hire an employee of a competitor for the purpose of obtaining confidential information or asking about any information that the person is under a legal obligation not to disclose. Never encourage or allow them to disclose it. Consult with the Legal Department prior to asking the employee anything about a former employer's business.

Take Note:
Competitor Information

If you become aware of confidential information about a competitor that has been inadvertently disclosed, seek guidance from the Legal Department before using or acting upon this information. We must not benefit from information that we have no right to receive.

Extra Note:

Remember, we must never obtain competitive information from competitors. Just as we value and protect our confidential information, we respect confidential information of other companies.

Remember that we can only obtain competitive information (such as pricing) from legitimate public sources such as:

- Annual reports and other publicly available filings with government agencies.
- Published data from trade journals and other business publications.
- Public speeches of company executives.
- Customer feedback, as long as there is no reason to believe a contractual or legal obligation exists that would prohibit them from revealing this information.

Always document your sources. When gathering competitor information, always document the source of the information.

EVERYDAY ETHICS:

Q. **What should I do if I'm attending a function with competitors and they discuss prices or other competitive matters?**

A. Immediately stop any conversation with a competitor that goes into these topics or, if you cannot stop the conversation, leave the function or meeting in a way that will be remembered by all who were present (sometimes referred to as a "noisy exit"). Quickly report the incident to your supervisor or the Legal Department. Be especially careful at industry association meetings or events and avoid even the appearance of unfair business practices.

Doing Business Internationally with Integrity

As an international company headquartered in the U.S., we comply with all applicable global trade and anti-corruption laws.

Anti-Corruption and Bribery

- We are committed to doing business fairly and legally in all jurisdictions, and we have zero tolerance for any form of public or private corruption.
- Be familiar with the local laws where we're doing business and our policies. Even if the local laws allow "facilitation" payments to speed up a process or transaction, these kinds of "facilitation" payments are prohibited by Company policies.

Global Trade Laws

- We comply with the laws in the jurisdictions where we conduct business. In the event a local law, custom, or practice conflicts with this Code or our policies, please contact the Legal Department or the Ethics & Compliance Office. In these instances, we follow the law, custom, or practice that is most stringent.

Anti-Boycott

- We follow U.S. anti-boycott laws that prohibit us from participating in unsanctioned boycotts.

Take Note:

Laws prohibiting bribery and corruption apply to both government officials and private individuals. Never request, offer or agree to bribes, kickbacks, or improper payments. See the **Gifts, Entertainment or Other Benefits** and the **Gifts Involving Public Officials** sections of this Code and our policies for additional information.

What is a "Boycott"?

A "boycott" occurs when one person, group, or country refuses to do business with certain people or countries. Because violations of U.S. anti-boycott laws are serious, employees must report any suspected request to participate in an illegal boycott to the Legal Department or the Ethics & Compliance Office.



Living Our Values for Our Government

Our Values in Action: We never engage in unethical or illegal business practices to win business. We are aware of and comply with local laws and policies when working with governments.

THIS SECTION COVERS:

Engaging with Public Officials

Political Contributions

Gifts Involving Public Officials

Regulatory Compliance

Government and regulatory decision-making directly impact our ability to operate. We are courteous, truthful and cooperative when engaging with government and regulatory officials.

Engaging with Public Officials

- Comply with all applicable laws, regulations, rules and administrative orders, including those governing our relationships with governments and public officials.
- Never improperly influence, or attempt to improperly influence, any governmental, legislative or administrative agency or authority to make a decision favorable for the Company.
- Make sure to include regulatory requirements in key operating processes and manage regulatory risks.
- Comply with laws and regulations that apply to government contracts and minority vendors.

Take Note:

Government Relations

Our work can bring us into close collaboration with government and regulatory officials. If you are engaged in those relationships, you must be familiar with Company policies and applicable laws regarding gifts and lobbying, and coordinate with our Government Affairs team to ensure compliance with the rules. Be sure to complete all required trainings. If you have any questions about what is permissible, contact our Government Affairs team for assistance.

Refer to the Municipal Sales section of Republic's intranet site for further guidance.

Engaging in Political Activity

Where legally permissible, Republic or our PAC may make political contributions in accordance with Company policy. We respect the right of our employees to participate in the political process, provided that it does not affect an employee's performance or involve the use of Company assets and resources.

Political Contributions

- Under federal law and some state laws, the Company is not allowed to make political contributions to political parties or candidates. In these jurisdictions, our Political Action Committee (PAC) may be able to make political contributions.
- In states where corporate political contributions are allowed, these contributions must be made in accordance with our policy.
- Political contributions made by Republic or through our PAC should never be done with the intent or expectation that our Company will obtain or retain business as a result of the contribution.
- Indirect contributions by the Company through suppliers, customers or agents are prohibited.
- Employees will not be reimbursed for personal political contributions.

Take Note:

Personal Political Activity

Employees have the right to participate in political activities, including volunteering for campaigns, serving on advisory boards, and holding public office. However, employees need to ensure the following:

- Make it clear that your political views and actions are your own and not Republic's.
- Do not use Republic's resources or property for personal use.
- Do not let your involvement interfere with your job responsibilities with Republic.
- Provide advance notice to the Ethics & Compliance Office before you run for office and before you are appointed to any advisory boards. The Ethics & Compliance Office will review for any conflicts of interest - refer to the Company's Conflicts of Interest Policy and procedures for additional details.

Gifts Involving Public Officials

Giving reasonable gifts, meals or entertainment can sometimes be part of maintaining and developing business relationships. But employees must be very careful when dealing with public officials because different rules apply.

Payments or Anything of Value Involving Public Officials

- Never give or accept gifts or anything of value that are prohibited by law or otherwise exceed legal limitations, including state and local gifting rules and limitations for Public Officials.
- Only offer or accept gifts or anything of value when there is a genuine business purpose, it is in the ordinary course of business and of nominal value. Bribery is prohibited.
- Refer to Company policy for further details, and **Living Our Values for Customers and Suppliers** for additional gifting provisions.

Take Note: Preventing Bribery and Corruption

Special rules apply when offering or giving gifts, favors, or entertainment to Public Officials. Employees are prohibited from offering, giving or accepting any bribe, whether dealing with Public Officials, political parties or representatives of commercial organizations. We must avoid even the appearance of improper conduct.

A "bribe" is not limited to cash payments. It includes anything of value – such as gifts, entertainment, hospitality, travel or other favors – when offered, given, solicited or received for an improper purpose.

Something as simple as buying a Public Official a cup of coffee could be prohibited under the laws of certain jurisdictions – so make sure you know the rules!

Refer to the Municipal Sales section of Republic's intranet site for further guidance on gifting rules.

Who is Considered a "Public Official"?

A "Public Official" is any person, elected or non-elected, who works for, on behalf of or is employed by any township, municipality, county, state or other governmental body. It includes the Public Official's relatives. This definition does not include federal officials or federal employees because Company policy prohibits all gifts and entertainment to federal officials and their relatives.



Living Our Values for Our Community

Our Values in Action: We take action to protect our environment and are committed to delivering services and environmental solutions for a more sustainable world.

THIS SECTION COVERS:

Climate Leadership

Community Involvement

Respect for Human Rights

Climate Leadership

We are committed to building a more sustainable society and being a good steward of the environment.

Environmentally Responsible

- Remain committed to environmentally responsible operations that increase efficiency and help our customers meet their goals.
- Safeguard our environment and comply with all applicable environmental and safety laws and our related policies, procedures and practices.
- Comply with environmental reporting requirements with transparency and accuracy.

EVERYDAY ETHICS:

Q. **I believe that an environmental procedure I've been asked to perform at our landfill may violate the permit requirements – what should I do?**

A. We must meet the requirements of all our environmental permits. If you are uncertain of a procedure, check with your supervisor to be sure you understand the request. If you think the request violates a permit or other environmental regulations, discuss the concern with your supervisor or report it to another member of management, your HR partner, the Legal Department, the Ethics & Compliance Office or the AWARE Line.



Community Involvement

We are committed to supporting the communities where our employees live and work.

Being a Good Neighbor

- Know that we are dedicated to being a good neighbor in the communities in which we live and work.
- Be a good neighbor through customer engagement, philanthropic giving, volunteerism and operating in accordance with the highest ethical standards.
- Remember that your outside activities must not interfere with your job performance or create a conflict of interest.



Respect for Human Rights

We are committed to doing business only with business partners who operate fairly and ethically at all times.

Respecting Fundamental Human Rights

- Know that we are committed to respecting human rights – the fundamental rights, freedoms, and standards of treatment to which all people are entitled.
- Ensure we are engaging in responsible business practices that do not infringe on human rights.
- Understand that our values, Code, policies and practices uphold fundamental human rights.
- Always be alert to possible human rights violations – and promptly speak up to report any concerns.



Take Note:

Our Commitment to Human Rights

Our commitment to human rights is further supported by our policies to:

- Foster a positive, inclusive and diverse workplace that is free from discrimination, harassment, intimidation and retaliation.
- Reinforce the safety, health and wellness of our employees.
- Promote integrity and fairness in our relationships with our co-workers, shareholders, customers, suppliers and all other stakeholders.
- Protect the environment and support our communities.
- Prohibit the use of all forms of forced labor and human trafficking.

We also expect everyone we conduct business with to observe similar standards respecting human rights.

Refer to our Human Rights Policy for further details. A copy is posted on Republic's public website.

Closing Thoughts

As we continue to deliver results for our customers, our communities, and each other, the Ethics & Compliance team is here to help ensure we're delivering results in the right way. One of our main goals is to make sure every employee understands Republic's values and our expectations for ethical conduct. Each and every one of us is expected to live our values every day – this means every decision you make must be ethical and align with our values. And when the right choice isn't clear – you should speak up and ask for help. If you ever have questions about making the right choice, or if you see or suspect conduct that doesn't align with our values, you should raise it to your supervisor, your HR partner, the Legal Department, or the Ethics & Compliance Office.

Our Code is a great starting point for understanding our values and expectations, but there are many more resources available to you. For additional guidance, you can refer to our Employee Handbook, our Policy and Procedure Manual (PPM) on our intranet, or you can contact any member of the Ethics & Compliance team.

By living our values and making them a part of everything we do, we create a culture of integrity and respect, in which all employees work together to achieve our goals. Thank you for your ongoing commitment to acting with integrity, making the right choice every time, and putting our values into action for a more sustainable, ethical world.



Catharine Ellingsen
Executive Vice President,
Chief Legal Officer,
Chief Ethics & Compliance Officer,
and Corporate Secretary



Victoria Stazio
Director, Ethics & Compliance

Oversight of Our Code

Our Interactive Code:

- View our interactive Code that includes links to Republic's supporting policies and other resources by visiting Republic's intranet site.

Acknowledgment:

- New employees and periodically current employees are required to acknowledge that they have read, understand and will comply with our Code and the related Company policies and procedures.

Request for Waivers:

- In limited circumstances, employees may make a request for waiver of a provision of this Code. All requests for waivers must be made in writing to the Ethics & Compliance Office at **EthicsandCompliance@RepublicServices.com**.
- No waivers can be made for any Executive Officer or member of our Board of Directors except by action of our Board of Directors, and these waivers must be disclosed as required by law.

Amendments to Our Code:

- Our Board of Directors is responsible for approving and amending this Code.
- The Company may revise or update the Code for revisions due to changes in the law, our policies and business practices.

ETHICS & COMPLIANCE OFFICE

Your Ethics & Compliance team is here to help you by:

- Providing guidance on how to apply this Code or any Company policy
- Providing ethics and compliance training
- Receiving reports of all actual or suspected violations of our Code, Company policies and the law – including reports to the AWARE Line
- Assigning reports received for investigation and ensuring investigations are conducted in a timely and thorough manner
- Contact: **EthicsandCompliance@RepublicServices.com**

Policy and Resource Look-Up

The following is a listing of key policies that support certain topics in the Code. A complete index of all policies and copies are located on our intranet site under the Policies and Procedures Manual (PPM). If you have any questions or require additional guidance, please contact your manager, your HR Partner, the Legal Department, or the Ethics & Compliance Office.

The Americans With Disabilities Act Policy

Antitrust Policy

Anti-Harassment Policy

Charitable Contributions Policy

Conflicts of Interest Policy

Drug and Alcohol-Free Workplace Policy

Environmental Compliance Policy

Gifts, Entertainment and Other Benefits Policy

Information Technology Policy

Insider Trading Policy

Leaves of Absence for Family and/or Medical Reasons Policy

Non-Discrimination and Equal Employment Opportunity Policy

Political Contributions Policy

Regulation FD Disclosures Policy

Related Party Transactions Policy

Safeguarding Confidential Information Policy

Safety Policy

Social Media and Web Activity Policy

Workplace Violence and Weapons Policy

At Republic Services, We Are Committed to the Highest Standards of Ethical Business Conduct and We Count on Every Employee to Make the Right Choice – Every Day, Every Time.

If you have a question, concern or believe something is unethical or inconsistent with our values, policies or Code of Business Ethics and Conduct, promptly **SPEAK UP.**

You will **BE HEARD** and the appropriate action will be taken.

YOU MATTER and you play an important role in maintaining our highly ethical and compliant culture.

We Want to Hear From You!

Speak directly to any of the following:
Your immediate **Supervisor** any other **Manager** • **Human Resources** • **the Legal Department** • **Ethics & Compliance Office**



Call the confidential AWARE Line at 1-866-3-AWARE-4



Go online to the confidential AWARE Line at AWARELINE.RepublicServices.com

Our Policy of No Retaliation

No matter how you choose to communicate, the Company does not permit retaliation or intimidation against anyone who reports a concern, raises a compliance question, seeks advice or cooperates in an investigation.



SPEAK UP, BE HEARD, YOU MATTER



This Code is intended to provide you with guidance on how to put our values into action every day. As we show up for our customers, our communities, our environment, and each other – let's make the choice to live our values and act with integrity in every decision.

If you ever need guidance, tools, or information to help you make these choices – reach out to the Ethics & Compliance Office at EthicsandCompliance@RepublicServices.com, or access any of the other resources made available to you by the Company.